IHCL

June 7, 2022

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001.
Scrip Code: 500850

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai 400 051.
Scrip Code: INDHOTEL

Dear Sir,

Sub: Integrated Annual Report under Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

The 121st (Hundred and Twenty First) AGM of the Company will be held on **Thursday, June 30, 2022 at 3.00 p.m. (IST) through Video Conferencing / Other Audio-Visual Means.**

Pursuant to Regulation 34(1) of the SEBI Listing Regulations, please find attached herewith the Integrated Annual Report of the Company containing the Notice of the AGM for the Financial Year 2021-22, which is also being sent to the Members, who have registered their e-mail addresses with the Company/ Depositories, through electronic mode. However, physical copies of the same will be sent to those Members who request for the same.

The Integrated Annual Report containing the Notice is also uploaded on the website of the Company at https://www.ihcltata.com/AGM/2022/AGM-FY2022/.

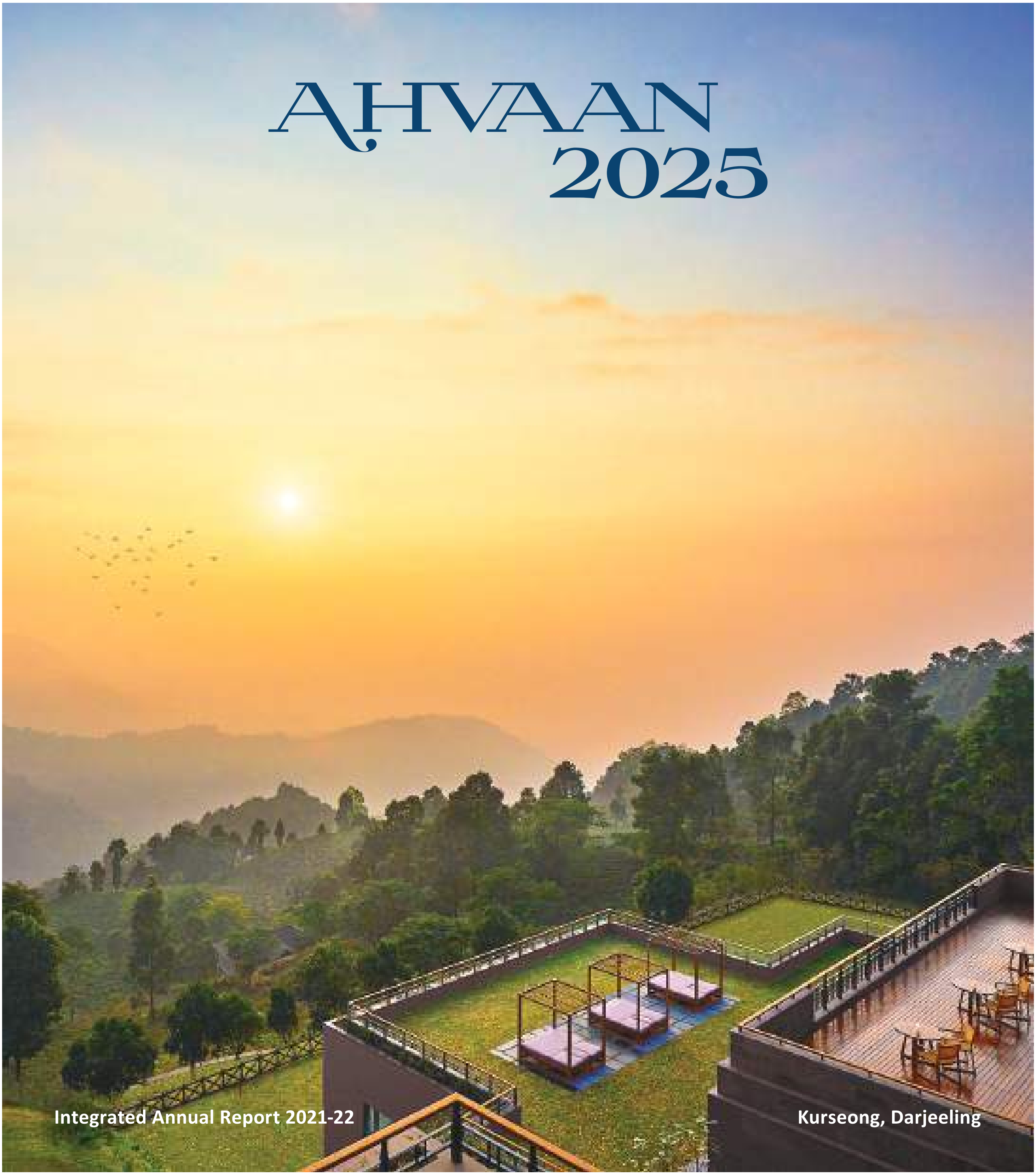
You are requested to kindly take the same on record.

Yours sincerely,

BEEJAL DESAI
Senior Vice President
Corporate Affairs & Company Secretary (Group)

cc: **National Securities Depository Limited**
Central Depository Services (India) Limited
Link Intime Private Limited

THE INDIAN HOTELS COMPANY LIMITED
A TATA Enterprise



AHVAAN 2025

AHVAAN ∗ आह्वान

A CALL TO ACTION.
AN INVITATION TO PARTICIPATE IN A HIGHER CAUSE.

Ahvaan 2025 is the propeller of all of IHCL's determined actions towards expanding brandscape, delivering unmatched experiences and accelerating progress. It is priming the organisation to realise its futuristic vision through an evolving operating ecosystem.

A track record of well-founded strategic frameworks (ASPIRATION and RESET) helped us emerge as industry leaders in terms of recovery, growth, innovation, presence, pipeline, new businesses and sustainability. With Ahvaan 2025, we are looking at reaching the pinnacles of hospitality excellence. We are confident that we will get there by Re-engineering our margins to sustain and enhance profitability, Re-imagining our brandscape with a focus on scale, simplification, synergy and speed, as well as Re-structuring our portfolio with continued growth across brands.

ABOUT THIS REPORT

We, The Indian Hotels Company Limited (IHCL), presents to our stakeholders our fourth Integrated Report (IR). The Report is a reflection of our financial and non-financial performance for FY 2021-22, along with its multi-dimensional approach to value creation, strategy and risk management.

Reporting Principle

This Report is prepared in accordance with the Value Reporting Foundation's (VRF) <IR> framework. The Report also abides by the SEBI circular on voluntary adoption of Integrated Reporting, dated February 6, 2017. The non-statutory section of the Report follows the <IR> framework. The financial statements are in accordance with the Indian Accounting Standards (Ind-AS).

The statutory reports comprising Directors' Report, its annexures, including the Management Discussion and Analysis (MDA), and the Corporate Governance Report are in accordance with the:

- Companies Act, 2013 (including the rules framed thereunder)
- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- Secretarial Standards issued by The Institute of Company Secretaries of India

Reporting Scope and Boundary

The Report covers all hotels owned by us along with subsidiaries, joint ventures and other collaborations, and reflects our transition, achievements and future aspirations.

Reporting Period

The FY 2021-22 Integrated Report covers developments between April 1, 2021 and March 31, 2022. Comparative figures from previous years are included in the Report as KPIs to provide a comprehensive view.

Materiality

The Report provides information on all issues that are identified as material by the stakeholders and the Company. These issues have significant business impact and are key to the Company's value-creation process. The Report discloses information on material matters that will enable investors and stakeholders to make informed decisions about their engagement with the Company. To benchmark itself against best governance practices, the Company has integrated its Environmental, Social and Governance (ESG) material issues in its long-term plans.

Responsibility Statement

The Report was reviewed by the Management of the Company and the Managing Director. Our Board acknowledges their responsibility in ensuring that the Report addresses all material issues and presents the integrated performance of the Company and its impact in an accurate manner.

Feedback

We value our stakeholders and request them to review this Report and provide feedback at;
investorrelations@tajhotels.com.

Explore online

Visit website to find more
www.ihcltata.com

Report Navigation

- Financial Capital
- Infrastructure Capital
- Human Capital
- Intellectual Capital
- Natural Capital
- Social and Relationship Capital

WHAT'S INSIDE

FY 2021-22 Highlights

RESILIENT YEAR FULL OF LEARNINGS

STRENGTHENED BALANCE SHEET

₹ 3,211 CR ↑85%

Revenue

₹ (248) CR ↑66%

Profit after Tax

₹ 560 CR ↑384%

EBITDA

- Rights issue of ₹ 1,982 Crores, 1.3X+ subscription
- QIP of ₹ 2,000 Crores, 2.5x+ bids received
- Net cash was positive as of March 31, 2022 at ₹ 106 Crores

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INDUSTRY LEADING GROWTH

28,107

Rooms (including pipeline)

235

Hotels (Including pipeline)

- Highest number of new hotel signings among the industry – Opened 13 new hotels
- Launched Taj Exotica Resort & Spa, The Palm in Dubai

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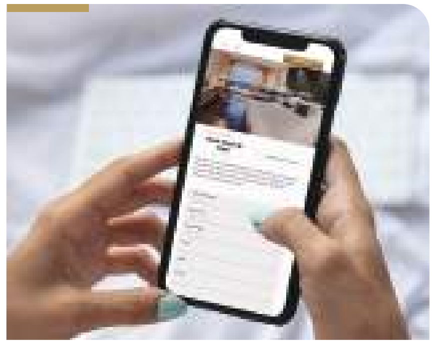
DIGITISING



16 LAKH+

Orders delivered since inception through Qmin app

680 LAKH+

I-ZEST Digital Payments at Checkin/Checkout

- Enhancing in-house digital solutions with I-ZEST, I-DOCS and I-LEAP among others to streamline business
- Deployed an integrated employee app - myTAJ to build an engaging platform for our employees

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ENVIRONMENT

18,788 CUBIC METERS

Waste Recycled

346.3 MN MJ

Renewable Energy Used

- Rolled out 'Paathya' with targets set to be achieved by 2030 year
- Collaborated with the Confederation of Indian Industry (CII) and EHL Education Group, Switzerland to offer a Professional Diploma Program
- Partnered with International Finance Corporation (IFC) to bring innovative cooling solutions

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SOCIAL

28,258

Employees

82%

Employee retention rate

- Announced 100% placement of Institute of Hotel Management, Aurangabad (IHM-A) graduating class of 2020
- Partnered with UNESCO to preserve India's invaluable cultural heritage

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GOVERNANCE

62

Median Director age

50%

Independent Directors on the Board

- Won multiple Indian risk management awards
- Won Amrop-ET India's Best Boards Award in the Mid-cap category
- Launched web-based application for Prevention of Insider Trading

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↑ Y-o-Y Growth

Taj - World's Strongest Hotel Brand & Nation's Strongest Brand

Brand Finance, the world's leading brand valuation consultancy, has named Taj as the World's Strongest Hotel Brand in 2021. Taj has also been recognised as the Nation's Strongest Brand in 2022, across all sectors, making it the second time the brand has received this honour, the first being in 2020.

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Fostering Business Expansion with Ginger

We acquired the entire shareholding of Roots Corporation Limited and have made it our wholly owned subsidiary, through which Ginger Hotels is now integrated within the brand fold of IHCL.

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Empowering Women with She Remains the Taj

We launched 'She remains the Taj', a holistic framework of women-centric initiatives for all our stakeholders to enhance experiences for women and encourage their participation within and outside the organisation.

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Paathya

Leading Positive Change with Trust, Awareness and Joy

We strengthened our environmental and social responsibility with Paathya, which defines industry-leading ESG practices while going beyond the norm, with its six clearly defined areas of focus, underpinned by IHCLs core values of Trust of all stakeholders, Awareness around the needs of our ecosystem and Joy at heart.

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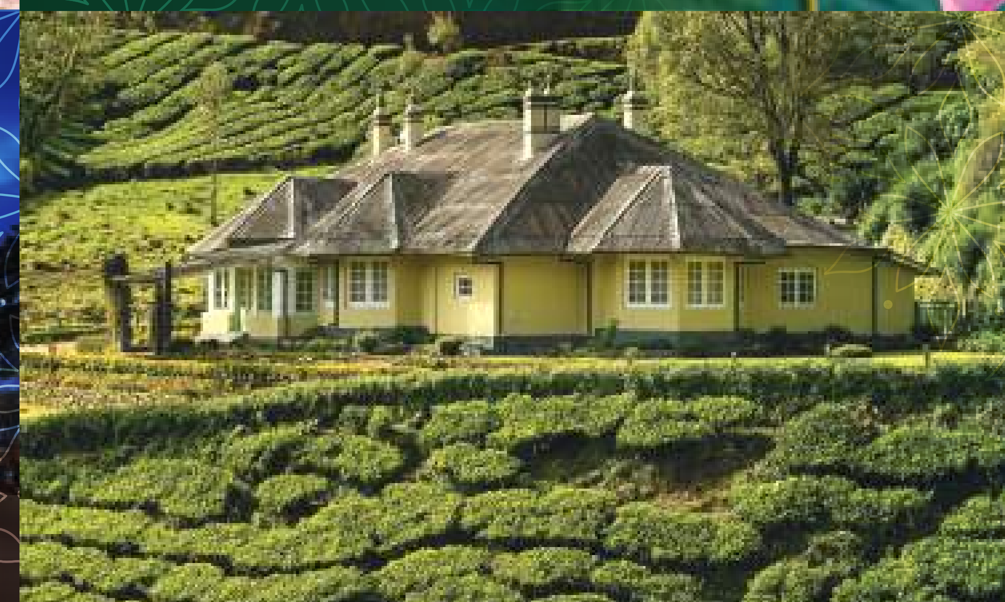

Moving Ahead with Our Ancillary Businesses

We are continuously working to make advancements in the hospitality paradigm. Staying on top of trends and constantly evolving in line with our guests' expectations, we have re-imagined our portfolio, created distinctive propositions and strengthened our marquee brands - Qmin, amã Stays & Trails and The Chambers.

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Responding to Market Trends and Sentiments

The hospitality industry faced multiple challenges and we proactively responded to them with our offerings. In alignment with our vision, we are committed to craft special experiences for our guests suited to their ever-evolving lifestyle. Our guests are our first priority, and we are always working to enhance their experiences at our properties.

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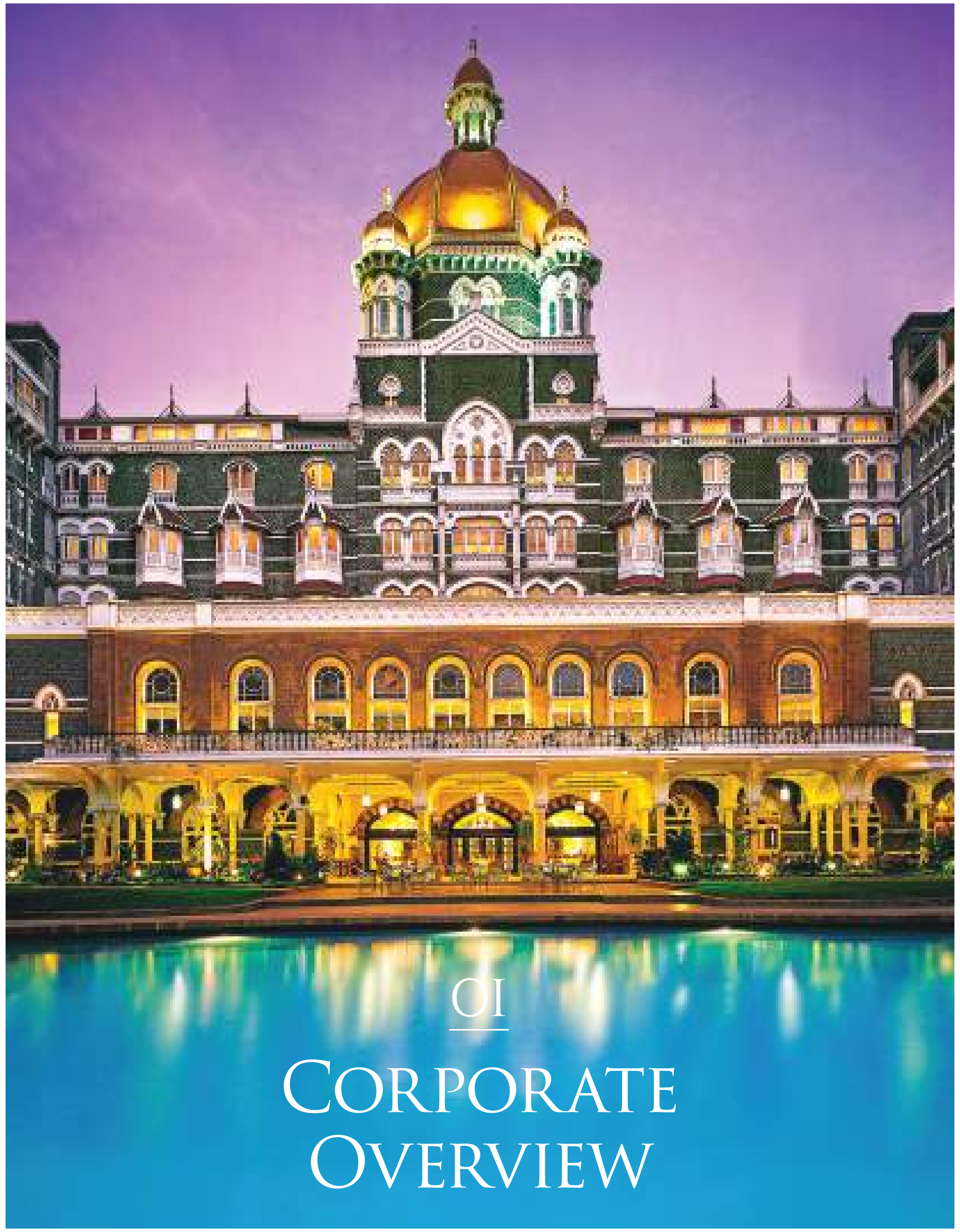
Spotlight Stories



01 Corporate Overview

Brand Finance, the world's leading brand valuation consultation, rated Taj as World's Strongest Hotel Brand in its annual 'Hotels 50 2021' report. Taj received an overall Brand Strength Index of 89.3 out of 100 and AAA brand strength rating for customer familiarity, employee satisfaction, corporate reputation and world-class customer service.

Taj has also been rated as India's Strongest Brand in 2022, regaining its Number One position on the list of the Strongest Indian Brands across all sectors in Brand Finance's 'India 100 2022' report. Taj achieved a Brand Strength Index of 88.9 out of 100 and AAA brand strength rating for its marketing investment, stakeholder equity and business performance.

As a brand with over a century-old legacy and as custodians of the revered Indian hospitality, Taj has stood resilient in the face of adversity. The brand's patronage has only grown stronger with time, and so has the relationships it shares with all its stakeholders.

Taj being titled the World's Strongest Hotel Brand 2021 and the Nation's Strongest Brand for the second year, the first being in 2020, is a defining moment for the Indian hospitality industry on the global stage. This recognition is a testament to Taj's indomitable legacy and is a veritable celebration of the pursuit of excellence and the sincere care that is rooted in the spirit of Tajness.

Who We Are

BRINGING UNFORGETTABLE MOMENTS TO LIFE

From being a hotel company to thriving as a hospitality ecosystem, IHCL has truly transformed in its journey of over 118 years. Established with solid vision that stood the test of time, IHCL today has a portfolio of 235 hotels at over 100 locations in 12 countries across 4 continents.

Since the opening of the iconic Taj Mahal Palace in Bombay in 1903, IHCL has welcomed guests into its abodes of luxury hospitality that are deeply rooted in local heritage and yet showcase strong global vision. A combination of unparalleled craftsmanship, best-in-class service, and undeniable business acumen makes IHCL iconic in every way.

Purpose

To create value by operating the best-in-class portfolio of hospitality brands in India and select overseas destinations.

How we will achieve it

Tajness is the soul of our culture. It is an implicit trust in people to forge invaluable relationships by creating an emotional connect with our various stakeholders. It subtly guides all our behaviours. Tajness in the way we do what we do.

Trust

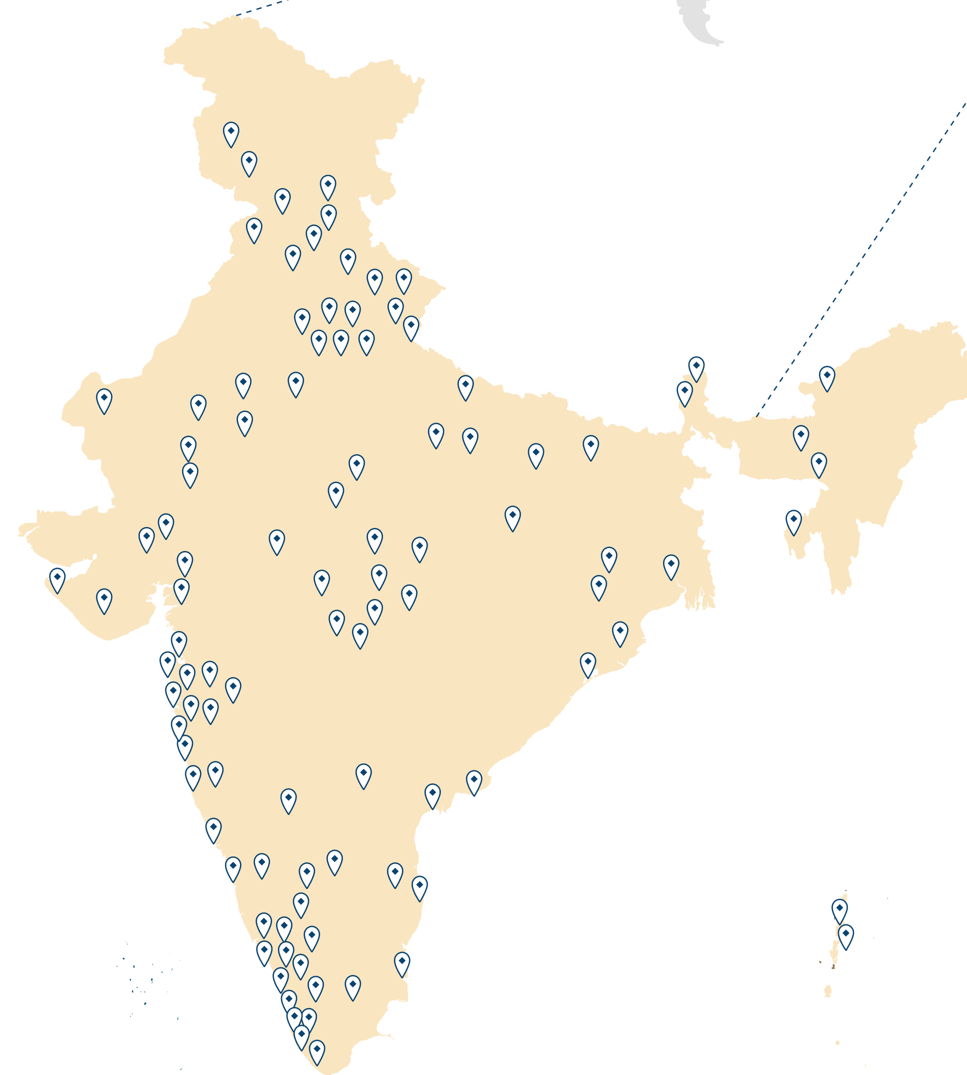
- Fairness with all stakeholders
- Openness and transparency in what we do
- Free flow of information
- Alignment of all stakeholders
- Build and strengthen long-term relationships

Awareness

- Enhance awareness around our plans, strategies, tactics, processes
- Work together to create greater enterprise value
- Be participative in our decision-making
- Imbibe a sense of belonging among stakeholders

Joy

- Derive joy and happiness from what we do and how we do it
- Serve all stakeholders with joy and utmost dedication
- Create and maintain an environment where there is joy and happiness, where people are respected, and diversity is celebrated
- Share our success with all stakeholders



Our Presence

India

Agartala
Agra
Ahmedabad
Ajmer
Alwar
Amravati
Amritsar
Andaman
Aurangabad
Bandhavgarh
Bengaluru
Bekal
Belgaum
Bharuch
Bhopal
Bhubaneshwar
Calicut
Chandigarh
Chennai
Chikmagalur
Cochin
Coimbatore
Coonoor
Coorg
Corbett
Darjeeling
Dehradun
Dharamshala
Dwarka
Ernakulam
Faridabad
Gangtok
Goa
Gondia
Gorakhpur
Gurgaon
Guwahati
Gwalior
Hampi
Haridwar
Havelock
Hyderabad
Indore
Jaipur
Jaisalmer
Jamshedpur
Jhansi
Jodhpur
Junagadh
Kalingnagar
Kanha
Karad
Katra
Kolkata
Kovalam
Kumarakom
Lonavala
Lucknow
Madurai
Manali
Mangaluru
Manipal
Miramar
Mumbai
Mysore
Nagpur
Nainital
Nashik
New Delhi
Noida
Ooty
Panna
Pantnagar
Patna
Pench
Pondicherry
Pune
Puri
Ranthambore
Rishikesh
Sanand
Shillong
Shimla
Shiroda
Srinagar
Surajkund
Surat
Tadoba
Tawang
Thane
Tirupati
Tirupur
Trivandrum
Udaipur
Vadodara
Vapi
Varanasi
Varkala
Vijayawada
Vizag
Wayanad

International

Bentota
Bhutan
Cape Town
Chitwan
Colombo
Dubai
Kathmandu
Maldives
London
Lusaka
Makkah
New York
San Francisco

Map not to scale

Note: All locations exclude amã Stays & Trails Locations include hotels under various stages of development'.

The IHCL Brandscape

From a Branded House to a House of Brands

HOTEL BRANDS

Authentic palaces, landmark hotels, idyllic resorts and natural safari lodges across key cities and leisure destinations across the globe

Target market segments
Global achievers and discerning individuals who are sophisticated and well travelled

75 Hotels

10,930 Rooms

Established and upcoming business and leisure centres across South and Southeast Asia

Target market segments
Young, contemporary achievers from diverse backgrounds who stand out from ordinary

25 Hotels

3,543 Rooms

Unique leisure destinations in and around key metro cities across India

Target market segments
Travellers seeking diverse stay experiences, enlivened by the specialties of the destination

18 Hotels

1,352 Rooms

Key travel destinations across tier-1 and tie-2 cities across India

Target market segments
Millennials who switch between work and play effortlessly, and seek seamless and flexible stay experiences

57 Hotels

4,756 Rooms

Rooms (operational) as on March 31, 2022
Hotels (operational) as on March 31, 2022

The IHCL Brandscape

BEYOND HOTELS

Select Taj hotels across key metro cities in India, London and Dubai

8 Clubs

Brand proposition
India's most exalted club and an icon of unparalleled exclusivity, power and hospitality

Target market segments
Acclaimed achievers who are pushing boundaries in business and lifestyle across the globe today

Taj hotels and select Vivanta and SeleQtions hotels at key business and leisure destinations across the globe

80+ Spas

Brand proposition
Rejuvenation of mind, body and soul based on the principles of Ayurveda, yoga and wellness

Target market segments
Individuals seeking holistic well-being using time-tested techniques, remedies and rituals

Taj, SeleQtions and Vivanta hotels across the globe

430+ Bars & Restaurants

Brand proposition
Excellence in -the quality of food and beverage and a selection of authentic cuisines from around the globe

Target market segments
Individuals who seek authentic and elevated F&B experiences

Select Taj hotels in key metro cities in India

20 Boutiques

Brand proposition
Handpicked artisanal mementos that reflect the finesse and richness of Indian craftsmanship

Target market segments
Discerning shoppers and world travellers with interest in India's eclectic art and cultural heritage

Select Taj hotels in Mumbai and Bengaluru

6 Salons

Brand proposition
A reimagined salon concept that serves as a social hub and creative space, offering personalised experiences

Target market segments
Creative and forward-thinking individuals seeking an inspired and social salon experience

Mumbai, New Delhi, Kolkata, Bengaluru, Goa, Chennai

6 Units

Brand proposition
Innovative culinary solutions complete with creative twists and elegant accents

Services offered
In-flight catering, airline lounge management, institutional catering, outdoor catering, corporate gifting

Unexplored holiday destinations across India

80 Properties

Brand proposition
Charming, private bungalows and villas that serve as picture-perfect escapes and offer an intimate experience

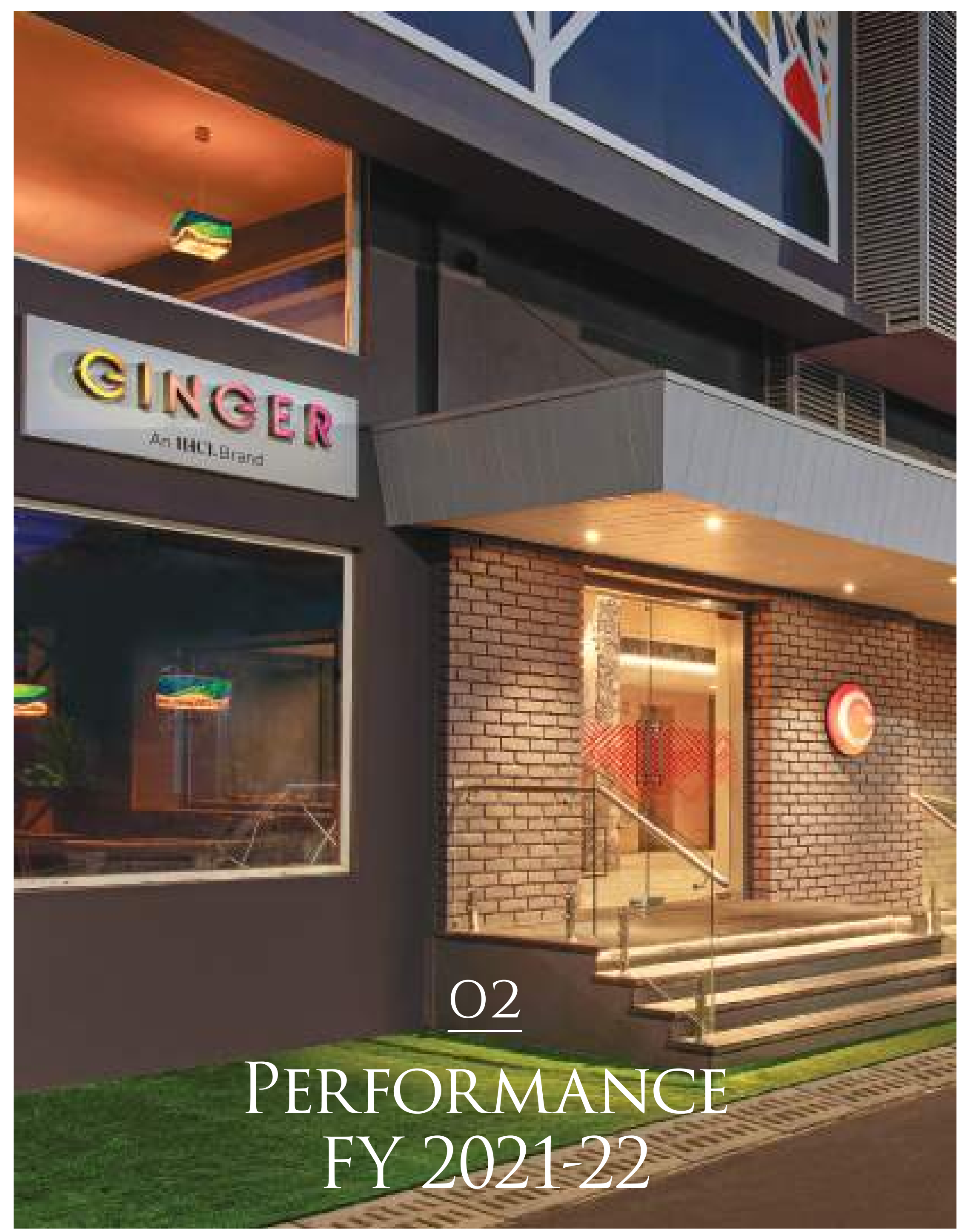
Target market segments
Travellers who seek truly immersive experiences that reflect natural beauty, simplistic charm and offer the comfort of privacy with loved ones

Distinctive culinary offerings across India

20 Cities

Brand proposition
Gourmet delivery platform offering the best of cuisines, multi- feasts menus , popular favourites, virtual celebrations at the comfort your home. Extended culinary experiences with Qmin Shop, Qmin Truck, Qmin Cafe.

Target market segments
Experiential seekers & food lovers. Urban consumers, cosmopolitan and digitally aware.



02

Performance FY 2021-22

Fostering Business Expansion with GINGER

In April 2022, IHCL completed the acquisition of 100% of Roots Corporation's equity shares. Established in 2004, Roots Corporation Ltd. has been operationally managing the Ginger brand since its inception. Ginger forms a key component of IHCL's brandscape. We believe that the strongest growth in customer demand is expected from the lower end of the spectrum and having a strong brand presence catering to the segment is critical to IHCL's growth.

The Ginger brand was re-imagined in response to the change in customer preferences. Focused on a lifestyle approach, the new Ginger involves refreshed products, focus on millennials, self-run restaurants and digital led services. This repositioning helped Ginger command significant rate premium and grow its portfolio to 85 properties across 50+ cities in India. The country has tremendous potential for growth in the next decade and no other industry is better placed to support and drive this growth than travel and tourism. Ginger's potential is tied to India's economy with ~750 districts.

Backed by this successful repositioning and an integrated operational structure under IHCL, the brand is now well poised to scale greater heights.

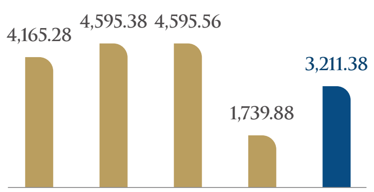
Financial and Operational Review

Setting Sights on Continuous Growth

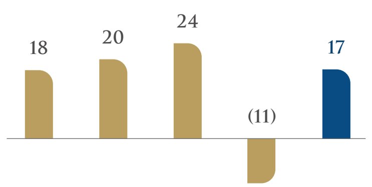
IHCL, powered by the agility of its people and the adaptability of the business, has shown incomparable resilience in a challenging year. We regained momentum in the second half and achieved pre-COVID footfall levels in some locations. Consistent acquisitions and a robust development strategy are keeping us sharp and driving operational as well as financial growth.

Consolidated

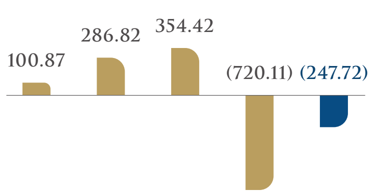
Revenues (₹ in Crores)



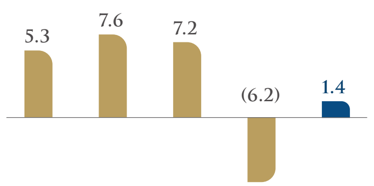
EBITDA Margin (%)



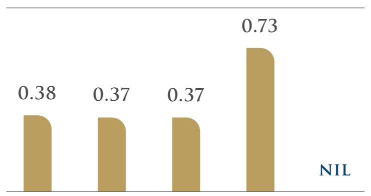
Profit After Tax (₹ in Crore)



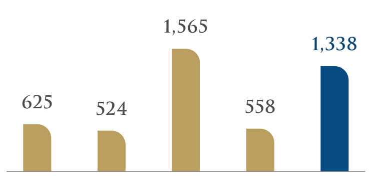
ROCE (%)



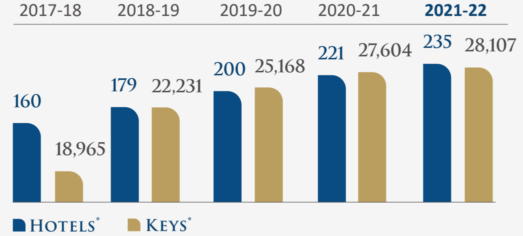
Net Debt/Equity (x)



New Openings (Keys)



Assets



*Hotel portfolio includes hotels under various stages of development

Quarter-wise Operational Highlights

Q1

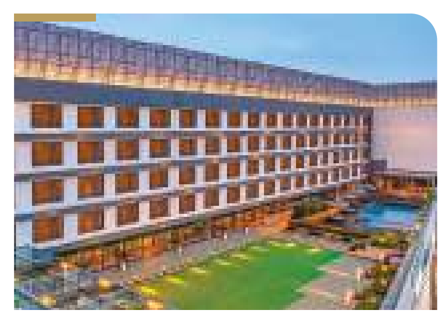
- Signed Vivanta Ahmedabad
- Opened Vivanta Thiruvananthapuram

- Re-imagined The Chambers unveiled
- Taj declared the World's Strongest Hotel Brand
- Launched Qmin food truck
- Announced 3 strategic roles for customer centricity, diversity and owner partner management

- Reached the milestone of opening 200 hotels portfolio in India

Q2

- Signed 5 hotels – 3 SeleQtions hotels in Kolkata, Bhubhaneshwar, Nainital and 2 Ginger hotels in Udaipur and Jamshedpur
- Opened 4 hotels – SeleQtions in Haridwar, Vivanta in Bhubhaneswar and Goa, Ginger in Jamshedpur



- Launched The Chambers in London
- Conducted phygital investor meet

Q3

- Signed 8 hotels – 1 Taj hotel in Bengaluru, 3 SeleQtions hotels in Bekal, Jaisalmer, Rishikesh and 4 Ginger hotels in Mumbai, Noida, Coimbatore and Dehradun
- Opened 3 hotels – 2 Taj hotels in Bhopal and Chennai, Vivanta in Sikkim

- Concluded Rights Issue for ₹ 1,982 Crores
- Acquired Tata Cha stores in Bengaluru and rebranded them as Qmin
- Launched Qmin stores in Connaught, Ambassador, New Delhi
- Won 4 global accolades in Worldwide Hospitality Awards 2021 in Paris
- Collaborated with IFC and UNESCO on sustainability initiatives

Q4

- Signed 5 hotels – 2 SeleQtions hotels in Udaipur and Manali, 2 Vivanta hotels in Thane and Nashik and 1 Ginger hotels in Agra
- Opened 5 hotels – Taj in Dubai, SeleQtions hotels in Kolkata, Vivanta in Navi Mumbai, 2 Ginger hotels in Noida and Cochin

- Consolidated Ginger into IHCL with the intent of making it a wholly owned subsidiary
- Launched brand Paathya
- Concluded QIP - ₹ 2,000 Crores

- Expanded portfolio to 100 destinations in India

Message from the MD's Desk

REFLECTIONS FROM ANOTHER YEAR OF RESILIENCE

"With Ahvaan 2025, it is our objective to scale new pinnacles of success while staying true to the trust that our stakeholders have bestowed upon us."

Dear Shareholders,

With another year having passed us by, I begin this message with the hope that this finds you and your loved ones safe and healthy.

The world has begun to gain respite from the pandemic and we are clearly seeing light at the end of the tunnel. The results of the past year are testament to the **resilience and strength** showcased by IHCL and our people as we have continued to focus on and develop our business on multiple fronts with rapid agility and flexibility.

I am pleased to present to you our **fourth integrated annual report** that demonstrates the progress we have made and showcases our ability to continue to create value for our stakeholders, now and in the future.

Achieving industry-leading milestones

While FY 2020-21 was a year of reckoning, its challenges brought with it many opportunities, unlocking which helped us tide through what was a challenging start to FY 2021-22. IHCL not only survived but **emerged stronger**, with a number of industry leading achievements that are noteworthy.

We achieved global recognition with our iconic brand Taj being rated as the **World's Strongest Hotel Brand** by Brand Finance in 2021 – the first Indian brand to win this honour. This has been further strengthened with Taj regaining its position as **India's Strongest Brand across all sectors** as per Brand Finance in 2022, the first being in 2020; therefore further re-iterating the continued loyalty and trust all our stakeholders have in us.

We outperformed and recorded **industry-leading recovery** over the last two years with an increasing market share and widening RevPAR premium. This was matched by **industry-leading portfolio growth** with the signing of close to 100 new hotels and opening of over 40 hotels across brands in the past five years. Moreover, we recorded the highest number of new hotels signed in two consecutive years (2020 and 2021) as per HVS Anarock. Today, with an **industry-leading pipeline** of over 60 hotels with 7,500+ rooms across brands, we have continued to focus on portfolio growth while maintaining an asset-light strategy, making us the fastest growing hospitality company in India. This development strategy has seen us venture into over 25 new destinations across India in the last five years to reach an **industry-leading footprint** at 100 destinations across the country. Our **industry-leading recovery** and growth have been complemented with **industry leading innovations** such as -our new and re-imagined businesses like Ginger, Qmin, amã Stays and Trails among others.

All of these efforts, combined with the capabilities of our strong hospitality ecosystem, saw us achieve an 85% growth in our revenue over FY 2020-21 and record a positive EBITDA of ₹ 560 crores in FY 2021-22. Importantly, we achieved our highest ever EBITDA margin of 25.3% in Q4 of FY 2021-22 despite the quarter being impacted by the Omicron wave. With the aim to strengthen our balance sheet, the company raised ~ ₹ 4,000 crores through rights issue and QIP, thereby becoming net cash positive. In addition, we simplified our holding structure with the acquisition of 100% shares of Roots Corporation Limited, making it a wholly owned subsidiary of IHCL.

Putting the extra in extraordinary – TAJ and PAATHYA

While our focus on business performance has remained unwavering, we have not lost sight of our values of **Trust, Awareness and Joy**, which guide our every action. This includes keeping **community at the heart of all that we do**, inspired by the philosophy of our founder. With COVID leaving a significant impact on lives over the course of two years, IHCL was humbled to be able to play a small role in joining the nation in its battle against the pandemic. We not only provided over **4.5 million meals** to healthcare and migrant workers across the country but also hosted over **125,000 bed nights** for the medical fraternity at our hotels.

With the firm belief that the time to chart a new tomorrow for the Indian travel and tourism industry – one that is more sustainable and inclusive – is now, IHCL has launched **Paathya**, an **industry-leading ESG+ framework**. Under the six pillars of **Environmental Stewardship, Social Responsibility, Excellence in Governance, Preserving Heritage, Value Chain Transformation,** and **Sustainable Growth,** IHCL will drive all its sustainability and social impact measures under Paathya. This includes setting robust targets that we will endeavour to achieve by 2030.

Our focus on encouraging and driving diversity both, within and outside the organisation, has seen us launch **'She Remains The Taj'**, a holistic framework of **women-centric** initiatives for all stakeholders including guests, employees, partners and the community. This encompasses enhanced experiences for women travellers at our hotels, in addition to setting a goal to raise women participation in our workforce to **25% by 2025**, and supporting women led businesses and partners.

In our continued effort to unlock synergies and tap into the potential of the Tata ecosystem, this year also saw IHCL embark on a pioneering journey with the **super app – Tata Neu**. As a **founding member** of Tata Neu, we migrated our global loyalty program, Taj InnerCircle, to NeuPass, allowing us to leverage the app's vast reach and engage with millions of Indian consumers.

IHCL has also been a **leading voice of the industry**, be it our active participation through the Hotel Association of India (HAI) and the Confederation of Indian Industry (CII) or our constant dialog with the government, which has resulted in a number of landmark changes in governance, policies and procedures – an example being the granting of industry status to hotels by some state governments.

Geared for the future – AHVAAN 2025

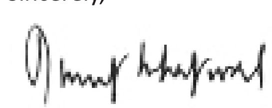
IHCL will continue to march forward as we chart an ever stronger and better future. The beginning of this future is marked by the launch of **IHCL's strategic roadmap for profitable growth – Ahvaan 2025**.

A rallying call to action, Ahvaan 2025 will see us **re-engineer our margins, re-imagine our brandscape and re-structure our portfolio**. Guided by the vision of Ahvaan 2025, we will aim to sustain our growth momentum to reach a portfolio of **300 hotels**. We will continue to stay focused on profitability with a target to achieve **33% EBITDA margin** by **FY 2025-26**.

We will continue to re-engineer margins with an emphasis on sustained revenue growth, cost optimisation and operational excellence. We will further strengthen the balance sheet with focus on **free cash flows** and be a **zero net debt company**. Under our re-imagined brandscape, Ginger will continue to be an important growth vehicle and will scale to **125 hotels** while **amã Stays & Trails** will grow to a portfolio of over **500 properties. Qmin** will expand to **25 plus cities**. We will also re-structure our portfolio with asset light growth, simplification and monetisation to achieve a **50:50 mix** between our owned/leased and managed hotels.

Ahvaan 2025 will help us further accelerate IHCL's journey of re-imagination with our iconic and strongest brand Taj, our ESG+ framework Paathya, and a strong focus on digital acting as key enablers. As we embark on the next frontier of our journey, we look forward to your continued support as always and extend our sincere thanks for being our biggest brand ambassadors.

Sincerely,



Puneet Chhatwal
Managing Director and CEO

Recognitions

TRIUMPHS THAT MADE US PROUD

BRAND FINANCE HOTELS 50 2021

Taj was ranked the **World's Strongest Hotel Brand 2021** by Brand Finance, becoming the first Indian hospitality company to have achieved this honour

BRAND FINANCE INDIA 100 2021

Taj was rated as the **Number One Hospitality Brand In India** by Brand Finance with a brand strength index (BSI) score of 89.3 out of 100 and a corresponding elite AAA brand strength. In addition, it has retained its position among the **Top Two Strongest Brands in India across all sectors**

AMROP-ECONOMIC TIMES INDIA'S BEST BOARDS AWARD

Received the **Amrop-ET India's Best Boards Award** in the **Mid-cap** category

VIRTUOSO TRAVEL WEEK 2021

Taj received the **Outstanding Community Partner Award** for its Covid-19 response initiative – #MealsToSmiles that delivered meals to hospital staff and other frontline workers through the Taj Public Service Welfare Trust. These awards recognise those who have made exceptional efforts in serving their community

TRAVEL + LEISURE'S GLOBAL VISION AWARDS 2022

Taj Wellington Mews, Chennai, India's first all women-managed luxury residences was selected as an honouree at this eminent, global platform

Won **India's Most Ethical Company Award in Leisure and Hospitality by World Sustainability Congress**

INDIA RISK MANAGEMENT AWARDS

Multiple awards in the following categories:

Master of Risk in Business Model Adaptability recognises organisations from across industries for ensuring exemplary adaptability of the business model with the fluctuating COVID-19 situation

Master of Risk in Brand & Social Media Management honours organisations across industries for institutionalising best-in-class brand and social media risk management frameworks

Special Jury Citation for Risk Management in Hospitality Sector in the Large Cap category recognises IHCL's risk management framework in the hospitality industry

TRAVEL+LEISURE WORLD'S TOP HOTELS 2021 AWARDS

Several of our hotels were featured and nominated for these prestigious awards across multiple categories, including:

The Top 100 Hotels in the World

- Taj Holiday Village Resort & Spa, Goa
- Taj Palace, New Delhi
- Rambagh Palace, Jaipur

The Top 25 Hotel Brands in the World

IHCL

The Top 15 Resort Hotels in Asia

Taj Holiday Village Resort & Spa, Goa, India

The Top 15 Asia City Hotels

Taj Palace, New Delhi

The Top 5 Resort Hotels in India

Taj Holiday Village Resort & Spa, Goa

THAI SELECT CERTIFICATION BY THAI CONSULATE

Thai Pavilion at President, Mumbai - IHCL SeleQtions and Taj City Centre, Gurugram were awarded the Certificate Of Authenticity by the Thai Consulate. The Thai SELECT certification applauded the brand's commitment to offer original Thai cuisine to its patrons

34TH CONDE NAST TRAVELLER 2021 READERS' CHOICE AWARDS

Ten of our hotels were recognised across categories at these esteemed readers' choice awards

Rated among the Top 15 hotels in India

- Taj Lake Palace, Udaipur
- Taj Palace, New Delhi
- The Taj Mahal Palace, Mumbai
- Rambagh Palace, Jaipur
- Taj Fateh Prakash, Udaipur
- Umaid Bhawan Palace, Jodhpur

The Pierre, New York

- Rated among The Top Hotels in New York City
- Featured among 36 Best Hotels in New York City

Rated among the Top 25 resorts in Asia

Taj Exotica Resort & Spa, Goa

Rated among the Top 20 hotels in the Middle East

- Taj Dubai
- Taj Jumeirah Lakes Towers

WORLDWIDE HOSPITALITY AWARDS 2021

- We won awards across multiple categories, including:
- The Taj Mahal Palace, Mumbai was awarded Best Iconic Asset
- Qmin, IHCL's culinary and food delivery platform won Best Team Achievement
- IHCL Goa team was awarded Best Team Achievement
- INNERgise by Jiva Spa achieved the Best Wellness Experience award

CONDE NAST TRAVELLER GOLD LIST 2022

Umaid Bhawan Palace, Jodhpur featured in the coveted Gold List

BUSINESS TRAVELLER AWARDS 2021

The Taj brand has been recognised as the Best Business Hotel Brand in India

TRAVEL+LEISURE INDIA'S BEST AWARDS 2021

We have won awards in multiple categories at the platform, including:

- Best Luxury Hotel: Rambagh Palace, Jaipur
- Best Hotel Loyalty Programme in India: Taj InnerCircle

MOVING AHEAD WITH

OUR ANCILLARY BUSINESSES

Within the realm of hospitality, we have left no stone unturned. Staying ahead of the trends and constantly evolving in line with our guests' expectations, we have developed unique and distinctive propositions in our portfolio, and successfully marched ahead with brands like Qmin, amã Stays & Trails and The Chambers.

One of our newest brands, Qmin expanded its reach with the launch of its 'Qmin on the Move' food trucks in Delhi and Bengaluru. Rapidly scaling its offline presence, it also added 11 new outlets in Bengaluru to reach a total of 14 lifestyle outlets, each of which serves as the perfect spot for catching up with friends and colleagues in a relaxed and vibrant aura.

amã Stays & Trails, our pioneering brand in the experiential homestead segment, also expanded rapidly by adding 60+ new bungalows across multiple new geographies including Munnar, Jodhpur, Kamshet, Dehradun, Darjeeling, Kolkata, Wayanad, Alibag and more. With the demand for private bungalows and villas rising phenomenally as families and friends begin to travel in groups, amã Stays & Trails presents our guests with picture-perfect stay options nestled in nature, away from the city bustle.

The Chambers, India's premier club for accomplished acclaimed achievers, added a new chapter to its illustrious legacy by opening its first establishment in Europe at Taj 51 Buckingham Gate Suites & Residences, London. With this opening, The Chambers further strengthened its proposition for its globetrotting patrons, who can now enjoy the benefits of The Chambers Global Membership Program across seven domestic and two international destinations.

These stories stand testimony of how IHCL is constantly re-imagining its portfolio of brands and making them future ready.

Innovation and Digitalisation

BRINGING THE DIGITAL EDGE TO HOSPITALITY

We are building on and introducing new digital interventions, which will ensure optimised processes and immersive experiences for our customers.

5 LAKH+
App downloads

16 LAKH+
Orders delivered since inception

₹ 90 CR
Incremental revenue contributed

2 LAKH+
Customers added in FY 2021-22

Qmin

To build on the success of Qmin from the past year, we expanded the service portfolio to over 20 cities, delivering food from over 40 hotels and 90 IHCL restaurants. We also expanded operations further by launching 4 lifestyle gourmet Qmin stores in Mumbai and Delhi and 11 Qmin cafes in Bengaluru. Further expansion of the Qmin QSR business is underway within Bengaluru and will soon be taken to other cities.

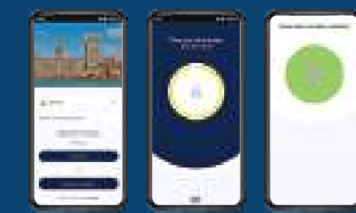
Another new brand extension we embarked upon is the Qmin food truck, also known as 'Qmin on the move', aimed at serving comfort food across large neighbourhoods and business districts of major cities.

We broadened the scope and reach of the menu choices from festive menus to value-for-money offerings, new food categories to deli offerings and much more. Qmin was integrated with IHCL's loyalty program to enable customers in earning and redeeming their program points.

Qmin also added a large-scale service feature called 'Qmin Celebrations'. This has allowed us to bring together online celebrations, business meetings and more by serving the same curated menu to people across different cities using our vast network of restaurants. In less than a year, Qmin has managed to provide over 100,000 meals under this initiative.

The Qmin app can now be accessed from 9 major nations, allowing patrons to send or gift the Qmin meal experience to their loved ones across major cities in India.

The Qmin app, since its launch, has undergone numerous optimisation and improvement to cater to evolving market needs, user experience on the app and the scaling needs of business. Efforts are underway to onboard brand extensions to broaden the business horizon through digital initiatives.



82 LAKHS
Documents digitised

7.26 LAKHS
E-invoicing QR codes B2C customers

1.35 LAKHS
E-invoicing QR codes B2B customers

Enhancements to I-ZEST (IHCL's Zero Touch Service Transformation)

We built I-ZEST to execute safe operations and ensure the safety of our guests and associates. It is a platform where customers can use their own devices to execute their check in, check out, avail F&B services and settle bills seamlessly. We have made further enhancements to the product now and added features such as mobile key systems for hotel rooms, which allow our customers to enter their designated room by using their mobiles as keys.

This year, as per mandates from the Government of India, we deployed the e-invoicing feature, which enables guests to receive electronic invoices. It is thus convenient for customers while being an eco-friendly initiative.

These invoices are completely digitised with authorised digital signatures. As mandated the e-invoices generated are digital and GST compliant, supported with a QR code.

Wi-Fi and in-room technology

For most travellers, internet connectivity is essential and we are working to always enhance the service for them. The standard and premium plans are upgraded keeping the market sentiment in mind. The new upgraded plans allow unlimited devices to connect for guests and is one of the best internet hotel plans available in the country.

The seamless, one-time, connect and authenticate feature is being rolled out to allow regular customers to have quality internet experience any time they walk into our hotels

With such large bandwidths, our guests can view on their personal devices music and movies from Over the Top (OTT) internet services, with casting services they are able to cast the same to the room television across select rooms and have a great entertainment experience

We are working on another feature, which allows guests to only have to register/login once to the Wi-Fi using a single credential and it will be saved for any subsequent visits to stay or dine.

Innovation and Digitalisation

The growth of I-DOCS (IHCL's Digital Omni-Channel Contact-Centre Solution)

I-DOCS is an omni-channel guest interaction platform, which provides an integrated and enhanced experience for our guests. An integration of various systems, the contact channel was set up using best-in-class technologies, through which customers can seamlessly connect with our hotels. It was designed to ensure enhanced scalability and deployment on a global scale during the pandemic, which allowed agents to work remotely ensuring streamlined business operations.

We enhanced the experience through an integration layer and have linked it to multiple guest interaction systems to ensure that the details of Guest engagements on Emails, chatbot or Voice are all recorded, this enables informed interactions by the agent for either booking or other concerns, it enables quick and succinct response to queries raised.

I-DOCS has helped us optimise operations, improve cross-selling and better traffic management, leading to significant cost savings and quicker & better responses.

Online platforms for our customers

We have our own website and app to manage bookings and services for our customers. We strive to keep making improvements to our app while encouraging our customers to opt for this channel to reach us.

The features of managing cancelling and modifying your bookings were enhanced on the app for better user experience. The Tata Neu Loyalty app, Neu Pass is now accessible via the mobile app. Both the website and the app are enabled for Tata Pay, which is an advanced payment gateway with rich and enhanced features.

90.06

Customer satisfaction score

30%

Agent cost savings achieved

60%

Contributes to reservation across IHCL

10

Integrated regional reservation offices

IRA our Digital Assistant

We have enhanced IHCL Response Assistant (IRA), an automated chatbot that serves as a virtual partner for guest's needs and is accessible via our website and on WhatsApp.

IRA allows our guests to check for availability and subsequent booking of rooms. The loyalty programme has a slew of features that allow members to enquire on issues such as their point balance, redeeming options and offer expiry. It is being deployed both on WhatsApp as a channel and on our website to assist our guests in all ways possible.

4,678

Rooms booked through intelligent conversations with IRA

I-LEAP (IHCL's DataLake and Enterprise Analytics Platform)

We are actively leveraging consumer analytics to better serve them by identifying changing trends. Project I-LEAP is focused on leveraging consumer insights to effectively reach target audience with focused offerings. The project is based on a cloud system and will be integrated with our core transaction systems. Our end goal is to extend personalised offers based on data analysis and delight the customer.

myTAJ - An integrated employee app

With a goal to reach every employee no matter where they work from, we embarked on a journey to create a unifying employee app. Our aim was to build an engaging and exhilarating experience through a powerful app giving our associates a sense of how the Company puts its people first.

With the hotels operating 24x7, our app gives employees access to the HR department at all times. For the HR department, this is a platform to engage with employees while apprising them of important notifications to improve employee collaboration.

New enhancements were made to accommodate an employee special benefit scheme. The systems are integrated with functions, which enable employees to monitor documents such as their PF and tax statements, among others. Learning opportunities have also been included in the app.

Our aim was to build an engaging and exhilarating experience through a powerful app giving our associates a sense of how the Company puts its people first.

Club membership

Besides the main loyalty programme run by IHCL on Tata Neu, there are other membership programmes like The Chambers, Taj Club Floor and The Epicure Dining programme. We have built a next-generation digital transformation platform for customer engagement and loyalty management. Built on breakthrough technology, the platform will measure, master and maximise customer value to track score, reward and recognise the true value that our customers bring to the business.

The platform will deliver actionable customer insights across the enterprise to drive customer-centric business strategies and rich customer experiences across touchpoints. It will help run a programme lifecycle management – from concept to launch and analysis to optimisation. The customer engagement platform is built on cloud with state-of-the-art technology architecture based on Big Data, serverless processing and real-time business intelligence.

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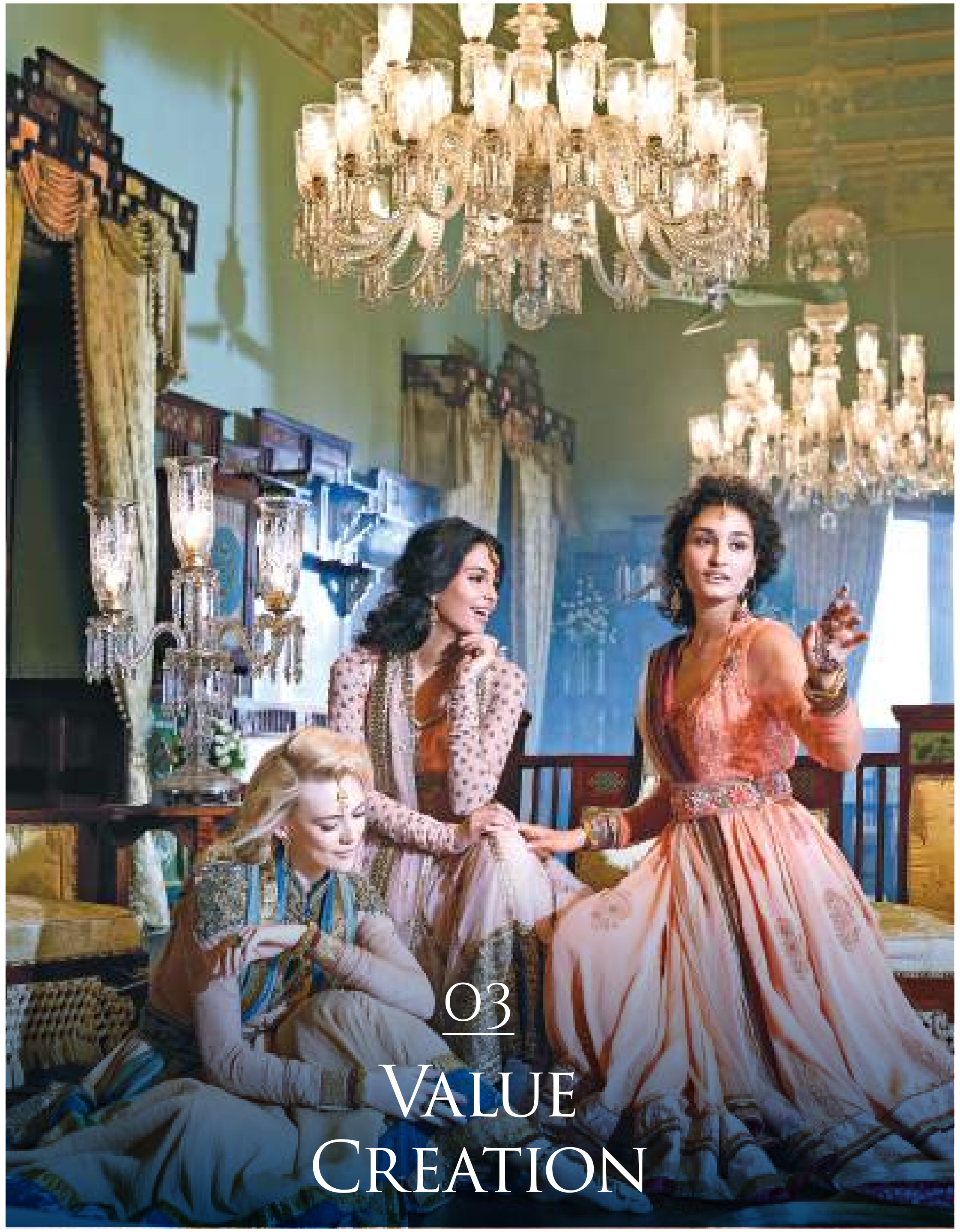


03 VALUE CREATION

EMPOWERING WOMEN WITH *She* REMAINS THE TAJ

Fearless. Free spirited. Bold.
Chasing the stars, always on the move.
Spinning her tale, scripting Her Story.
She remains the spirit of change.
She remains the Taj.

At IHCL, we pride ourselves in fostering a culture that holds our women guests in the highest regard and nurtures our women associates and partners. Reflecting this culture, 'She remains the Taj' is a celebration of warmth and spirit of every woman, as She continues to make HerStory.

A holistic framework of initiatives designed to reassert the organisation's women-centric approach towards guests, partners, employees and other stakeholders, 'She Remains The Taj' sets the tone for future with industry-leading commitments. Under this initiative, IHCL will introduce special stay packages and experiences for its women guests, aim to have 25% participation from women in its workforce by 2025, reserve 50% seats for women candidates in its Management Training Program, partner with businesses that are led by women, support women in under-served communities and take several other steps aimed at encouraging and empowering women in the different roles they play in our journey.

The launch also saw the release of a film that is a heart-warming and celebratory rendition of the essence of this framework, and features IHCL's women partners, employees and guests, including some prominent faces from different walks of life. Setting yet another benchmark, IHCL took a leadership role in the digital space by launching this initiative on Metaverse. Leveraging the power of this digital universe, IHCL hosted over 500 guests for the launch, in a virtual environment.

Value Creation Model

DESIGNED TO CATER AND CUSTOMISE

INPUTS

Financial Capital

Shareholders fund
₹ 7,655 Crore

Gross debt
₹ 1,985 Crore

Infrastructure Capital

Fixed Assets
₹ 8,609 Crore

Hotels (Operational + Pipeline)
235

Intellectual Capital

Pipeline projects
60+

Digitalisation projects initiated in FY 2021-22
5

Trademarks registered in FY 2021-22 **45**

Extensive reservation network

Strong and well established brands

Service excellence guided by **Tajness**

Human Capital

Employees
28,258

Permanent employees
15,135

Employees on fixed term contract
6,296

Contractual staff (Third-party)
6,827

Hours of safety training conducted
13,638

Training expenditure
₹ 1.97 Crore

Social & Relationship Capital

Registered suppliers/dealers
20,000

CSR volunteering hours
41,000+

CSR expenditure
₹ 1.87 Crore

Trade body memberships **19**

Natural Capital

Renewable energy consumed
346.3 Million MJ

Investments in EarthCheck certifications
₹1.54 Crore

To create value by the operating best-in-class portfolio of hospitality brands in India and select overseas destinations

Activities

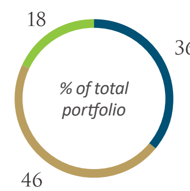
We build and manage hotels under various formats.
We also offer a wide spectrum of services that include:

Air Catering | Salons and Spas | Food and Beverages | Boutiques | Stays and Trails

Our process chain

Property development
Build | Partner | Acquire

Property ownership



- Owned by group companies
- Management contracts
- Owned by holding company

Brand
- Format development
- Marketing

Renovating/ Upgrading
Basis the brand style

Data Analytics
- Customer insights
- Customer preferences and behaviour
- Identifying emerging needs

Customer service and insights
- Direct feedback
- Social media engagement
- Online reputation management
- Loyalty programme
- Periodic market research

Channel distribution
- Distribution system
- Online and offline
- Travel agents

Hotel operations
- Accommodation
- Food and beverage

Value created for our stakeholders

For providers of financial capital
We deliver consistent, profitable and responsible growth

For customers
We provide high quality products and unmatched service excellence

For our people
We strive to provide equal opportunities and ensure capacity building, training and a safe work environment

For suppliers
We ensure an optimum supply chain with competent suppliers for seamless operations. We also engage and collaborate with our suppliers closely for knowledge enhancement and process improvements

For our communities
That we empower through our CSR activities, we also ensure that our business does not have any adverse impact on the environment

OUTPUTS

Occupancy
48.41%

Guests welcomed
20.94 Lakh

Room nights
34.78 Lakh

Covers at events organised
24.64 Lakh

OUTCOMES

Investors

Revenue
₹ 3,211 Crore

PAT
₹ (248) Crore

Dividend declared
₹ 0.40 per share

EBITDA
₹ 560 Crore

EPS
₹ (1.97)

RoCE
1.4%

Market capitalisation
₹ 33,877 Crore*

EV: Total Assets
2.74

*Based on 31st March, 2022 quoted price

Employees

Employee retention rate
82%

Female employees
16%

Attrition rate
18%

Employee satisfaction score/survey results
43.19%

Revenue/employee
₹ 21.29 Lakh

Customers

New services developed/launched
25

Customer satisfaction index
90.06

Customer complaints resolved
100%

Taj InnerCircle Members
2.2 Million

Suppliers

Supplier assessments conducted
Periodic assessments carried out

Raw materials sourced locally
20%

Community

Meals provided to the community during the Covid -19 pandemic
4.5 Million+

Support for medical infrastructure and equipment for Covid-19 hospitals
₹ 15 Crore+

Families supported through terror victims support
100+

Bed nights hosting the medical fraternity
1,25,000+

Environment

GHG emissions reduced
53,554 TCO_2e

EarthCheck certifications
77

Organic waste prevented from going into landfills
1,732 cubic meters

Water recycled through rain water harvesting
17,82,278 KL

RESPONDING TO THE
MARKET TRENDS AND SENTIMENTS

The year 2021 posed multiple challenges for the hospitality industry. International travel remained restricted through most part of the year, severely impacting the influx of foreign travellers. However, IHCL responded with agility and launched 'Dekho Apna Desh', a campaign that focused on boosting domestic tourism by inviting our guests to explore the picturesque landscape of India with Taj. This first-of-a-kind campaign, that also offered specially curated stay packages for several domestic destinations, saw a remarkable response from our patrons. The success of the campaign, both from a business and brand perspective, led to its subsequent re-launch as 'Festivals of India, Stays by Taj'. This edition of the campaign focused on the motley cultures and festivals of India, giving our patrons a chance to celebrate these at our hotels.

The focus on Wellness Tourism continued to grow across the industry as consciousness around mental and physical wellbeing gained prominence. In line with this trend, we launched 'Innergise', our comprehensive wellness offering comprising immersive, immunity-boosting stays at select Taj destinations across the country. Featuring nourishing cuisine, rejuvenating spa therapies, consultation with a wellness coach and many more similar offerings, Innergise is designed to enhance one's inner energy by taking one on a sublime wellness odyssey.

Operating Context

Keeping our ear to the ground

Navigating recurrent waves of the pandemic and a dynamic business environment required enterprises to stay on top of demand shifts, optimise costs and step-up efficiency. Innovation and customer experience remain key to bringing people back to properties, creating consistent value and partnering the change in how things are done and delivered in the industry.

An increasingly positive landscape

Total air traffic in the country increased by over 38% in March 2022 compared to February 2022, and by over 44% year-on-year. As per media reports , air traffic in April 2022 has been ~10 million, which is almost 96% of the traffic in April 2019.

According to HVS Anarock, the upbeat travel sentiment has been a harbinger of growth for the Indian hotel sector, with nationwide hotel occupancy hitting the 60% mark in March 2022 – a first since the onset of the pandemic – as several markets began performing at their pre-pandemic occupancy rates for the month. Industry occupancy is expected to reach 66% in 2022, along with an expected 28% increase in ARR during the year.

28%

Expected increase in Indian Hospitality Industry ARR in 2022

Remote working and staycations

Remote work is a trend fanned and made mainstream by the pandemic. It's a situation that the global workforce is trying to make the best of, and they are increasingly choosing staying and extending their stays at luxe hotels as a way of doing that. This has encouraged hotels to offer and promote smaller stay inventories such as homestays, which are seeing significant demand upsurge.

Response

- Taking swiftly to the pervading sentiment, we broadened our offerings with amã stays and trails at pristine locations across India and re-imagined and repositioned the Ginger brand, which is more accessible and affordable but just as unforgettable versions of our luxury hospitality experience.

Increased emphasis on health and well-being

Guests today are well informed and health conscious resulting in hotels increasingly offering well-equipped fitness centres, pools and spas. Travellers are looking for fresh wellness experiences and the opportunity to connect with nature. In addition to healthy food options, particularly popular delights include energising lighting, air purification, yoga spaces, in-room exercise equipment and even vitamin-infused shower water.

Response

- The 'Tajness – A Commitment Restrengthened' programme laid out safety and sanitisation standards for guests and associates to ensure safe and world-class stays at out properties.
- Under Innergise, we curated a suite of wellness offerings, comprising immersive, immunity-boosting stays at select Taj destinations across the country.

Intense adoption of technology and digital operations

Apps are becoming increasingly important in the way hoteliers manage their customer services and control multiple aspects of the guest cycle and experience. Digital and contactless services have seen great momentum with traditionally customer-facing services undergoing an overhaul, thanks to the more widespread use of technology-assisted options, such as mobile check-in, contactless payments, voice control and biometrics.

Minimising touchpoints will continue to be a primary goal across the sector, with more restaurants and hotels turning to mobile apps and QR codes. Functionalities like mobile keys and room settings controlled by the Internet of Things (IoT) technology will become more commonplace.

Response

- We introduced the Qmin app during the pandemic with an objective to bring to customers their favourite meals from IHCL restaurants to the comfort of their homes.
- We launched I-ZEST, a zero-touch service transformation platform and IHCL Response Assistant (IRA), an automated chatbot that serves as a virtual partner for guest's needs and is accessible via our website and on WhatsApp

Commitment to sustainability

Sustainability has been a growing concern in the hospitality sector and the pandemic coupled with frequent natural disasters have kept this topic at the forefront of consumers interests. According to a Booking.com report, 83% of travellers find sustainable travel to be vital, with 61% saying the pandemic has made them want to travel more sustainably in the future. Reducing waste and water usage as well as sourcing locally produced products in on-site bars and restaurants will remain key for properties looking to differentiate themselves moving forward.

In recent years, top hotel brands pledged to reduce water usage, carbon emissions, and waste, while pursuing LEED certification for properties, renewable energy sources, and locally sourced food and offerings. As the world emerges from lockdown into a more cautious travel environment, both business and leisure travellers will be more committed to minimising the footprint of their journeys and seeking out eco-friendly properties.

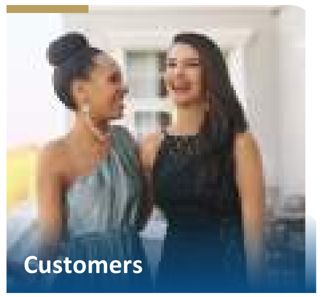
Response

Launched Paathya, an industry leading initiative, to make advancements in Environmental Stewardship, Social Responsibility, Excellence in Governance, Preserving Heritage, Value Chain Transformation, and Sustainable Growth.

Stakeholder Engagement

BUILDING TRUST. SHARING JOY.

As a business with an inherently experience-led offering, it is our responsibility to ensure that we continuously make customer moments better. Beyond this, we prioritise the need to enhance the value we deliver for our stakeholders and do so by taking their concerns, feedback and experiences into account while formulating interaction and engagement strategies.



	Employees	Customers	Shareholders	Owners & Partners
Why they are important	• People are at the core of our business and service • They are our biggest strength and differentiator	• Customer loyalty and long-term relationships add to the distinctiveness of our brands • Their feedback helps us improve and maintain our leadership in the industry	• Support from our shareholders and investors is essential to finance the growth and development agendas of our Company	• Hotel owners are our partners in business operations and in sustainability • Alignment of priorities with owners is critical for efficient operations and business performance
Key priorities	• Capability building and skill enhancement • Positive and enabling work environment • Safety and security • Employee well-being	• Service quality • Differentiation and product relevance • Safety ¸and privacy • Ethical business practices • Environmental impact	• Financial performance and dividends • Good governance • Transparency • Growth and expansion • Operational and resource efficiencies	• Business performance • Health of assets • Operational and resource efficiencies
How we engage	• Real-time engagement through VConnect • Daily meetings and briefings • Monthly town halls • Timely internal communications • Published training calendar • Employee committees and union meeting	• Direct feedback from guests during and after each experience • Loyalty programme • Real-time social media engagement • Periodic market research	• Quarterly investor calls, annual investor meets, AGMs, public and media announcements • Annual Report and sustainability disclosures • A dedicated investor relations department	• Annual partner meets • Ongoing communication from the business development department
How we deliver value	• ₹ 894 Crores consolidated employee benefit expense • ₹ 1.20 Crores worth of investments in employee learning and development • World-class performance management and career development programmes for employees	• Focus on delivering superior customer experiences, consistently • Overall customer rating of 90% from across 1,61,071 customer reviews	• 40% dividend proposed • Market capitalisation up by (7.16%) over the previous year	• Revenues shared with asset owners through licence fees and other partnership models • Emphasis on efficiency and maintenance of infrastructure

	Suppliers	Local communities	Government & regulators	Lenders
Why they are important	• Our suppliers provide materials and services that influence the quality of our customers' experiences. • Supplier relationships ensure efficiency, quality, reliability and an ethical value chain	• A positive relationship with local communities ensures our social licence to operate • Furthering the livelihoods, heritage and culture of regions we operate in is important for our long-term business viability	• We comply with the regulations governing our properties and engage with regulators frequently to drive important policies in the sector • We partner the government in various policies and community improvement initiatives	• A positive relationship with lenders enables us to raise growth capital in a timely and cost-effective manner • We have a high credit rating of AA (Stable) by CARE and AA (negative) by ICRA
Key priorities	• Quality and availability of goods and services • Resource efficiency • Supplier development	• Livelihood opportunities • Environmental protection • Community development • Preservation of culture and heritage	• Timely compliance with regulations • Transparent and open operations • Timely tax payments • Support to various schemes of central and state governments	• Timely repayment of both principal and interest • Adherence to a healthy credit discipline • Timely updates on financial performance of the Company
How we engage	• Supplier development initiatives • Supplier feedback surveys throughout the year • Annual suppliers' meet • On-boarding process and maintenance of open communication channels	• CSR partnerships • Minimisation of our environmental footprint • Community welfare programmes • Participation in neighbourhood associations • Annual volunteering calendar	• Participation in government consultation programmes • Representation through trade bodies	• Meetings • Ongoing communication and relationship • Sharing regular updates on financial performance
How we deliver value	• 8 suppliers engaged in supplier development initiatives • 50% of the suppliers are with IHCL for over five years	• Invested ₹ 1.87 Crores as CSR funds towards ongoing livelihoods and heritage-linked programmes in communities • Supported 788 livelihoods from the under-served communities through programmes and partnerships	• Timely tax payment • High compliances with regulations • Support government initiatives	• Maintaining high credit discipline • Timely pre-payment of loans

Materiality

STAYING ON TOP OF CRITICAL MATTERS

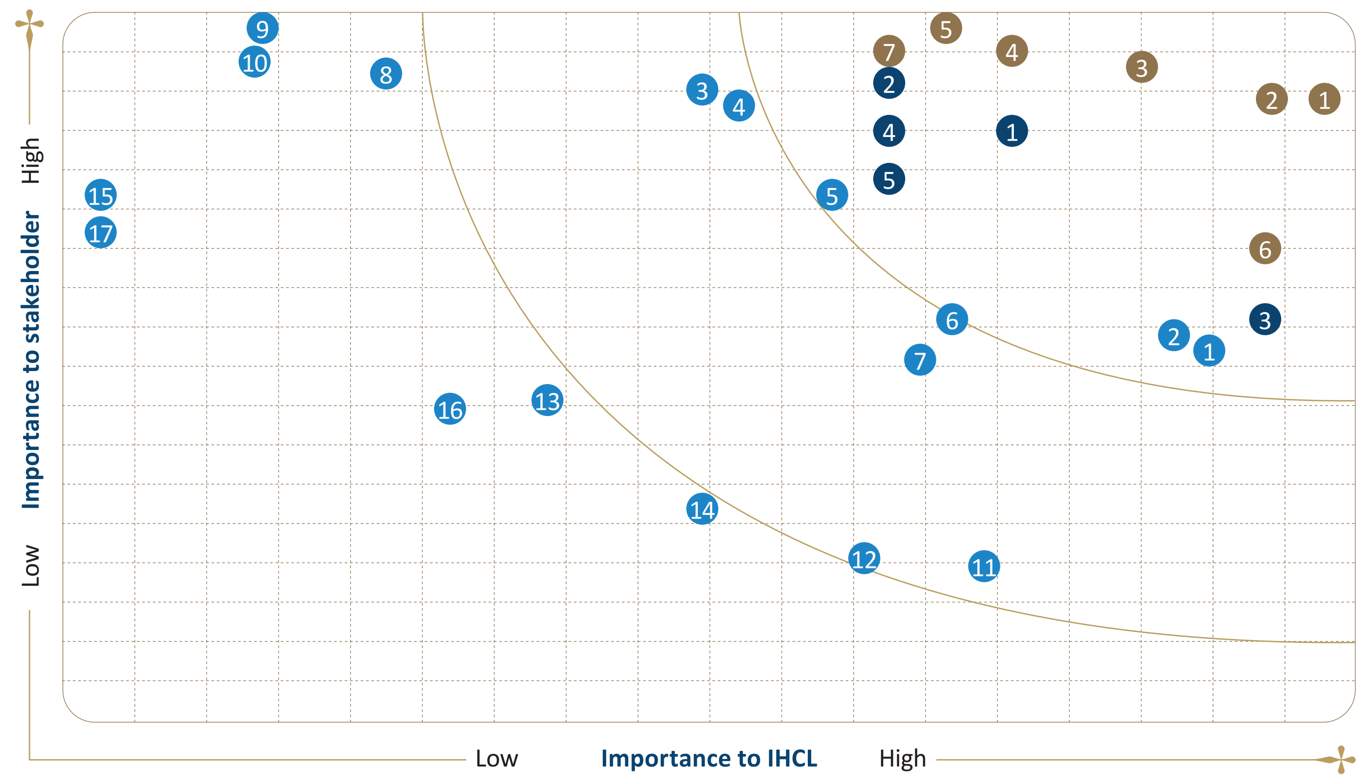
We consider those issues as material that have the potential to impact our business operations in a positive or negative manner. We manage material issues by identifying, prioritising, responding to, and reporting on them. Our materiality assessment has provided us with significant insights to shape our ESG strategy for the future.

The assessment considered inputs from internal stakeholders (employees) and external stakeholders (customers, suppliers, local communities, investors, and others), which were captured and analysed to develop a list of material issues and eventually the materiality matrix.

Our approach towards conducting the materiality assessment process

- Determining the universe of issues
- Determining IHCL's key business objectives and risks
- Mapping business objectives with the universe of issues
- Mapping risks with the universe of issues
- Materiality questionnaire
- Stakeholder analysis
- Materiality matrix

IHCL MATERIALITY ASSESSMENT



Top priority issues Top 25%	Medium priority issues Up to top 40%	Medium to lower priority issues Bottom 60%	
1. Corporate governance 2. Training and education 3. Ethical business practices and regulatory compliance 4. Employee and guest health and safety 5. Talent management and retention 6. Quality of service and guest experience 7. Food safety and quality	1. Labour practices 2. Compensation and recognition 3. Cybersecurity and information governance 4. Local procurement 5. Human rights and trafficking	1. Stakeholder engagement 2. Security practices 3. Diversity, equity and inclusion 4. Sustainable supply chain 5. Local employment 6. Respecting local cultures 7. Sustainable buildings and operations 8. Water management 9. Waste and circularity 10. Energy, emissions and carbon management	11. Economic performance 12. Disaster preparedness and response 13. Biodiversity and destination stewardship 14. Digitalisation 15. Policy engagement and advocacy 16. Climate change adaption 17. Brand, reputation and communication

AHVAAN 2025

Inspired by the bounce back and success achieved by RESET 2020, we have crafted an all-new strategy to propel the next growth phase of our business and scale greater heights of excellence.

Our journey of operating with consistency through the volatilities of the contemporary business environment started with Aspiration 2022, where we targeted strong performance, portfolio growth and a re-imagined brandscape. The RESET 2020 strategy to overcome the challenges posed by the pandemic helped us manage one of humanity's toughest crises with determination, while creating value for our stakeholders.

As part of Ahvaan 2025, we will focus on sustaining our industry leadership in terms of revitalisation, sustainability, innovation, new possibilities, network and pipeline.

Strategy

LEADING WITH AHVAAN 2025

KEY CONSIDERATIONS

The strategy empowers us to build on new opportunities in the industry while minimising risks. Following in on bourgeoning trends in the hospitality space, we explored new avenues to create value in the short, medium and long term for holistic growth across diverse parameters.

An inevitable rebound in travel with immense domestic tourist influx can be observed and people are choosing to associate more with trusted brands. Travel and guest expectations have also undergone a seismic shift, which we have accounted for in identifying our focus areas. In formulating Ahvaan 2025, we have also outlined possible challenges to achieving progress on track, which include travel restrictions, the influence of virtual communication on mainstream travel, a competitive landscape and technological disruptions, among others.

OUR VISION

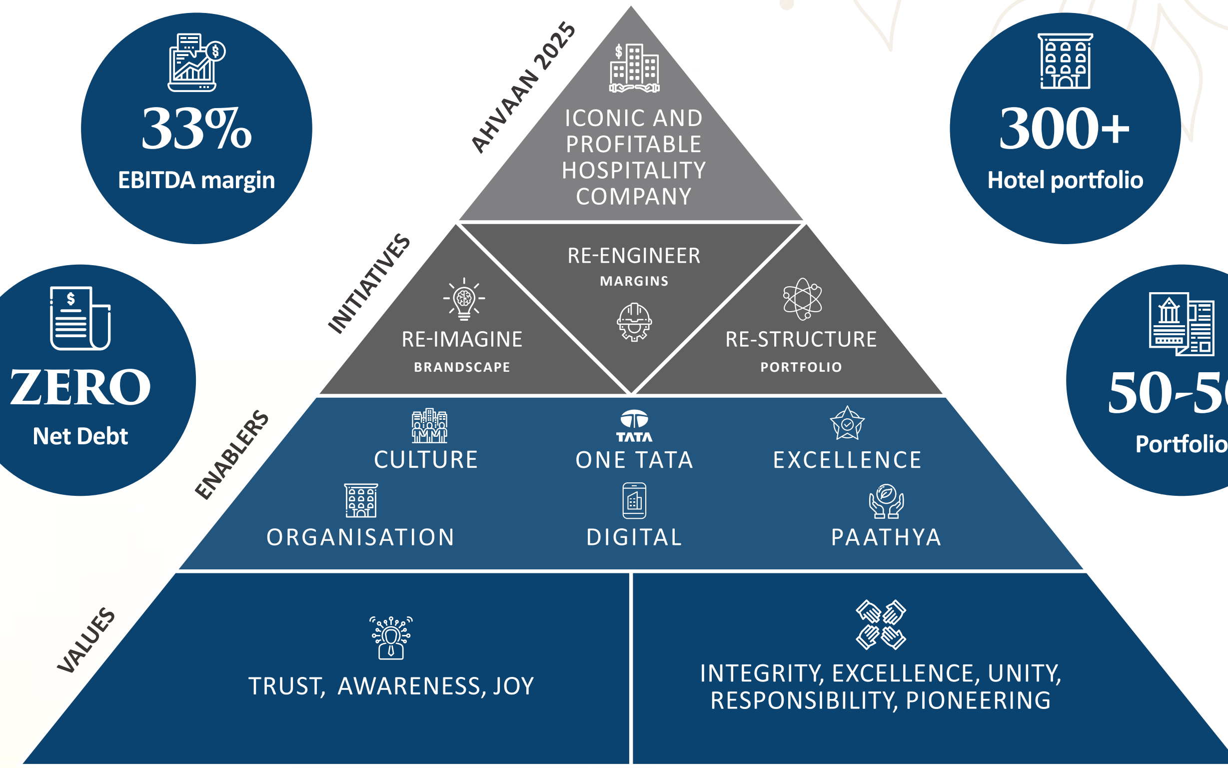
Our vision continues to be the most iconic and profitable hospitality company in South Asia. This was what we had stated in Aspiration 2022 and after a short break during the pandemic, we are back on the journey of sustainable profitable growth to realise this vision.

33% EBITDA margin

ZERO Net Debt

300+ Hotel portfolio

50-50 Portfolio



STRATEGIC FRAMEWORK

IMPLEMENTATION ROADMAP

FY 2021-22 RESET
- Focus on India
- Capture hotel market share
- Scale up new businesses
- Advance with prudence
- ZERO Net Debt

FY 2022-23 PIT-STOP
- Exceed pre-COVID performance
- Sustain market leadership
- Strengthen brand ecosystem
- Scale up meaningful new businesses
- Monetise assets

FY 2023-26 SURGE
- Build the most iconic portfolio
- Become highly profitable
- Emerge as the most valued brands
- Maintain a healthy balance sheet
- Achieve highest growth and footprint

Re-engineer MARGINS
- Sustain Revenue Growth
- Step Up Profitability
- Strengthen Balance Sheet
- Service Excellence

Re-imagine BRANDSCAPE
- Scale Up
- Strengthen Brands
- Synergise – One IHCL
- Speed & Responsiveness

Re-structure PORTFOLIO
- Stimulate Growth
- Strategic Acquisitions
- Streamline Portfolio Mix
- Simplify Holding Structure

Strategy

RE-ENGINEER MARGINS

We have a very strong foundation with our traditional hotels business. Hotels will always remain at the core of our ecosystem and with our hotel brands Taj, SeleQtions and Vivanta we will continue to foster growth within it. Under Ahvaan 2025, we are committed to enhancing and growing our traditional business further. This strategic pillar is enabled by the following initiatives:

RE-E 1 SUSTAIN REVENUE GROWTH | RE-E 2 STEP UP PROFITABILITY | RE-E 3 STRENGTHEN BALANCE SHEET | RE-E 4 SERVICE EXCELLENCE

Sustain Revenue Growth

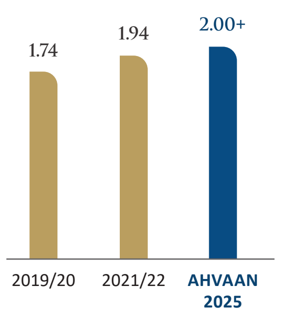
RE-E 1

We will strive to continuously grow the revenues in our core traditional business of hotels. This will be achieved through a sharp focus on:

Market share enhancement

IHCL has grown its market share consistently over the last few years despite the pandemic. Our Enterprise RGI (proxy for market share outlining the premium we command over the competition set in RevPAR terms) grew from 175% pre-COVID to 194% in FY 2021-22. We will strive to widen the RevPAR premium further and claim market leadership at each of our operating locations.

WIDENING REVPAR PREMIUM

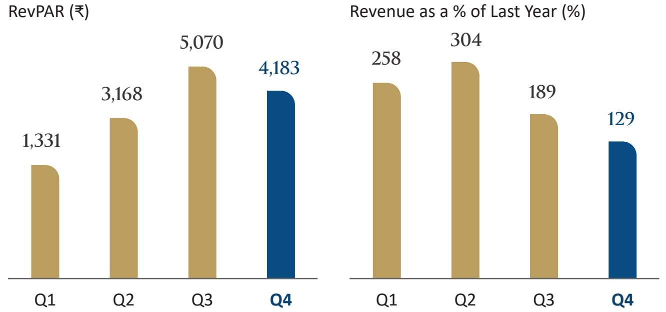


- TAJNESS
- BRAND
- PORTFOLIO MIX
- SMART RENOVATIONS

Innovative products and campaigns to drive RevPAR

With strong focus on customer needs, we will continue to new campaigns and offerings to drive revenue growth. We will innovate our product offerings to differentiate and justify like-for-like growth.

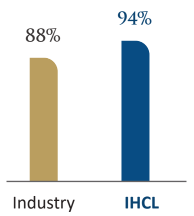
REVENUE RECOVERY AND IMPROVEMENT IN REVPAR (DOMESTIC HOTELS)



Commanding rate premium

With the superior positioning we achieve across our segments of operations, we command stronger rate premium compared to the industry. We will play a leading role in rate recovery and drive further growth in average room rates across our portfolio, further retaining the aspirational positioning of our hotel brands.

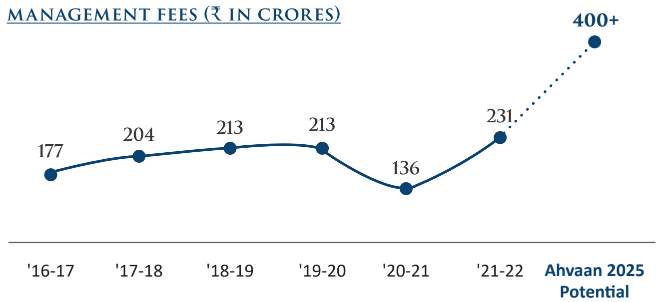
RECOVERY IN AVERAGE RATES (DOMESTIC SAME STORE)



Incremental growth in management fees

With an increasingly asset light portfolio, we will continue to grow through management contracts and thus drive management fees growth, which grew from ₹ 177 crores in FY 2016-17 to ₹ 231 crores in FY 2021-22. We hope to take this to over ₹ 400 crores in the next four years.

MANAGEMENT FEES (₹ IN CRORES)



Step up Profitability

RE-E 2

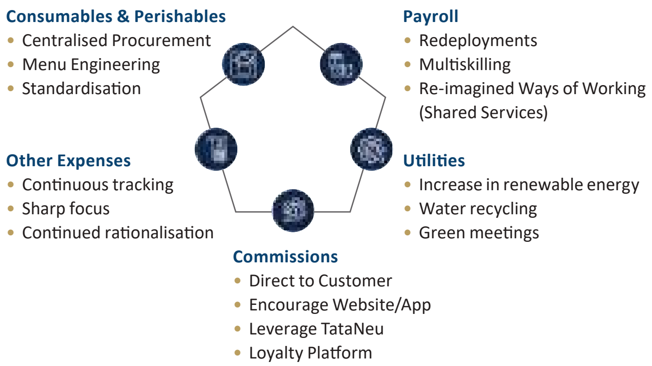
In our endeavour to enhance margins by over 800 bps to 33% by FY 2025-26, we are committed to enhancing and profitably growing our traditional business:

Enhanced productivity and manpower optimisation

New ways of working and cross-skilling/multi-skilling to unlock strong efficiencies and enhance employee productivity at our hotels. Through successful redeployments of employees from existing hotels to new hotels, we inspired the spirit of Tajness into all our new hotels. These initiatives helped optimise workforce efficiency and we continue to enhance productivity.

Sharp focus on optimising hotel expenditure

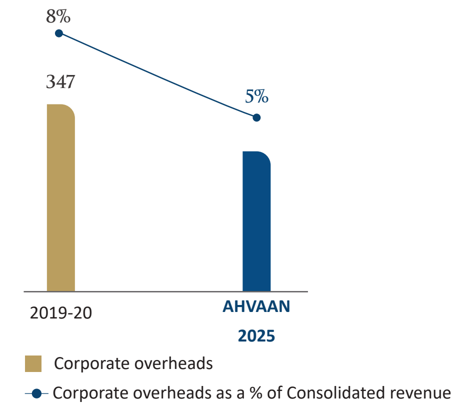
We are looking at all avenues to optimise hotel expenditure and have effected reduction in utility costs through sourcing of renewable energy, in stores and supply costs through central procurement, and by leveraging economies of scale within a city cluster, among others.



Sustain the reduction in corporate overheads

We significantly reduced our corporate overheads and will strive to sustain this reduction at reasonable levels on a per hotel basis. Our initiatives like shared services, dual responsibilities, cross-functional teams have also contributed immensely towards realising this.

CORPORATE OVERHEADS (₹ IN CRORES)



Requisite impetus to high margin businesses

We are focusing on high margin initiatives to enhance EBITDA margin at each hotel. There is potential to unlock value by sweating assets at each hotel to grow margins.

Strategy

Strengthen Balance Sheet

RE-E 3

IHCL maintains a laser-sharp focus on maintaining a healthy balance sheet and has, over the last five years, consistently reduced debt levels to achieve a net cash positive position by March 2022.

Recapitalisation

We successfully concluded the rights issue and QIP for close to ~₹ 4,000 crores, which fortified our balance sheet strength to minimal debt levels. We will now focus on sharpening capital allocation and generating strong free cash flows to retain our net cash positive position.

Right Issue	QIP	Consol. Net Debt (₹ in Crores)
• ~₹ 1,982 Crores • 1.3x+ subscription • Closed in Dec. 2021	• ₹ 2,000 Crores • 2.5x+ bids received • Closed in Mar. 2022	

Monetisation

We will continue to monetise non-core and non-productive assets into releasing cash to fuel growth and support focused initiatives that drive long-term value creation.

Joint developments and partnerships

We will leverage our strong partnerships within the Tata group and with key partners like GIC to ensure that capital outlay is optimised without compromising on growth opportunities.

Service Excellence

RE-E 4

The commitment of Tajness: A customer centric culture

'Tajness – A Commitment Restrengthened' showcases the strength and assurance of the Indian hospitality industry, coupled with the edge of enthralling experiences, comfort, safety, hygiene and social distancing

Focus on guest and associate safety and well-being

All our hotels are apprised with strict protocols, appropriate sanitisation facility and social distancing norms. We leveraged several digital and technological formats to streamline our operations, including the launch of I-ZEST, a suite of digital solutions across our hotels, through which we minimised physical touch across operations.

Embracing digital and technology

We have embedded digital systems and processes like I-DOCS, an omni-channel guest interaction platform, which helps customers connect with our hotels. We undertook multiple interventions to elevate customer experience on the digital domain while enabling efficiency by building a next-generation digital transformation platform.

Process excellence and standard operating procedures

To consistently delight our customers, we maintain well-defined processes and protocols across hotels. The processes are tailored to different brands and experiences and define a framework within which hotels have the flexibility to innovate and adapt to local market conditions.

Strategy

RE-IMAGINE BRANDSCAPE

During the pandemic, IHCL successfully launched and scaled up new brands and businesses like Qmin, amã stays and trails, Seven Rivers microbrewery, niu&nau, among others. Thus creating alternate revenue streams and expanding our hospitality ecosystem. Existing brands like Ginger and The Chambers were completely re-imagined. Under Ahvaan 2025, we are committed to re-imagining and scaling up our new brands and businesses to a sizeable quantum of IHCL's portfolio. This strategic pillar is enabled by the following strategic initiatives:

RE-I 1 SCALE UP
RE-I 2 SIMPLIFY PROCESSES
RE-I 3 SYNERGIZE – ONE IHCL ONE TATA
RE-I 4 SPEED & RESPONSIVENESS

Scale up

RE-I 1



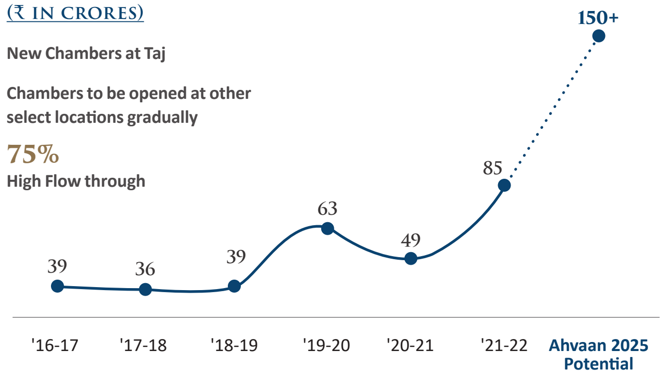
Ginger
With the lean luxe model, we expect Ginger to be the growth engine for IHCL with an expected 50% increase in Ginger hotels portfolio in the next four years, taking the count from 80+ today to 125 hotels across the nation.

amã: 40 properties -> 500 properties
amã Stays & Trails, our pioneering brand in the experiential homestay segment expanded rapidly to 80 properties by March 31, 2022. With the demand for private bungalows and villas rising phenomenally as families and friends begin to travel in groups, amã Stays & Trails deliver picturesque stay options that are nestled in nature. We are aiming to grow the brand to reach 500 properties by 2025.

Qmin: Scale up
We launched the Qmin app during the pandemic to bring to customers their favourite meals from IHCL restaurants at their doorstep. Qmin is now present in 20 cities in food delivery, food trucks, shops and QSR segments formats. We hope to scale this business further to 25 cities by 2025.

Growth in Other New and Re-imagined Brands
The Chambers strengthened to become an even more ideal address for globetrotters, who can avail the benefits of The Chambers Global Membership Programme across seven domestic and two international destinations. As we expand our horizons across fronts, we aim to double the members at the Chambers from 2,000 to 3,000+ by 2025. We will also strive to scale our other new brands, including niu&nau and Seven Rivers.

THE CHAMBERS: BUSINESS GROWTH
(₹ IN CRORES)



Strengthen Brands

RE-I 2

Enhance brand recall through focused marketing efforts
With new brands in our portfolio, we are doubling down on our marketing efforts to ensure top-of-the-mind recall across categories.

Leveraging digital to build engaged communities
We will leverage social media effectively to build strong communities which are actively engaged and create significant pull for our new brands.

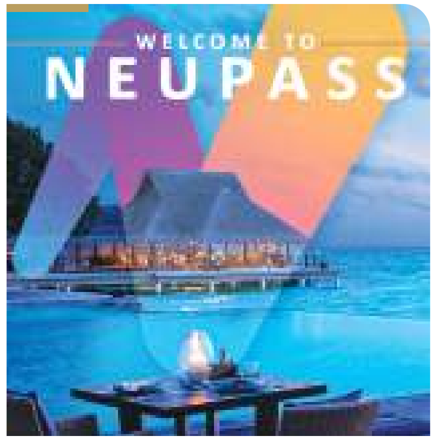
Synergize – One IHCL One Tata

RE-I 3

Cross-sell and up-sell
We will unlock synergies within IHCL and the Tata group to help scale our new brands and re-imagined businesses.

Loyalty – Tata Neu
IHCL is a founding member of Tata Neu and we are well placed to leverage the Tata Neu platform to take our brands and businesses to millions of Indian consumers.

Joint campaigns and promotions
With impactful, large-scale campaigns conceptualised in collaboration, we will strive to take our brands to a larger customer audience base



Speed & Responsiveness

RE-I 4

Agility in responding to market
Agility is key for new brands to adapt, stay relevant and sustain in the intensely competitive business environment.

Flexibility in product and service adaptations
In bringing new brands to an evolving customer segment, we need to constantly review customer feedback and be nimble about product and service adaptations.

Data analytics and insight-driven actions
With the help of data analytics and consumer insights, we can actively pick up data and identify changing trends. Such insights are leveraged to strengthen our customer value proposition.

Enhance brand recall through focused marketing efforts
With sights set on optimisation and profitability, each new brand will be manned appropriately to focus on efficient execution.

Strategy

Re-structure Portfolio

We are restructuring our portfolio to include processes that accelerate our overall growth. This strategic pillar is enabled by the following strategic initiatives:

STIMULATE GROWTH — STRATEGIC ACQUISITIONS — STABILIZE BRAND ECOSYSTEM — SIMPLIFY HOLDING STRUCTURE

Stimulate Growth

Over 15 new hotel signings per year across brands
We signed ~100 new hotels in the last five years and were ranked the highest in terms of new hotels signed in India in 2020 and 2021. We want to keep up the development momentum with this new agenda.

Processes to absorb growth and open hotels
To achieve strong growth robust processes to absorb growth must be adopted. We are tracking development milestones and have a dedicated team to identify future openings team, which is cross-functional to ensure that our growth is translated into new hotel openings every year.

Strong owner relations and asset / contract management
With an evolving mix towards a balanced 50:50 owned vs managed portfolio, owner relations and partner management are in focus. We have formulated comprehensive processes and responsibilities to handle owner-partner management. This includes creation of a new strategic roles in owner-partner management.

Strategic Acquisitions

We will continue to explore lucrative portfolio acquisitions in India. With SeleQtions, our pursuit of conversion of standalone hotels across excellent locations to add to our portfolio will continue. We plan on exclusively investing in strategic margin-enhancing assets, which generate cash flow and are ROCE-accretive in nature.

Stabilize Brand Ecosystem

We will grow in a balanced manner to achieve a portfolio mix of 50:50 owned v/s managed. We are presently at 46% managed portfolio including hotels under development and with continued growth, endeavour to take this to 50% in the next few years.

Simplify Holding Structure

We acquired complete stakes in Roots Corporation, through which we made Ginger a wholly owned subsidiary of IHCL and amalgamated it to the IHCL brandscape. We will continue to explore opportunities for simplification and consolidation of our JVs and associate companies. We are working to re-structure our assets to strengthen and optimise our balance sheet.

Key Enablers

Culture
Focus on organisational culture with the core values of Trust, Awareness and Joy

Excellence
Emphasis on operational and service excellence to delight customers and craft memories for life

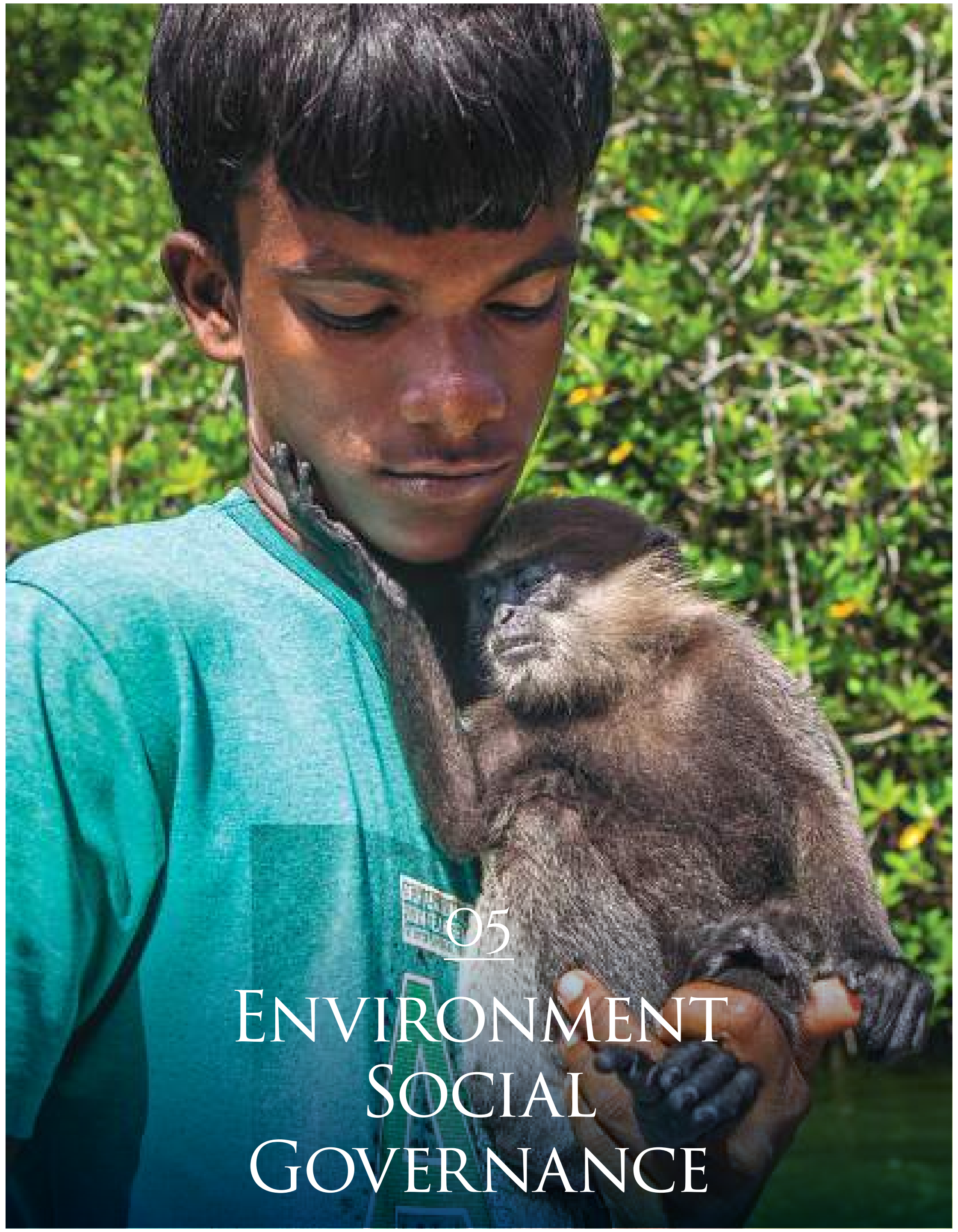
Organisation
Target optimal organisation structure to enable sustainable and profitable growth

Paathya
Encapsulates initiatives to lead positive change within the community and the natural environment

One Tata
Leveraging synergies within the Tata group companies:

- Aviation with Air India, Vistara, Air Asia
- Tata Neu loyalty platform
- Other Tata group companies (demand side and supply side synergies)

Digital
Embrace digital wholeheartedly with key projects like new website and app, CRM, among others initiated across the Company to re-imagine customer experiences. In addition, we will soon be creating a data lake to take customer data analytics to the next level.



05

Environment Social Governance

paathyā

LEADING CHANGE WITH TRUST, AWARENESS & JOY

We launched a well-founded strategy for our environmental and social impact measures under the title ‘Paathya’. Derived from the Sanskrit term पथ्य, which means a path, this framework encapsulates initiatives aimed at bringing a positive change based on our organisation’s core values of Trust of all stakeholders, Awareness around the needs of our ecosystem and Joy at heart.

Paathya has taken the century-old legacy of IHCL and forged a journey that focuses on Environmental Stewardship, Social Responsibility, Excellence in Governance, Preserving Heritage, Value Chain Transformation, and Sustainable Growth.
We defined several short- and long-term goals to be fulfilled by 2030 under Paathya.

“We believe this is the only way to drive India’s journey to being among the top travel and tourism economies. The launch of Paathya is in line with IHCL’s commitment to contributing to the society with an integrated approach towards creating sustainable growth and positive impact. This reaffirms our founder, Jamsetji Tata’s vision of keeping community at the heart of business.”

Mr. Puneet Chhatwal
Managing Director and Chief Executive Officer, IHCL

ESG Strategy

MAKING RESPONSIBLE CHOICES

We developed and implemented the Paathya strategy with an aspiration to future-proof our business and reach the era of global sustainability leadership in the hospitality sector.

This strategy was developed through a five-step approach comprising reviews of global megatrends and sectoral issues, a maturity and materiality assessment and leadership insights through focused interviews. The Paathya framework was derived from the material issues and priority areas identified through various assessments. The strategy includes the purpose, strategic pillars and focus areas of the business.

Global megatrends

Sectoral issues

Maturity assessment

Materiality assessment

Leadership insights

IHCL's ESG strategy

PURPOSE	VISION
Leading Change with Trust, Awareness and Joy	Lead Positive change with the trust of all stakeholders, Awareness around the needs of our ecosystems and joy at heart

ESG PRINCIPLES

- Integrate sustainability considerations into all business decisions and key work processes, with the aim of creating value, mitigating future risks, and maximising opportunities
- Follow the highest standards of governance and transparency
- Embody principles of product stewardship by enhancing health, safety, environmental and social impact of products and services across their lifecycles
- Provide employees, guests and business associates with working conditions that are clean, safe, healthy and fair
- Strive to be neighbours of choice in the communities in which we operate and contribute to their equitable and inclusive development

AIMING FOR GLOBAL SUSTAINABILITY LEADERSHIP IN HOSPITALITY

To achieve our goal of being recognised as global stalwarts in sustainability within the hospitality sector, we are ensuring the following:

- Identify relevant and material sustainability issues while developing comprehensive sustainability strategies with goals, targets, mitigation and adaptation action plans to address them under the aegis of our Board
- Constitute a governance structure to oversee our sustainability commitments
- Report in line with global reporting frameworks

PILLARS OF PAATHYA

ESG Strategy

PROMOTE ENVIRONMENTAL STEWARDSHIP

The pillar concentrates on the environmental aspects and initiatives undertaken by the Company. It is further divided into the following 2 categories:

CLIMATE CHANGE, ENERGY AND EMISSIONS

- GHG emission
- Renewable energy usage
- Energy efficiency

SUSTAINABLE OPERATIONS

- Water and waste water management
- Waste management and circular economy
- Sustainability certifications (Green Buildings, EarthCheck)

TARGETS

Paathya Initiative	Target 2030
Clean energy	50% of the energy used will be from renewable sources
All hotels to provide EV charging stations	5% of hotel guest parking area allotted to EV charging stations

Paathya Initiative	Target 2030
Water	100% of waste water will be recycled
Waste	100% operating hotels will have organic waste management system
Single-use plastic elimination	All 'IHCL' hotels will be single use plastic free beyond the mandated list
EarthCheck certifications	100% eligible hotels will be EarthCheck certified
Innergise meetings	100% business meetings will move to Innergise green meetings

346.3 MN MJ
Renewable energy used

53,554 TCO_2
Carbon emissions reduced

17,82,278 KL
Water recycled through rainwater harvesting

1,732 CUBIC METERS
Waste recycled

Climate Change, Energy and Emissions

We embarked on a decarbonisation journey by reducing our carbon footprint across operations and investing in renewable energy production at some hotel locations. Our renewable energy consumption accounts for 29.31% of the total energy usage, which is significantly more than what we had five years ago.

We partnered with Tata Power to provide EV charging stations across key locations of our hotels and are leveraging the partnership to utilise green energy across hotels.

We joined hands with the International Finance Corporation (IFC) to set up sustainable cooling options at our hotels instead of hosting conventional technologies to drive energy efficiency.

RENEWABLE ENERGY CONSUMPTION (%)

27
Properties are powered by renewable energy

169.25 MJ/GUEST NIGHT
Properties are powered by renewable energy

Collaborating with IFC's TechEmerge to pilot sustainable cooling innovations

Cooling is of paramount importance in the hospitality sector with it having direct correlation to global warming and hence, climate change. Conventional cooling through air-conditioning, refrigeration, and other cooling applications are expensive while consuming large amounts of energy and contributing to releasing ~7% of greenhouse gases globally.

The hospitality sector is innovating ways in which cooling can be made sustainable. Sustainable cooling today, is necessary to manage energy demand and have equitable energy access. Together with IFC, IHCL is paving the way for private sector innovation to bring scalable and cutting-edge cooling solutions that can strengthen climate action.

Objectives

To assess, identify and match innovative cooling technology providers with IHCL's needs	To provide catalytic funding to accelerate the testing and validation of select sustainable cooling solutions in IHCL's hotels
Research to help realise targeted savings relative to baseline on a case-by-case basis	To help promote IHCL as a green, safe and resilient hospitality brand in the post-pandemic landscape

Implementation

Phase I (Assess opportunities for innovation in Cooling within IHCL)	**Phase II** (Identify innovative & Commercially viable support)	**Phase III** (Facilitate design and pilot project at IHCL)	**Phase IV** (Mechanism to scale up)

Six cutting-edge innovators were selected to partner with us in piloting new, cost-effective, and climate-smart cooling technologies, as part of IFC's TechEmerge programme.

The innovators will be piloting new space cooling solutions at six IHCL hotels over the next 12-18 months, supported by a pool of ~$ 500,000 in grant funding. Through this project, we aim to cut down on our emissions and accelerate the fulfilment of our energy targets.

ESG Strategy

Sustainable operations

We are undertaking several measures to raise the bar of sustainability in operations. Besides reducing our carbon footprint, our focus is on responsible waste disposal, judicious usage of water resources and sustainability certifications. Between 2008 and 2022, we have achieved the following:

4.7 MN KL
Water reused

286,006 TCO_2
Emissions reduced

1,548 MN MJ
Energy saved

18,788 CUBIC METERS
Waste recycled

Waste management

We have a vast ecosystem of hotels across urban and ecologically fragile locations. We are working to ensure safe and responsible waste management practices through various interventions. As waste and circularity is a material issue, we are striving to improve waste management across our sites by sending waste generated at our hotels to licenced recyclers.

We installed organic waste composters across 67 of our hotels, which significantly brought down the volume of waste sent to landfills. We established bottling plants at 15 hotels across the globe to eliminate use of single-use plastic by replacing all plastic water bottles with reusable glass bottles. We are targeting to upscale it to 35 hotels by 2025 and 50 Hotels across the portfolio by 2030.

35
Hotels to be upscaled with reusable glass bottles by 2025 and 50 Hotels installations across the portfolio by 2030

Committed to eliminating single-use plastic in packaging

At IHCL, we are on track to phasing out single-use plastics across all our hotels with 100% elimination of plastic straws, avoiding two million worth of plastic straw consumption (equivalent to ~5,000 kg CO_2e). We also installed water bottling plants across locations to reduce consumption of PET bottles.

Taj Exotica Resort & Spa, Andamans – The country's first ever 'Zero Single-Use Plastic Hotel'

Water conservation

One of the most critical resources to sustain life, water has huge significance in our business. We are constantly optimising our water consumption and are taking conscious efforts to treat and recycle water. Currently, 31.39% of the waste water is being treated and reused across all our facilities. Our goal is to increase the waste water recycling to 35% by 2025 and 100% by 2030.

We deployed a water risk assessment plan to ensure water efficiency across select hotels in cities, which have a higher water risk potential.

Earth check certifications

Since we joined EarthCheck, the world's leading scientific benchmarking and certification group for the tourism and travel industry in 2008, we have strived to continuously deliver on its sustainability objectives. We worked towards optimising and reducing our environment footprint without compromising on the quality of value we create for our stakeholders.

Across our hotels in India, 77 participated in the EarthCheck programme, of which 57 of them received the Platinum certification, 18 hotels received Gold and 2 hotels bagged Silver. This is the highest number of facilities of a single Company to be certified by the programme globally.

₹ 1.54 CR
Invested in EarthCheck certification

Celebrating Earth Hour

Over 100 hotels observed the Earth Hour. The Umaid Bhawan switch-off footage also got featured in the global highlights video of the World Wildlife Fund.

Celebrating World Environment Day

We conducted a wide array of activities on World Environment Day to educate our employees on the devastating impacts of climate change

Biodiversity preservation and green tourism

We recognise the part we play in ensuring community resilience and revere the local culture around our regions of operation. We also support tourism that bears minimal environmental impact.

We play a major role in protecting our planet and are actively endeavouring to conserve species that are on the verge of extinction while safeguarding fragile habitats and sensitive ecosystems.

Under the Taj Safari brand, we are promoting green tourism, which provides experiences that make our guests feel like locals while also allowing the neighbouring community to take advantage of these chances. We apprise them of the available activities to try, places to see, and suggest food and drinks in the same way that a native would.

ESG Strategy

PROMISE SOCIAL RESPONSIBILITY

The pillar covers our duty towards our people, guests and local communities. It consists of three key focus segments:

HEALTH AND SAFETY

- H&S of employees and guests
- H&S policy
- Occupational H&S trainings
- Disaster preparedness and response

HUMAN CAPITAL

- Talent management
- Employee engagement and development
- Diversity and inclusion
- Human rights

COMMUNITY DEVELOPMENT

- Community development programmes
- CSR partnership

TARGETS

	Community Development			Human Capital
Paathya initiative	External collaborations	Internships and apprenticeships for skill building	CSR efforts towards skill building in collaboration with Corporate & Social partners	Volunteering
Target 2030	100,000 youth will be trained for livelihood			12 hours per employee

Health and safety

We uphold the highest standards of safety and carry out our operations in a way that ensures utmost security across aspects. We institutionalised several policies and effective mitigation plans to adhere to safety guidelines, which enable us to provide a secure environment for our stakeholders.

We have a safety and security policy, which has been framed based on the Tata Group Safety Beliefs, including fire and life safety and food safety measures. Our vehicle safety policy ensures road and driving safety, while the contractor safety standards guide operations of third-party service providers. To provide basic training on safety, we created and implemented a safety training module for all hotels, which acts as an induction and refresher for employees.

H&S trainings

13,638 Safety trainings conducted

1,202 Health and awareness sessions conducted

1,26,231 Participants across safety training sessions

Human capital

Our people make the Company what it is, enabling our flight to pinnacles of growth. We give back by undertaking all possible measures to support their personal and professional growth.

28,258 Employees

82% Employee retention rate

Employee Wellbeing

We have formulated a four-pronged strategy of Prevent | Protect | Provide | Persevere, which is rooted in IHCL's sense of purpose guided by the Taj and Tata values and assures all stakeholders of 'the promise of Tajness'.

IHCL

PREVENT	PROTECT	PROVIDE	PERSEVERE
INFECTION	LIVES	SUPPORT	SUSTAINED SAFETY

From extensive communication to vaccination camps, we have provided continued support to employees and their dependents during the pandemic through various initiatives and campaigns.

Talent management

We understand that it is an imperative for our people to grow and adapt with the changing times. Our key performance tools were reworked and streamlined with the intention of ensuring that they serve as effective enablers for people development and keep our talent management strategy abreast with the times.

DiLOG

Through DiLOG, we seek to institutionalise a direct line of guidance and communication between managers and the team. DiLOG is a bi-annual career conversation process aimed at reflecting on performance. These performance conversations are recorded on an online portal through a form. The succinctness of the format facilitates quality inputs, introspection, reflection, goal setting and engagement in a structured manner.

Potential assessment

The potential assessment tool was reworked leading to greater effectiveness. The tool considers a combination of 3 elements - ability, agility and leadership. The managers assess their team members on this framework which differentiates executives on the basis of their potential to advance in the organisation.

Moreover, through the Talent Identification and Development Initiative (TIDI) we aim to build a strong leadership team at every hotel, developing and enhancing talent. We also have a Career and Succession Planning (CASP) is a programme that has an objective of identifying and developing talent for senior management roles. With CASP, we aim to create a robust and scientific career and succession planning process that will focus on developing talent and as a result, strengthening the talent pipeline of the organisation.

We strive to provide equal opportunities to all out employees, and ensure capacity building, training and a safe working environment.

ESG Strategy

Performance evaluation

The Performance Management System (PMS) focuses on driving performance through team work. It is a combination of Financial and non-financial parameters. Customer and financial attributes are core parameters in the scorecard which ensure a continued customer and business focus. Additional attributes include safety and operational excellence objectives. The targets remain the same for all executives in a hotel, thus ensuring alignment to a common goal as well as enhancing accountability and ownership of outcomes. The scorecard also includes an evaluation of the demonstration of Individual Leadership Behaviours, which have their roots in IHCL's Leadership code.

Employee recognition

We believe in recognising and appreciating our employees for their relentless efforts and dedication towards our organisation.

- **The Difference You Make** is a corporate led program that recognises managers and leaders for demonstrating inspirational leadership behaviours, thereby strengthening the leadership code.
- **Special Thanks and Recognition Scheme (STARS)** is the flagship recognition program which allows employees in the hotels to earn points through guest compliments, appreciations from employees and giving and implementing suggestions. During the year, we also launched the STARS Plus program which also recognises all third-party Contractual Colleagues, across all our hotels.

Employee engagement and development

VConnect

We have worked with a technology partner to enable VConnect, a continuous employee engagement survey and a dynamic listening post used by managers to engage with the workforce across levels. This has led to an increase in transparency and addressing the concerns in a timely manner. VConnect survey can be undertaken either through e-mail, SMS or Whatsapp Messenger and is available in 8 regional Indian languages such that all employees can seamlessly provide their feedback anonymously. Employees receive questions on a weekly basis and can share qualitative feedback. Scores can be viewed by managers who are responsible for addressing the concerns. A quarterly action planning process has been put in place where team members can participate to make sure that key issues are addressed through structured initiatives.

We set up an Employee Assistance Programme (EAP) with 1to1help. This is a confidential service that provides the employee and three additional family members the required support to overcome life's challenges, especially during these troubled times. 1to1help offers a range of reliable self-help resources and personalised help from professional counsellors on issues related to your personal development, relationships, parenting and work. IHCL provides these services free of charge to all employees who wish to avail them.

The services are available across a range of regional Indian languages. One-on-one counselling is also available via chat, e-counselling, telephone, face-to-face sessions, and video conferencing.

Employee learning and development

We accord immense importance to the holistic development of our employees and have put in place a system to ensure that every employee gets enough opportunities for growth without discrimination.

In line with the organisational growth agenda, the learning and development function reorganised itself to ensure greater operational efficiencies and best utilisation of resources. Learning and development hubs were created with the objective of retaining focus on building the talent and leadership pipeline and pre-opening of hotels. The hub processes focus on strengthening the training needs identification process, content creation, best practice sharing, conducting management development programmes and managing certified Taj departmental trainers system (CTDT).

This has led to agility in execution, standardisation of processes, strengthening capability of functional heads to manage their talent, enhance productivity and leverage synergies.

In line with the organisational strategy, the focus of learning and development has been defined across the hierarchy.

The focus has been to build a multifunctional workforce; hence through Cross functional on the job training and skills certifications the same has been initiated. Focused A-1 Operations training has led to creating multifunctional specialists. This is coupled with renewed focus on Tajness behaviors which are reinforced by the 'Beyond 100%' training modules.

Junior Managers and Functional Heads in hotels have been exposed to Leadership development Programs such as Exceed to Excel and Lead to Impact. These programs focus on building capability of colleagues based on the new set of competencies that have emerged post the pandemic as critical to success.

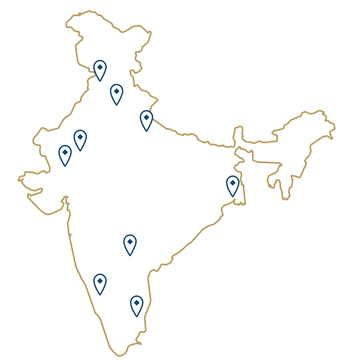
Based on the Training Needs Identification exercise focus areas are identified. These are then rolled out in a structured manner through Corporate and Hub level calendars.

All process have been revamped to ensure virtual delivery of learning and monitoring of effectiveness. Also Trainers have upgraded their capabilities in using the Virtual training techniques. IHCL has initiated the Master certification for Virtual Instructor Led Training and L&D Managers are certified on the same.

IHCL actively collaborated with hospitality campuses across the country to offer internships and foster talent in the industry. Collaborations with international business schools such as Les Roche, ESSEC and a few others were helpful in providing advanced education opportunities for key talents.

LEARNING AND DEVELOPMENT HUBS

- Punjab
- UP, MP & Uttarakhand
- Jaipur and Ajmer
- Eastern region
- Udaipur and Jodhpur
- Telangana
- Karnataka
- Chennai



Diversity and inclusion

We are an equal opportunity employer.

16%	188	17
Women employees	Women in Leadership roles	Differently abled employees

We respect differences that are fundamental to an individual's identity such as age, gender, ethnicity, race, physical ability, mental ability, sexual orientation as well as latent and invisible differences that shape our perspectives like, education, work experience, parental status, among others. We are committed to being an equal opportunity employer, maintaining dignity and respect for all.

We have undertaken multiple initiatives to foster gender equality, within and outside the organisation. Several progressive policies like extended maternity leave, compulsory crèche facilities, expense reimbursement for family expansion, including IVF treatments besides skilling women in under-served communities and regions to improve their participation in the workforce.

These efforts resulted in the development of a talent pool of women across the Company. In its continued endeavour to enhance diversity and inclusion, we also started an -all-women team of project engineers working on a flagship Ginger hotel in Mumbai.

We have a dedicated resource leading the D&I function and remain committed to creating infinite equal opportunities for the workforce, through globally benchmarked D&I practises and policies aligned to our business goals.

Human rights

Respecting human rights is fundamental to our belief system and an undeniable commitment towards ensuring responsible business. Representing Indian hospitality and world-class service, we recognise the importance of preserving the human rights of our colleagues, guests and the communities in which we operate.

We also expect our associates, including our suppliers, franchisees among others to follow our beliefs, thus preventing, mitigating and addressing human rights violations at a larger scale.

ESG Strategy

PARTNER TRANSFORMATION

This pillar covers our efforts in making our value chain more sustainable. This pillar is divided into the following two sections:

SUSTAINABLE SUPPLY CHAIN

- Adherence to supplier code of conduct
- Supplier risk assessment
- Integration of sustainability in supply chain

PROCUREMENT PRACTICES

- Local and indigenous sourcing

TARGETS

Paathya Initiative	Target 2030
Sustainable supply chain policy	Policy formulation and implementation
Percentage compliance of tier-1 suppliers to supplier code of conduct	>90%

Paathya Initiative	Target 2030
Percentage of raw materials sourced locally	>50%

At IHCL, we recognise the need to innovate the value chain model to enable our switch to sustainable products and services. We consider and manage the environmental and social ramifications of our operations across all aspects of the business. We are working to transform our value chain to provide world-class customer experience while remaining cognisant of our supply-chain activities, thereby building a sustainable competitive advantage. We are looking at making several modifications to our value chain, by optimising our infrastructure processes and systems.

We are working closely with our suppliers to strengthen and position ourselves for strong growth. We are also supporting the growth of our suppliers and vendors and focus on comprehensive capacity building programmes for suppliers. This helps them stay aligned with the bourgeoning ESG expectations of our stakeholders and enables us to incentivise supplier goal setting and performance improvements. As part of our efforts of greening up the supply chain, we will implement strategies to ensure that suppliers beyond tier-1 meet our sustainability standards.

Sustainable supply chain

To ensure sustainable operations, we are focusing on making our supply chain greener and more efficient through internal processes and policy changes. Our large hotel network necessitates effective management of our supply chain. The Company has overhauled its sourcing and distribution methodology in this regard. A unified warehouse and distribution management system replaced the previous model of individual hotel procurement. Orders from hotels are aggregated in the new system, resulting in full truckload shipments from vendors to warehouse and from warehouse to hotels. Due to the aggregation of shipments, transportation costs have reduced.

Procurement practices

We encourage local sourcing with focus on onboarding vendors from marginalised communities, small-scale farmers, women self-help groups and differently abled people. Fresh fish, fruits, vegetables, paper chef cap, laundry bags, honey, candles, and gift items for guests, as well as table napkins, dusters, dry snacks, and pickles, are just a few of the things sourced by our hotels. Our hotels also extend a platform for local art and culture troupes, as well as artists to perform for guests and sell their ware. This has strengthened our contribution to supporting artisan livelihoods and preserving art forms. By 2030 our target is to source over 50% of our input material locally.

ESG Strategy

PROGRESS SUSTAINABLE GROWTH

Under this pillar, our initiatives to drive sustainable returns are covered. It can further be divided into the following two sections:

ECONOMIC GROWTH AND SCALE THROUGH SUSTAINABLE FINANCE

- Profitability
- Magnitude of physical assets
- Sustainable finance (green bonds)
- Integration of sustainability in supply chain

DIGITALISATION

- ESG data management

To enhance profitability, we created different revenue sources, realised innovations, and concentrated on enhancing cash flow generation across all group firms. We also provide job and livelihood opportunities to communities and suppliers, promote growth and development for our employees, and deliver exemplary experiences to our clients. We are making concerted efforts to bring in greater operational efficiency. Together these measures enable long-term turnaround of our business, as evidenced by significant margin increase.

ESG Strategy

PRESERVE HERITAGE AND BRAND

The pillar covers our initiatives to preserve and promote the heritage of areas where we have presence. This pillar is divided into the following 2 sections:

BRAND, REPUTATION AND COMMUNICATION

- Heritage conservation and promotion

QUALITY OF SERVICE AND CUSTOMER EXPERIENCE

- Customer experience and feedback
- ESG communication to customers

TARGETS

Brand, Reputation and Communication

Paathya initiative	Target 2030
Promoting UNESCO's Intangible Cultural Heritage projects in the geographies we operate in	100%
IHCL hotels to have at least one initiative in heritage, art or crafts (Percentage of hotels covered)	100%

ESG Strategy / Preserve – Heritage and Brand

Brand, reputation and communication

Long heralded as the custodian of Indian heritage, we work to focus on heritage, arts and crafts that emphasise the importance of Intangible Cultural Heritage of India (ICH).

IHCL's collaboration with UNESCO will see the promotion of 100% of the Intangible Cultural Heritage (ICH) projects across operating geographies in an industry-first collaboration.

ICH represents the living heritage of a country and is made up of practices, representations, expressions, knowledge and skills, including instruments, objects, artefacts, and cultural spaces that communities, groups and in some cases, individuals, recognise as part of their cultural heritage. Leveraging its business strengths, value chain and partner networks, we are working towards a holistic plan to safeguard the living heritage of the country while empowering local communities.

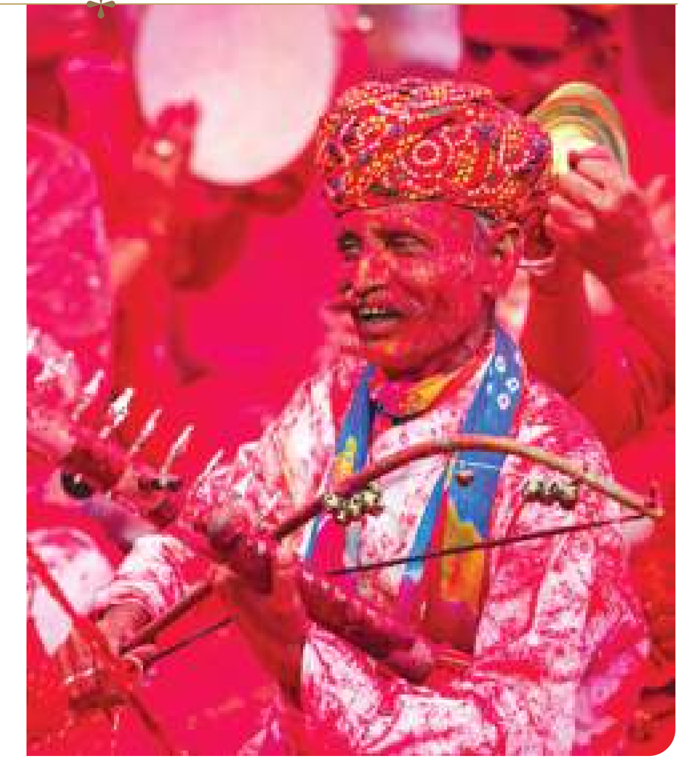
Currently 10 such ICH projects are identified across the states of Rajasthan, West Bengal, Uttar Pradesh and Karnataka and together with UNESCO.

Each time a guest checks in at one of our hotels, they are given the chance to experience at least one such ICH in local community (in and around our hotels). This also uplifts local communities with an additional source of livelihood.

The programme will be extended to another eight states in the future. Some of the ICH sites are as follows:

- Patachitra and Durga Puja at Kolkata, West Bengal
- Ganga Aarti at Varanasi, Uttar Pradesh
- Kalbelia, blue pottery making and Bagru hand block printing at Jaipur Rajasthan
- Molela Terracota at Udaipur, Rajasthan
- Bishnoi village at Jodhpur, Rajasthan
- Mysuru Dasara and Janpadaloka in Karnataka

Across local operations, our hotels work towards promoting the art, craft and culture from the community. This is enabled by providing opportunities to showcase the same to guests; create employability or sell locally made products. We also engage with the community to promote monuments and partner them in multiple cleanliness, health and safety drives.



Quality of service and customer experience

Customer satisfaction is crucial for success in the hospitality business. Our collective energy is focused on delivering experiences that are unforgettable and which encourage our customers to keep coming back.

They can also record their feedback and concerns, which we enable through active engagement across diverse channels, including offline modes like filling up feedback forms during check-out and online platforms like websites, email and social media. This helps us take appropriate corrective and enhancement actions.

ESG Strategy

PRUDENT CORPORATE GOVERNANCE

The pillar covers our steps to ensure sustainable growth while upholding good governance practices. This pillar is divided into the following two sections:

CORPORATE GOVERNANCE AND ETHICAL BUSINESS PRACTICES

- Sustainability governance and review mechanisms
- Board oversight on ESG agenda
- Internal and external communication on ESG

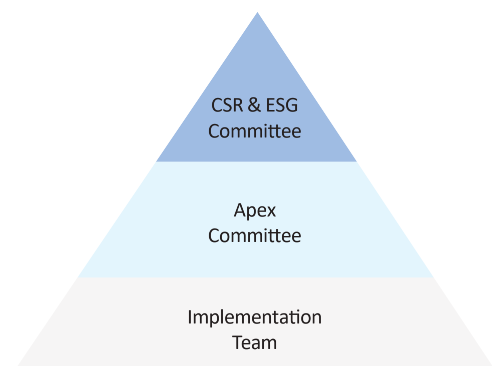
CYBERSECURITY AND INFORMATION GOVERNANCE

- Cybersecurity policy and standards
- Customer data protection

Corporate Governance and Ethical Business Practices

TARGETS

Paathya Initiative	Target 2030
Board diversity	25% women representation
Board level committee	Chaired by Independent Director
Sustainability/ ESG expertise	3 Board members



FRAMEWORK TO STEER AND IMPLEMENT THE ESG STRATEGY ACROSS OUR HOTELS

Corporate governance and ethical business practices

We uphold the highest standards of governance across our operations, ensuring that our leadership provides the right direction and guidance to stay on track of our strategic progress, support and inform our growth and help us enhance the value we deliver for our stakeholders.

Our deeply ingrained ideals of independence, accountability, responsibility, transparency, trusteeship, and disclosure serve as means to implement unparalleled corporate governance practices.

These are further strengthened through our adherence with the Tata Business Excellence Model to drive excellence in tracking progress on long-term, strategic objectives.

We also comply with the Tata Code of Conduct, the Tata Code for Prevention of Insider Trading and Code of Corporate Disclosure Practices. At IHCL, we perceive corporate governance as an imperative that goes beyond the function of regulations and laws, and contributes to creating long-term value for our stakeholders.

Governance structure

Our well-defined governance structure aligns each governance element to IHCL's purpose, culture and objectives. It is the responsibility of the Board and its committees to recognise, manage and allay risks and material issues.

Governance Framework

Board of Directors

A diversified Board comprising Directors who practice and hold good ethics and integrity in high regard

Board Committees

Well-defined roles and accountabilities of the Board Committees constituted to deal with specific areas of concerns

Audit Committee	Nomination & Remuneration Committee	Stakeholders' Relationship Committee	Corporate Social Responsibility (CSR) and Sustainability Committee	Risk Management Committee

Compliant with the Tata Code of Conduct (TCoC) underpinned by various policies and IHCL's pillars of good governance

Pillars of good governance at IHCL

Accountability

Management accountable to the Board and Board accountable to shareholders

Fairness

- Protect all stakeholder rights, including those of minorities and treat them equitably
- Provide effective redressal

Transparency

Timely and accurate disclosure on all material, financial, non-financial and governance matters

Independence

Adequate procedures and structures in place to minimise and avoid conflict of interest

ESG Strategy / Prudent – Corporate governance

Ethics management

Driven by our core values of trust, awareness and joy, we strive towards maintaining a fair, honest and transparent work environment, where our people feel safe and empowered to make their grievances known while we prioritise appropriate handling and timely resolutions.

Ethics framework

Chief Ethics Officer
EVP - Operations
(North & West)

Chief Ethics Counsellor
(SVP & Global Head HR)

Regional Ethic Counsellors
(Regional VP HR)

Local Ethics Counsellors
(Hotel HR Head)

We devised a three-pronged approach to build awareness on our commitment to ethics and integrity

Onboarding	HR refreshers	Training modules
As part of our induction programme, 'Taj Swagat', we provide new joinees with extensive training on TCOC and POSH	We conduct refresher sessions on the TCOC and POSH on a bi-annual basis across our hotels	We offer a mix of virtual and classroom training programmes on ethics and good governance to sensitise our employees

Grievance redressal

CONCERN REPORTING PROCESS

Capturing concerns from multiple channels (Ethics helpline/email/letter/other)

First level segregation as per pre-determined concerns

Sexual harassment | TCOC violation | Financial irregularity | General grievance

Handled by the internal committee

Logged into ethics case management system

Additionally, IHCL has a Whistle Blower Policy wherein employees can make protected disclosures to the Chief Ethics Counsellor/Chairperson of the Audit Committee

Recognitions that validate our approach

- Received the Amrop-ET India's Best Boards Award in the Mid-cap category for FY 2021-22;
- Won India's Most Ethical Company Award in Leisure and Hospitality by World Sustainability Congress during FY 2021-22

Sustainability governance

We have developed a robust, cross-functional ESG governance framework, which is an integral part of the overall strategy as it deals with the accountability of implementing the ESG strategy. This framework is aimed at assisting internal stakeholders to steer and implement the ESG strategy across our hotels along with elaborations on respective roles and responsibilities.

ESG Apex Committee

- MD & CEO
- EVP operations
- EVP & CFO
- EVP Real Estate & Development
- EVP & General Counsel
- EVP & Global Head HR
- EVP Sales & Marketing
- Senior VP Corporate Affairs & Company Secretary

Responsibilities

- Enable and support overall direction to ESG programmes
- Review and approve public disclosures on ESG (Annual Report, ESG Report, special disclosures)
- Allocate resources required by ESG champions
- Oversight on ESG strategy and roadmap

Cybersecurity and information governance

With the world shifting to the digital paradigm, a trend that was further accelerated due to the pandemic, there is a rise in data security and cyber related risks. Our business is governed with robust and comprehensive Information Technology (IT) policies and procedures, which cover information security management as per ISO 27001, General Data Protection Regulation (GDPR), Payment Card Industry (PCI) compliance, among others. Ensuring safe and protected business operations is our utmost priority.

Our enterprise risk management framework helps us identify the information security risks and mitigation processes. Our Board and senior management regularly review the identified risks and closely monitor the information security landscape and prevailing threats across the globe while lending expertise on various security projects. We undertake regular audits by third-party providers and implement their recommendations to ensure that our risk register, policies and processes are keeping our information security landscape secure.

Apart from these baseline security measures, we deployed advanced technology to protect our hotels and corporate offices from data intrusions. These include firewalls, web filtering tools and VPN, among others across all hotels and offices.

We partnered with a leading organisation in the domain of information security, to constantly and proactively monitor systems using smart tools to avoid zero hour attacks and advanced persistent threats. The facility monitors, analyses, investigates, reports and responds to latest threats in the cyber space.

We follow a rigorous vulnerability assessment schedule to ensure resilience against cyberattacks and protect the information stored in servers and endpoints. We subscribed to cyber risk insurance to safeguard the interest of our stakeholders, in case of an unprecedented situation.

GDPR and privacy

We respect the privacy of our stakeholders (shareholders, customers, employees, suppliers, among others) and are committed to protecting the privacy and security of personal information. With the new privacy regulations being rolled out in various countries, unions and states, we undertook adequate steps to safeguard the interest of all our stakeholders. We use personal information of individuals as per our privacy policy and retain data for the period prescribed in various laws of the land.

Board of Directors

GLOBAL MINDED LEADERS

N. Chandrasekaran
Non-Executive Director and Chairman

N

F BL D G SM HR

Nasser Munjee
Non-Executive, Independent Director

A R C

F BL G HR

Hema Ravichandar
Non-Executive, Independent Director

N A C

BL G HR

Venkataramanan Anantharaman
Non-Executive, Independent Director

A N R S

F BL G HR

Anupam Narayan
Non-Executive, Independent Director

A R

F BL D G SM H

Venu Srinivasan
Non-Executive Director

F BL D SM H

Mehernosh S. Kapadia
Non-Executive Director

S

BL SM H G

Puneet Chhatwal
Managing Director and Chief Executive Officer

S C

F BL SM H

Board Committee

- Member
- Chairperson
- A Audit Committee
- N Nomination and Remuneration Committee
- C Corporate Social Responsibility and Sustainability (ESG) Committee
- R Risk Management Committee
- S Stakeholders' Relationship Committee

Board Expertise

- F Finance
- BL Strategy / Business leadership
- D Digital and information technology
- G Governance/ Regulatory and risk
- H Hospitality
- SM Sales and Marketing
- HR Human resources

Executive Leadership

AIDED BY EFFECTIVE MANAGEMENT

Puneet Chhatwal
Managing Director and Chief Executive Officer

Rohit Khosla
Executive Vice President – Operations (North and West India)

Prabhat Verma
Executive Vice President – Operations (South India, International and Expressions)

Giridhar Sanjeevi
Executive Vice President and Chief Financial Officer

Suma Venkatesh
Executive Vice President – Real Estate and Development

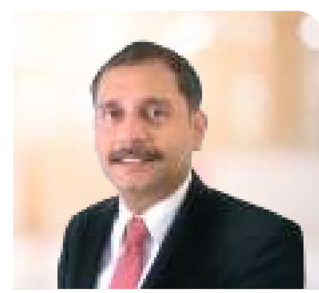
Rajendra Misra
Executive Vice President and General Counsel

Gaurav Pokhariyal
Executive Vice President & Global Head – Human Resources

Parveen Chander Kumar
Executive Vice President - Sales & Marketing

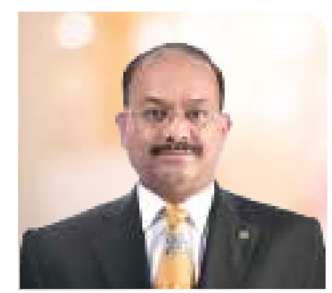
Deepika Rao
Executive Vice President - Hotel Openings & Corporate Communications

Beejal Desai
Senior Vice President – Corporate Affairs & Company Secretary (Group)



Ashish Seth
Senior Vice President – Materials and Project Development

Vinay Deshpande
Senior Vice President and Head of Digital & IT



S. Y. Raman
Vice President – Group Internal Audit

Urban Denk
Senior Vice President - Food & Beverage

Risks Management

IDENTIFYING AND MITIGATING CHALLENGES

At IHCL, we have devised and implemented a robust and comprehensive risk management framework that enables us to identify, assess and mitigate the threats we face as a business. We constantly monitor our risks and work to conceive ways to effectively control them.

Risk management approach

Identify risks → Define risk appetite → Respond, manage and mitigate → Assess and quantify → Monitor and review

Risk management framework

Board of Directors

Risk Management Committee
Responsible for developing and monitoring the Group's risk management policies

Audit Committee
Oversees how management monitors compliance with the Company's risk management policies and procedures

Internal Audit Team

- Facilitates identification of risks and mitigants, if any
- Internal audit conducted based on established risk control matrix

Type of risks	Mitigation steps	Material issues impacted
Geo-political risks and economic recession Risks arising out of the current war situation as also related economic ramifications	• Awareness and scanning of environment • Strategic initiatives	E G SS
Business interruption inter-alia on account of pandemic Disruptions in the business environment, resulting in dipping revenues, caused by the pandemic's multiple waves	• Initiatives introduced for the pandemic that continue to support revenues	E
Inflation amplified by increasing fuel prices Risk of multiple commodity prices going up due to increasing fuel prices	• Development of alternate energy sources, suppliers and equipment	E P SS
Cyber vulnerabilities Risks of personal and sensitive data getting leaked, due to extensive use of apps, websites, vendor sites, among others	• Cyber risk assessment and remedial actions • Cyber security training	D C B
Land, water and atmospheric pollution Increased requirements for pollution control	• Adherence to various norms and alternate measures to reduce release of pollutants	C EH CH
Inadequate returns from investments Risks of not generating sufficient return from investments in overseas hotels and greenfield projects	• Focused monitoring of business performance	E
Abuse of social media by guest/staff/ stakeholders Increased exposure of hospitality industry to social media and other media	• Continuous monitoring of comments in social media and timely responses provided • All-inclusive sustainable business model, involving all stakeholders	C B
Data governance Quality and democratisation of data analytics	• Data warehouse and analytics • Uniformity in inputting data	D C B
Complex organisation structure Multiple legal entities in group, including subsidiaries/JVs/ associates, leading to administrative and regulatory hurdles	• Simplification of structure of legal entities (ongoing)	E
Talent acquisition/development to match the pace of property acquisitions Need to acquire, develop and retain talent of right calibre	• Career and succession planning process • Focused development of talent in critical roles • Partnership with global business schools	E T DE
Impact of climate change on organisation Risks arising out of climatic changes, impacting hotel industry	• Continuous scanning of the environment • Use of renewable/alternate energy	E CC W CE

E Economic performance
G Growth and scale
C Customer delight
D Digitalisation
B Brand, reputation and communication
CC Climate change, energy and emissions
W Water
CE Circular economy
T Talent management and retention
EH Employee health and safety
CH Customer health and safety
DE Diversity and equal opportunity
S Social inclusion and development
P Procurement practises
SS Sustainable supply chain

Management Discussion and Analysis

Economic environment and industry insight

Global economy: The year in review

The global economy resumed its path of recovery even with the resurgence of new variants of the COVID-19 pandemic. After initial nationwide lockdowns deployed during the first wave, fewer nations resorted to zero-tolerance policies to control the virus. On the contrary, governments encouraged COVID-19 appropriate behaviour, improvements in healthcare infrastructure, increased coverage of testing and wide vaccination drives while resorting to localised containment measures to control subsequent waves. Following a contraction of 3.1% in the calendar year 2020, global growth is estimated at 6.1% in 2021. Growth estimates for 2021 of advanced economies is 5.2% while that of emerging markets and developing economies are pegged at 6.8%. For the same period, economic growth estimate for United States of America (USA) is 5.7% and the United Kingdom (UK) is 7.4%. Emerging and Developing Asian economies is estimated to have grown by 7.3% with the Indian economy estimated to have grown by 8.9% and China by 8.1%. The economies of Maldives, South Africa and Nepal is estimated to have grown by 33.4%, 4.9% and 2.7% respectively while Bhutan is estimated to have contracted by 3.7% in 2021. (Source: International Monetary Fund (IMF) – World Economic Outlook – October 2021 and April 2022).

More recently, difficult economic conditions posed by inflationary trends across nations, pandemic led supply-side disruptions accentuated by the geopolitical situation in Europe and possibilities of new strains of a mutating virus threaten to hinder global manufacturing and trade thereby impacting the general economic sentiment. In this context, the global economy is projected to grow at 3.6% in 2022 and 2023. USA is projected to grow by 3.7% in 2022 and 2.3% in 2023 while the UK is projected to grow by 3.7% in 2022 and 1.2% in 2023. The IMF projects a growth rate of 8.2% for India in 2022 and 6.9% in 2023 while China is projected to grow by a modest rate of 4.4% in 2022 rising to 5.1% in 2023. Emerging and Developing Asia is projected to grow by 5.4% in 2022 and 5.6% in 2023. The economies of Maldives, South Africa, Nepal and Bhutan is projected to grow by 6.1%, 1.9%, 4.1% and 4.4% in 2022 and 8.9%, 1.4%, 6.1% and 4.5% in 2023 respectively. (Source: IMF – World Economic Outlook – April 2022).

Real GDP, Year over Year % change

	Actuals		Estimate	Projections	
	2019	2020	2021	2022	2023
World Output	**2.8**	**-3.1**	**6.1**	**3.6**	**3.6**
Advanced Economies	1.7	-4.5	5.2	3.3	2.4
United States of America	2.3	-3.4	5.7	3.7	2.3
United Kingdom	1.4	-9.4	7.4	3.7	1.2
Emerging Market & Developing Economies	3.7	-2.0	6.8	3.8	4.4
Emerging and Developing Asia	5.4	-0.9	7.3	5.4	5.6
India	**4.0**	**-7.3**	**8.9**	**8.2**	**6.9**
China	6.0	2.3	8.1	4.4	5.1
ASEAN-5	4.9	-3.4	3.4	5.3	5.9
Emerging and Developing Europe	2.5	-1.8	6.7	-2.9	1.3
Sub Saharan Africa	3.1	-1.7	4.5	3.8	4.0
Middle East and Central Asia	1.5	-2.8	5.7	4.6	3.7

Source: IMF World Economic Outlook, October 2021 and April 2022

Earlier, the World Bank in its report of January 2022 forecasted global economic output to expand by 4.1% in 2022 and moderate to 3.2% in 2023. It attributed the decelerated growth in 2022 to continued COVID-19 infections, diminished fiscal support, higher inflationary conditions and lingering supply bottlenecks. The moderation of growth in 2023 is mainly due to waning pent-up demand and further removal of all supportive macroeconomic policies. (Source: Global Economic Prospects-World Bank – January 2022).

While the World Bank Report was released before the outbreak of the war in Ukraine, the recent IMF Outlook pared global growth in 2022 from its earlier projection of 4.4% in January 2022 to 3.6% in its report of April 2022. The recent war between Russia and Ukraine has caused major disruption in trade especially exports of crude oil, natural gas, edible oil, wheat, corn, metals, fertilisers, etc. from the Black Sea region further contributing to increase in global energy costs and commodity prices. Global crude oil prices crossed US$ 130 per barrel, its highest level since 2008,

Management Discussion and Analysis

and despite some correction, remains at elevated levels. Closer home, Sri Lanka's economy, impacted by reduced foreign currency inflows due to the pandemic, further worsened by increased crude oil prices resulting in a depletion of its foreign currency reserves. This has impacted imports leading to supply shortages of fuel, electricity, food, ink, paper, etc. causing political unrest in the country. Challenges faced by tourism-based economies are expected to recede with recommencement of international flights. However, Europe's escalated geopolitical situation, lingering war and imposition of sanctions, elevated oil and commodity prices, prolonged supply chain disruptions and volatility in financial markets worldwide as well as political crises in the Indian subcontinent could impact trade within countries and impair economic growth across USA, Europe and Asia Pacific regions in the near term.

'FY 2021-22 has been a year of strong recovery in the Indian travel and tourism industry. While flight restrictions continued for most part of the year subduing international travel, demand was largely from pent-up domestic leisure travel, extended stays, wedding, social events and a partial resumption of business travel in the country.'

Indian economy: The year in review

The Indian GDP grew during FY 2021-22 at 8.7% compared to a contraction of 6.6% in FY 2020-21 as per the Press Note dated May 31, 2022 of the National Statistical Office of the Government of India. Total Consumption grew by 7.0% in FY 2021-22 enabled by private spending. Exports of both goods and services have been exceptionally strong in FY 2021-22 growing by 24.3%. Imports also recovered strongly with recovery in domestic demand coupled with higher international commodity prices to grow by 35.5% in FY 2021-22. In terms of Gross Value Added (GVA), the agricultural sector was the least impacted compared to other industries and grew by 3% during FY 2021-22 after a growth of 3.3% in FY 2020-21. Trade, Hotels, Transport, Communication and Broadcasting related services, constituting about a third of overall services grew by 11.1%. The Indian real estate market, which has proven to be inflation-proof, has shown a significant revival in FY 2021-22. India's balance of payments remained in surplus throughout the past two years which has enabled the Reserve Bank of India to maintain a strong position in foreign currency reserves above US$ 600 billion.

In its Monetary Policy Report of April 2022, the Reserve Bank of India (RBI) has projected real GDP to grow at 7.2% in FY 2022-23. Several high frequency indicators viz. railway freight, GST collections, electricity demand, import of capital goods, etc. have displayed robust growth during February and March 2022. There has been a significant rise in consumer optimism on the back of improved sentiments of the general economic situation. According to 'The Economist' - May 14, 2022 edition, India is expected to be the fastest growing big economy in the world. While the economy has been looking up in the fourth quarter of FY 2021-22, escalating geopolitical tensions in the Black Sea region resulting in significant hardening of international crude oil and other commodity prices, the loss of momentum in global trade and risk of future waves of COVID-19 infections pose downside risks to the outlook for India in line with the global economy. Further, in May 2022 the RBI considered prevailing high inflationary conditions while raising interest rates by 40 basis points. (Source: Reserve Bank of India Monetary Policy Report – April 2022 and May 2022)

Industry insight

Global hospitality and tourism industry

Global tourism continued to be impacted in 2021 by repeated waves of the pandemic and consequent re-introduction of travel restrictions. International tourist arrivals across the world for 2021 were 421 Million, 4.6% over that of 2020 but lower by 71.3% compared to 2019 according to data from the United Nations World Tourism Organisation (UNWTO). In absolute numbers, international arrivals at destinations worldwide were still far less by a billion travellers in 2021 than the pre-pandemic levels of 2019. Asia and the Pacific registered an absolute decline in international arrivals in 2021 over 2020 by 64.7%. International tourist arrivals in South Asia were at 5.7 Million, lower by 42.9% from 2020 and 83.1% from 2019. In 2019, South Asia had 33.7 Million international tourist arrivals. Amongst other regions, international tourist arrivals in 2021 over 2020 to North America and Africa grew by 22.2% and 13.9% respectively while the Middle East declined by 8.3%. All these regions are trailing their pre-pandemic levels by large margins.

International tourist arrivals i.e. overnight visitors increased by 130% in January 2022, higher by 18 Million. Even though the increase in arrivals during January 2022 was the same as that for the entire 2021 over 2020, it was 67.1% lower than the pre-pandemic level of January 2019. South Asia recorded an increase of 135.3% in arrivals in January 2022 over the same month in 2021. The encouraging results were impacted by the Omicron variant of COVID-19 virus and re-introduction of travel restrictions across several countries. The ebbing of this wave of the virus gave way to the rising geopolitical stress in Europe and South Asia. (Source: UNWTO, Barometer March 2022)

Outlook

The UNWTO expects international tourism to continue its recovery in 2022 gradually as more destinations ease or lift travel restrictions and pent-up demand is released. According to its report, 12 destinations had no COVID-19 related restrictions in place as of March 24, 2022. It expects domestic tourism to continue driving the recovery of the travel and tourism sector for an increasing number of destinations while international tourism bounces back. However, major downside risks threaten the ongoing recovery of tourism in 2022. These being the Russia-Ukraine war, pressure on consumer purchasing power and savings caused by high energy prices, inflation in commodity prices, monetary policy interventions by central banks and travel restrictions in many destinations due to the ongoing pandemic which could delay the recovery of international tourism.

The UNWTO scenarios published in January 2022 estimated a range of 30% to 78% growth in international tourist arrivals in 2022 over 2021 depending on various factors of health, policy, geopolitical and economic factors. However, after factoring this growth, the international tourist arrivals would still be at 50% to 63% below pre-pandemic levels. (Source: UNWTO, Barometer January 2022) Considering the aforesaid factors, global travel is not expected to return to pre-pandemic levels earlier than 2023.

Indian hospitality and tourism industry

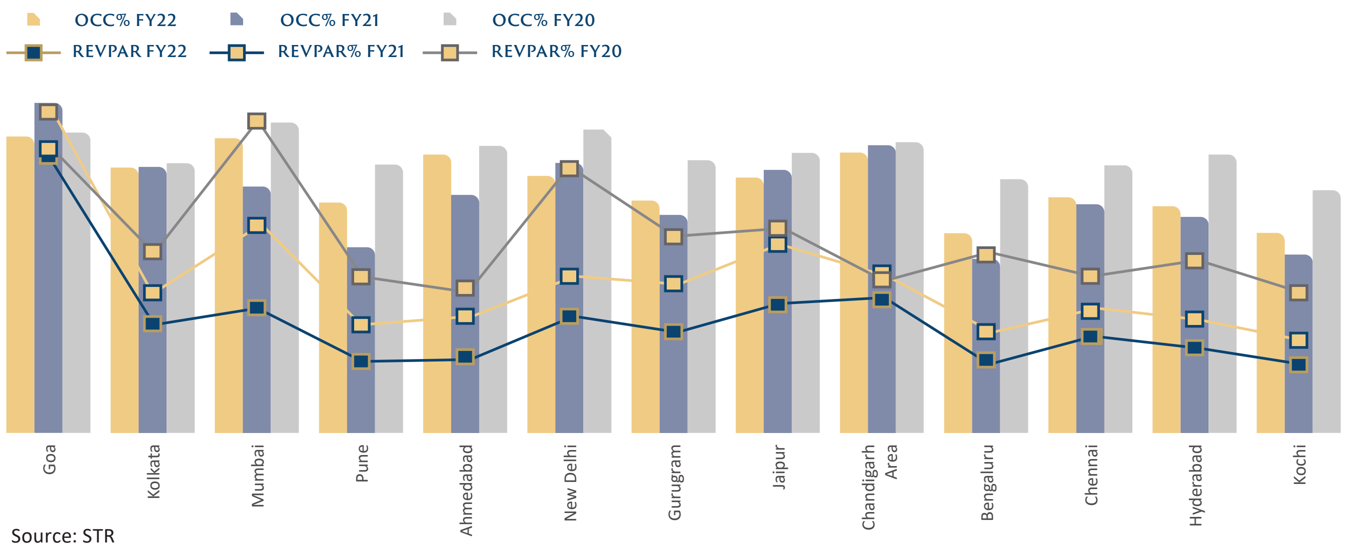
FY 2021-22 has been a year of strong recovery in the Indian travel and tourism industry. While flight restrictions continued for most part of the year subduing international travel, demand was largely from pent-up domestic leisure travel, extended stays, wedding, social events and a partial resumption of business travel in the country. Total air passenger traffic within India for 2021 was 182 Million, higher than 2020 by 27% but lower than 2019 by 48%. Of this, 164 Million or 90% constituted domestic air passenger traffic. (HVS Anarock - India Hospitality Industry Overview 2021 and Airports Authority of India data). In contrast, foreign tourist arrivals were 1.41 Million for the calendar year 2021 in comparison with 2.74 Million in 2020 and 10.93 Million in 2019 (Government of India, Ministry of Tourism Annual Report – 2021-22).

As per Horwath HTL Market Report: India Hotel Market Review 2021, calendar year occupancy for 2021 was 43.5% in comparison with 32.0% in 2020 and 24.9% during the initial pandemic period of March to December 2020. The recovery from the 'second wave' of COVID-19 was quicker and demand during the period July to September 2021 was particularly strong.

The 13 Indian destinations tracked by STR, a global hospitality data analytics firm, registered an occupancy of 50.0% in the fourth quarter of FY 2021-22 as against 46.1% in FY 2020-21 with a 39% improvement in RevPAR. As shown in the chart below, occupancies of Goa, Kolkata, Ahmedabad and Chandigarh have nearly recovered to their pre-pandemic levels of 2019-20. Goa registered the highest occupancy at 63.3% while Mumbai registered the second highest occupancy at 62.6%. RevPAR of Goa and Chandigarh exceeded the pre-pandemic levels of 2019-20. Goa's RevPAR at ₹6,012 was the highest among the tracked destinations in the country.

Management Discussion and Analysis

INDIA OCCUPANCY AND REVPAR BY CITIES FOR JAN TO MAR



Source: STR

Outlook

Subsequent waves of the COVID-19 virus have resulted in a quicker 'V-shaped' recovery of economic activity and mobility with comparatively lower disruption in livelihoods. This was also strengthened by higher vaccinated population, low-fatality-quick recovery rate of the Omicron variant and better healthcare preparedness in the country. These factors have resulted in higher consumer confidence which is expected to improve the prospects for travel and tourism within the country. While various State Governments have eased regional travel restrictions, the Government of India recently ended its COVID-19 containment measures under the Disaster Management Act and resumed regular international flights, thus paving the way for greater inflow of international tourist arrivals to India.

The Indian tourism industry achieved peak occupancies of ~90% without international inbound travel and with lower levels of business travel. With these segments beginning to rebound demand forecast is expected to be robust. Corporate business travel is more likely to resume for purposes of client acquisitions, relationship building, industry conferences, exhibitions and tradeshows. Increase in international travellers to leisure destinations as well as inbound travel for weddings, conferences and events along with pent-up demand among domestic travellers are expected to further increase occupancies. Increasing demand for rooms coupled with a favourable demand-supply equation in branded accommodations should progressively improve average room rates. This is substantiated by the business performance for April 2022 which was better than that of April 2019. The 'new normal' is expected to bring with it new segments of customers and trusted, branded hotel chains would be in the best position to leverage such opportunities. The industry would continuously need to explore ancillary revenue streams to maximise revenue per square foot of real estate thereby protecting its revenue generating capabilities.

Finally, large scale development of infrastructure by the Government, including roads, railways, metro-railways, airports and ports will aid long term growth of tourism and hospitality sector in India. These investments, coupled with coordinated efforts of Government ministries along with the industry should provide major stimulus for growth of Indian travel and tourism going forward.

Review of the Business

IHCL Portfolio

As on March 31, 2022, IHCL has a portfolio of 235 hotels, including 175 operational hotels, of which close to 80 hotels were signed in the past 4 years and 36 hotels were opened during the same period. Brand Finance, the world's leading brand valuation consultancy, ranked the Company's flagship brand, 'Taj', as the World's Strongest Hotel Brand in 2021 in its 'Hotels 50 2021' report. Taj was also rated as 'India's Strongest Brand' across all sectors by Brand Finance in its 'Indian 100' report in 2020 and 2021, and the second strongest Indian brand in 2021.

IHCL's vision was set in February 2018 to be 'The Most Iconic and Profitable Hospitality Company in South Asia' under its strategy 'Aspiration 2022'. This was based on the three tenets of restructuring growth to develop a strong pipeline using an asset light model, re-imagining IHCL's brandscape and re-engineering margins contributed equally by revenue and cost initiatives while simplifying holdings, monetising non-core and hotel assets and reducing debt to strengthen the balance sheet. The Company made significant progress in executing its plans up to March 2020. The past two years of co-existing with the pandemic required the Company to improvise its strategy and innovatively retain its focus with agility to survive, revive and thrive, thus making itself resilient to the challenging economic and social environment while protecting the health of its customers and employees. The Company implemented 'R.E.S.E.T 2020' – Revenue growth, Excellence, Spend optimisation, Effective asset management and Thrift and financial prudence. RESET focused on multipronged tactical initiatives to maximise opportunities of revenue and in the process, lay the foundations for future revenue streams. It also maintained an astute attention on optimising expenditure by renegotiating operating supplies, reorganising people, reducing fixed operating costs and discretionary spends on repairs, selling, distribution, marketing and administration costs at hotels and the corporate office. IHCL continued its focus on service excellence by strengthening standards of safety and hygiene and introducing digitally enabled

contactless processes. During this period, IHCL also ensured an effective management of its assets by leveraging opportunities of monetising non-core assets, selling and managing back hotel assets and renegotiating lease terms for longer term benefits. It prioritised renovations and maintained sufficient liquidity to meet its obligations. While doing so, IHCL continued its steadfast service to the nation by providing meals and rooms to the medical fraternity at subsidised cost during the period of the pandemic.

Some of the key initiatives that IHCL undertook during the year are given below:

Growth through expansion continued high on IHCL's agenda as it pursued its strategy of growing its portfolio and pioneering new destinations in India. Despite challenges posed by the pandemic during FY 2020-21, IHCL signed 17 hotels, opened 7 new hotels and opened 5 amã properties. During the current year, it continued its path of growth by signing 19 hotels and opening 13 new hotels and 27 amã properties. New hotels opened during FY 2021-22 included a 325 room, Taj Exotica Resort & Spa, The Palm, Dubai and India's first all women-run luxury residences, Taj Wellington Mews, Chennai.

Innovative products and service offerings contributing to revenue growth through:

Ginger, now a portfolio of 85 hotels across 50 cities, including 28 under development. With its refurbished hotels and new openings under the Lean Luxe model the brand is well poised to harness the opportunities offered by a new normal. During the year, Ginger achieved close to 95% of its pre-pandemic business aided by a good recovery in accommodations, increased revenue from its new food and beverage outlets and increased fees from managed properties.

Management Discussion and Analysis

amã Stays & Trails, a homestay brand was preferred by families for exclusive and extended stays over conventional hotels. The demand for homestays has been greater since successive lifting of lockdown restrictions. IHCL opened 27 properties under amã Stays & Trails in the current year taking the portfolio to 80 bungalows including 47 bungalows in operation and 33 in the pipeline.

Qmin, IHCL's culinary and food delivery platform present in 20 cities delivering via Qmin app and has offline presence through Qmin Shops, Qmin QSR and Qmin food trucks.

The Chambers, India's first exclusive business club with presence across eight landmark Taj hotels in India, Dubai, London and one in New York in the pipeline consolidated its member base.

TajSATS, India's largest airline catering company and the leader in the Indian market has evolved to expand into the non-aviation culinary segment.

80
Amã Bungalows including 47 bungalows in operation and 33 in the pipeline

8
Landmark Taj hotels have exclusive business class clubs under The Chambers

85
Hotels across 50 cities for Ginger

20
Cities delivering via qmin use Qmin

Funding, capital structure and simplification

During the year, the Company infused equity of ₹3,981.97 Crore by issuing shares to existing shareholders on 'rights' basis and to Qualified Institutional Buyers. The proceeds of these issues were utilised to repay debt and consolidate its strategic investments in order to simplify its holdings. During the year the Company achieved a net cash positive position, both on a standalone basis and for the Group. This has helped improve the capital structure of the Company and the strength of its balance sheet.

The Company executed its strategy of simplifying its holding structure by acquiring residual stakes in companies holding assets and businesses, namely the site for the Sea Rock Hotel, Roots Corporation Limited and Taj Cape Town, South Africa.

Strategic imperatives going forward

While IHCL resorted to R.E.S.E.T. 2020 to deal with the impact of the pandemic, several levers of growth and profitability were sharpened during this journey. With travel improving and tourism beginning to stabilise, IHCL aims to turn its focus on the following imperatives:

(i) **Asset light growth:** IHCL shall continue to sign new leases and management contracts and open hotels regularly to expand its presence. It shall incur capital expenditure selectively on priority projects such as continuing refurbishments and renovation at key hotels, construction of 371 keys Ginger in Mumbai, re-designing the banquet hall at The Pierre, New York and similar strategic projects. It shall continue to pursue inorganic and organic growth strategies, leverage its strategic partnerships with financial investors, cultivate and grow owner-partner relationships.

(ii) **Revenue recovery and enhancement:** IHCL aims to enhance its market share and strive towards widening the premium of its rates over its competitive set and grow its management fee income. Powered by established brands, viz. "Taj", "SeleQtions" and "Vivanta" and supported by emerging and re-imagined brands, IHCL aims to innovate with customer-centric products and campaigns and leverage its partnership with Tata Neu App to strengthen its customer loyalty programme.

(iii) **New brands and businesses:** A re-imagined 'Ginger' brand along with a lean luxe model holds out a strong growth potential as demand in the mid-scale segment increases. IHCL aims to capitalise on this demand by expanding its presence in high-growth markets with leases and management contracts under the 'Ginger' brand. The Company also aims to establish and scale up new businesses developed under the brands of 'Qmin' and 'amã Stays and Trails' and enhance the member base of the re-imagined 'Chambers'. These revenue streams are expected to complement the Company's mainstream revenue and enhance its profitability.

(iv) **Reshaping the financials:** On the revenue side, IHCL's focus is on building significant income streams through management fees from asset light expansions, re-imagined brands and new businesses thereby contributing to higher margins. On the cost side, the Company aims to optimise its operating model with a continued focus on manpower rationalisation through newer ways of working, redeployments and reskilling its employees as well as optimising operating and fixed costs at hotels. It seeks to retain corporate overheads at an optimal level by applying prudence in allocating resources, restructuring and exploring synergies. IHCL remains focussed on restructuring the balance sheet by managing assets, monetising non-core assets and maintaining a healthy capital structure. It shall continue its unwavering focus on profitability and healthy returns on capital employed armed with a strong balance sheet to realise future growth.

Compliance

IHCL deploys a robust internal check process to prevent and limit the risk of non-compliance. The Company approaches compliance from a proactive standpoint and believes in responsive intervention. Compliance with laws and regulations is an essential part of its business operations and it adheres to all national and regional laws and regulations in such diverse areas as product safety, product claims, trademark, copyright, patents, competition, employee health and safety, the environment, corporate governance, listing and disclosure, employment and taxes. Nevertheless, it is focussing on increasing awareness, documentation and supplementing the expertise of internal professionals with that of independent consultants, as may be required from time to time.

Management Discussion and Analysis

Internal control systems and their adequacy

The Company has institutionalised an adequate system of internal controls, with documented procedures covering all corporate functions and hotel operating units. Internal controls provide reasonable assurance regarding the effectiveness and efficiency of operations, the adequacy of safeguards for assets, the reliability of financial controls, and compliance with applicable laws and regulations.

The internal audit process (Taj Positive Assurance Model), based on the audits of operating units and corporate functions, provide positive assurance. It converges the process framework, risk and control matrix and a scoring matrix, covering all critical and important functions *inter alia* revenue management, hotel operations, purchase, finance, human resources and safety. A framework for each functional area is identified based on risk assessment and control, while allowing the unit to identify and mitigate high-risk areas. These policies and procedures are updated periodically and monitored by the Group Internal Audit. The Company aligns all its processes and controls with best practices.

Internal controls are reviewed through the annual internal audit process, which is undertaken for every operational unit and all major corporate functions under the direction of the Group Internal Audit. These reviews focus on:

- Identification of weaknesses and improvement areas
- Compliance with defined policies and processes
- Compliance with applicable statutes
- Safeguarding tangible and intangible assets
- Managing risk environment, including operational, financial, social and regulatory risks
- Conformity with the Tata Code of Conduct

The Board's Audit Committee oversees the adequacy of the internal control environment through periodic reviews of audit findings and by monitoring implementation of internal audit recommendations through compliance reports. The statutory auditors have opined in their report that there are adequate internal controls over financial reporting at IHCL.

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Management Discussion and Analysis of Operating Results and Financial Positions

The Annual Report contains financial statements of the Company, both on a standalone and consolidated basis. An analysis of the financial affairs is discussed below under summarised headings.

Results of Operations for the year ended March 31, 2022

Standalone Financial Results

The following table sets forth financial information for the Company for the year ended March 31, 2022

(₹ Crore)

Particulars	Year ended March 31, 2022	March 31, 2021
Income		
Revenue from Operations	2,003.34	1,133.15
Other Income	149.08	110.52
Total Income	**2,152.42**	**1,243.67**
Expenditure		
Food and Beverages Consumed	172.99	107.93
Employee benefit expenses and payment to contractors	624.48	538.64
Depreciation and Amortisation Expense	203.03	203.81
Other operating and general expenses	817.60	583.48
Total Expenditure	**1,818.10**	**1,433.86**
Profit/(Loss) Before Finance Costs and Tax	**334.32**	**(190.19)**
Finance Costs	304.50	294.79
Profit/(Loss) Before Exceptional Items and Tax	**29.82**	**(484.98)**
Exceptional Items	(56.93)	(155.30)
Profit/(Loss) Before Tax	**(27.11)**	**(640.28)**
Tax Expense/(Benefit)	7.34	(115.50)
Profit/(Loss) After Tax	**(34.45)**	**(524.78)**

An analysis of major items of financial statements are given below:

a) **Income**

The summary of total income is provided in the table below:

(₹ Crore)

Particulars	Year ended March 31, 2022	March 31, 2021	% Change
Room Income	848.19	471.55	80
Food, Beverage & Banqueting Income	714.47	401.80	78
Other Operating Income	242.03	169.32	43
Management & Reimbursable fees	198.65	90.48	120
Non-operating Income	149.08	110.52	35
Total Income	**2,152.42**	**1,243.67**	**73**
Statistical information			
Average rate per room (₹)	9,717	7,351	32
Occupancy (%)	53	39	14% points

Management Discussion and Analysis

i) Room income for the year was higher by 80% from the previous year with an average occupancy at 53% and an average rate per room (ARR) of ₹9,717. The Company saw a gradual rise in occupancies immediately after the second wave of the pandemic in the second and third quarters of the year. Occupancies rose from a low of 19% in May 2021 to a high of 69% in December 2021. Thereafter, occupancy dropped to 40% as a result of the Omicron variant in January 2022 and rose sharply to finish the year at 72% in March 2022. ARR across the Company's hotels remained healthy and peaked with peak occupancies during the year. The Company continued its strategy to pursue revenue growth from 4D drivable distance vacations, Taj Holidays, Urban Gateways, Desh Dheko, weddings, Qmin and other promotional campaigns on the back of a general sense of confidence amongst domestic leisure travellers. Room income for FY 2021-22 was approximately at 75% of FY 2019-20 levels.

ii) Food and beverage income for the year was higher by 78% from the previous year. Business from banqueting grew by more than twice over the previous year while the restaurant business grew by approximately half of that in the previous year. Food and beverage revenue was at 65% of the pre-pandemic level. Resident guests continued to contribute predominantly to restaurant business given the resurgent waves and capacity constraints in force for most of the year. Total covers were the lowest in the first quarter of the year, a period of the second wave of the pandemic and rose steadily through the months to December 2021. Covers dropped again in January 2022 when the Omicron variant surfaced but rose quickly through February and March 2022. F&B price realisations improved over the previous year.

iii) Other Operating Income primarily comprises income from membership fees, rentals, spa and health club, laundry, transportation, telephone and business centre rents among others. Other operating income increased by 43% over the previous year with increase in Chamber initiation fees for new members, Chamber membership fees for continuing members, transportation income, spa, salon and other accommodation dependent income due to improvement in occupancies.

iv) Management and reimbursable fees at ₹198.65 Crore was higher by 120% compared to the previous year. The increase in management fees and reimbursable fees was mainly due to an increase in the business activity levels of managed properties in the portfolio and new managed properties commencing operations.

v) Non-Operating Income increased by ₹38.56 Crore from ₹110.52 Crore to ₹149.08 Crore. During the current year, interest earned by the Company on income tax refunds increased by ₹50.91 Crore and profit on disposal of property, plant and equipment increased by ₹5.82 Crore. Offsetting this was the previous year's gain on fair valuation of a financial liability for acquisition of shares in a company ₹23.06 Crore.

b) **Expenditure**

Total expenses increased from ₹1,433.86 Crore to ₹1,818.10 Crore during the current year. The Company continued its path towards revival to consolidate its position after having responded with agility to the unprecedented situation caused by COVID-19 in the previous year. While Total Income increased by 73%, Total Expenditure increased by 27% mainly due to increase in variable costs consequent to increased business activity and optimisation of fixed costs to sustainable levels. Details of interventions under each expenditure head is explained below:

i) **Food and Beverages Consumed**

	March 31, 2022 (₹ Crore)	March 31, 2021 (₹ Crore)	Change (%)
Food and beverages consumed	172.99	107.93	(60)
% To Food, Beverage & Banqueting Income	24	27	3% points

Food and beverages consumed, which is variable in nature, increased with increase in income from food, beverages and banqueting business. While food and beverages income increased by 78% from the previous year, food and beverages consumed as a percentage of food and beverage income was lower at 24% as against 27% in the previous year.

ii) **Employee Benefit Expenses and Payment to Contractors**

	March 31, 2022 (₹ Crore)	March 31, 2021 (₹ Crore)	Change (%)
Employee benefit expenses and payment to contractors	624.48	538.64	(16)

Employee benefit expenses and payments to contractors increased by 16% from ₹538.64 Crore in the previous year to ₹624.48 Crore in the current year. This was mainly due to an increase in employee costs commensurate with increase in business activities, discontinuation of voluntary salary reductions, consequent increase in contribution to retiral funds and variable pay. During this period, the Company continued its emphasis on rationalisation of manpower through redeployment of people to newly opened hotels, multi-skilling, clustering and shared service approaches thereby optimising "staff to room ratios" across its brands.

iii) **Depreciation and Amortisation Expenses**

	March 31, 2022 (₹ Crore)	March 31, 2021 (₹ Crore)	Change (%)
Depreciation and amortisation expenses	203.03	203.81	n/m*

* n/m represents change percentages which are too high or too low

Depreciation and amortisation costs for the year were at the same levels of the previous year.

iv) **Other Expenditure**

	March 31, 2022 (₹ Crore)	March 31, 2021 (₹ Crore)	Change (%)
Other Operating Expenses	447.72	297.35	(51)
General expenses	369.88	286.13	(29)
Total	**817.60**	**583.48**	**(40)**

Other Expenditure increased by 40% from ₹583.48 Crore to ₹817.60 Crore in the current year.

Other operating expenses increased from ₹297.35 Crore in the previous year to ₹447.72 Crore, an increase of ₹150.37 Crore. This was primarily due to increase in variable costs corresponding to higher business volumes. This was reflected in power costs, maintenance, linen and room supplies, transportation, distribution costs in terms of commissions to travel agencies, credit card charges and costs of hosting banqueting events.

General expenses increased from ₹286.13 Crore in the previous year to ₹369.88 Crore, an increase of ₹83.75 Crore. Primary reasons for such increases were increase in variable lease costs linked to turnover of leased properties, withdrawal of waivers of property taxes and licence fees during the year, higher rent for office premises and writing off income accrued in past years on unutilised export incentives, withdrawn by the Government. The Company also engaged in selectively increasing its advertising and promotion activities from a judicious increase in spends on campaigns relevant to consumer sentiment and emerging and re-imagined products.

Management Discussion and Analysis

c) **Finance Costs**

	March 31, 2022 (₹ Crore)	March 31, 2021 (₹ Crore)	Change (%)
Finance Costs	304.50	294.79	(3)

Finance Costs for the current year at ₹304.50 Crore were higher than the preceding year by ₹9.71 Crore or 3%, mainly due to interest on income tax demands and other payments. Interest on borrowings during the year were in line with the previous year.

d) **Exceptional Items**

Exceptional Items includes items as under:

(₹ Crore)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Change in fair value of Derivative Contracts	6.29	25.00
Provision for impairment of investment in subsidiaries that incurred losses	(63.22)	(179.52)
Provision for impairment of investment in a Joint Venture	-	(0.78)
Total	**(56.93)**	**(155.30)**

Exceptional items for the current year mainly comprised of a provision for operating losses of foreign subsidiaries which was lower than the previous year.

e) **Tax Expense**

Tax expense for the year was at ₹7.34 Crore as against a tax benefit of ₹115.50 Crore. This was mainly due to decrease in the loss before tax for the year.

f) **Profit/(Loss) after Tax**

During the current year, the Company incurred a loss after accounting for tax benefits of ₹34.45 Crore compared to ₹524.78 Crore in the previous year. This was due to a significant improvement in the operating revenues of the Company and cost containment measures continued by the Company during the year.

g) **Gross Debt, Net Debt and Liquidity**

	March 31, 2022 (₹ Crore)	March 31, 2021 (₹ Crore)	Change (%)
Gross Debt	942.53	2,587.25	64
Less: Cash and cash equivalents*	1,004.01	38.42	n/m
Less: Current Investments	896.84	374.39	140
Net Debt/(Net Cash)	**(958.32)**	**2,174.44**	**144**

* Includes balances greater than 3 months not earmarked or pledged

n/m represents change percentages which are too high or too low

During the year, gross debt decreased by ₹1,644.72 Crore from ₹2,587.25 Crore to ₹942.53 Crore. The Company issued fresh equity shares aggregating to ₹3,981.97 Crore in two tranches i.e. ₹1,981.97 Crore to existing shareholders on rights basis and ₹2,000.00 Crore to Qualified Institutional Buyers. The proceeds from the issue, net of issue expenses, were utilised mainly for repayment of debt and investment in subsidiaries as per the objects of the issues. The unutilised balance of ₹1,565.45 Crore has been temporarily invested in deposits with banks and short-term investments.

The Company maintained adequate liquidity during the year to meet its financial obligations and commitments. The Company met all its interest and principal repayment obligations in a timely manner during the year. At the end of the year, the liquidity position represented by cash, cash equivalents and current investments increased by ₹1,488.04 Crore over the previous year to ₹1,900.85 Crore. Resultantly, net debt decreased from ₹2,174.44 Crore to a net cash position of ₹958.32 Crore.

Cash Flow

(₹ Crore)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Net Cash from/(used for) operating activities	693.33	(53.21)
Net Cash from/(used for) investing activities	(1,890.37)	(383.60)
Net Cash from/(used for) financing activities	1,804.00	338.66
Net Increase/(Decrease) in cash and cash equivalents	**606.96**	**(98.15)**

Operating Activities

Net cash generated from operating activities during the year was ₹693.33 Crore as compared to net cash used for operating activities in the previous year of ₹53.21 Crore. This was mainly attributable to the improvement in cash operating profit by ₹486.81 Crore due to increase in revenues and cash generated from an improved working capital position of the Company during the year.

Investing Activities

During the year, net cash used for investing activities amounted to ₹1,890.37 Crore, compared to ₹383.60 Crore in the previous year. The Company's outlay on capital expenditure was ₹141.26 Crore, which was mainly for Taj Mahal Delhi, the Company's large-format Ginger hotel in Mumbai and critical ongoing renovations. During the year, the Company had a net outflow of ₹873.88 Crore into liquid investments and deposits with banks. The Company also invested an amount of ₹877.58 Crore in its subsidiaries to consolidate its holdings, incubate new projects and to fund its hotel operations in United States. Further, the Company continued to monetise certain non-core assets of ₹32.42 Crore while interest and dividend received amounted to ₹14.00 Crore.

Financing Activities

During the year, net cash generated from financing activities was ₹1,804.00 Crore as against ₹338.66 Crore in the previous year. Financing activities comprised of ₹3,981.97 Crore from a fresh issue of equity shares, the issue expenses for which were ₹28.34 Crore. The Company repaid outstanding borrowings of ₹1,651.00 Crore, net of proceeds from fresh borrowings during the year. The Company also paid dividend of ₹47.37 Crore, interest and borrowing costs of ₹223.47 Crore, settled a cross currency interest rate swap of ₹146.33 Crore and paid lease liabilities of ₹81.46 Crore during the year.

Management Discussion and Analysis

Key Financial Ratios for Standalone Financials

Key financial ratios and their definitions are given in Note 47 of the Notes to Standalone Financial Statements. Some important ratios are reproduced below

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Current ratio (in times)	2.48	0.80
Debt – Equity ratio (in times)	0.12	0.61
Trade receivables turnover ratio (in days)	38	72
Net profit margin (in %)	(1.60)	(42.20)
Return on capital employed (in %)	3.70	(2.50)
Return on equity (in %)	(0.56)	(11.94)

During the year, the Company increased its capital by issuing fresh equity shares. These funds were used to repay borrowings and consolidate the Company's holdings in its subsidiaries. As a result, the Company's capital structure further strengthened as is evident from its ratios of Debt-Equity at 0.12 times and Current ratio at 2.48 times. Growth in revenue from operations and operating profits improved the Net Profit Margin, Return on Capital Employed and Return on Equity in comparison with the previous year. Debtors Turnover ratio decreased substantially from 72 days in the previous year to 38 days, even while revenue from operations increased due to higher collection efficiency.

Consolidated Financials

The Consolidated Financial Statements comprise the Company and its subsidiaries (referred collectively as the 'Group') and the Group's interest in associates and joint ventures prepared in accordance with Ind AS, as applicable to the Company. The Consolidated Statements include the financial position of subsidiaries on a line-by-line basis and for joint ventures and associates by applying equity method of accounting.

Consolidated Results

The following table sets forth the Consolidated Financial results for year ended March 31, 2022.

(₹ Crore)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Income		
Revenue from Operations	3,056.22	1,575.16
Other Income	155.16	164.72
Total Income	**3,211.38**	**1,739.88**
Expenditure		
Food and Beverages Consumed	257.23	143.82
Employee Benefits Expenses	1,150.24	894.01
Depreciation and Amortisation Expense	406.05	409.63
Other Expenditure	1,244.00	899.09
Total Expenditure	**3,057.52**	**2,346.55**
Profit/(Loss) before Finance Costs and Tax	**153.86**	**(606.67)**
Finance Costs	427.66	402.82
Profit/(Loss) before Tax, Exceptional Items and share of profit of equity accounted investees	**(273.80)**	**(1,009.49)**
Exceptional Items	15.62	159.95
Profit/(Loss) before Tax, before share of profit of equity accounted investees and Non-Controlling interests	**(258.18)**	**(849.54)**
Tax Expense/(benefit)	(35.78)	(155.33)
Profit/(Loss) after Tax, before share of profit of equity accounted investees and Non-Controlling interests	**(222.40)**	**(694.21)**
Add: Share of Profit/(Loss) of Associates and Joint Ventures (net of tax)	(42.57)	(101.42)
Profit/(Loss) for the year	**(264.97)**	**(795.63)**
Less: Non-Controlling interest in Subsidiaries	(17.25)	(75.52)
Profit/(Loss) after Tax attributable to Owners of the Company	**(247.72)**	**(720.11)**

Income

Revenue from operations increased by 94% from ₹1,575.16 Crore to ₹3,056.22 Crore. All subsidiaries of the Group registered good growth in business as state and federal governments across the globe relaxed lockdowns and heightened awareness, while personal precautions and increased vaccinations propelled travel across domestic circuits and international travel bubbles. Key markets in USA, UK, Maldives and India contributed to improving revenues and margins for the Group. The Group also earned higher fees from managed properties and membership fees with improving business prospects. Other Income decreased by ₹9.56 Crore from ₹164.72 Crore in the previous year to ₹155.16 Crore. The Group earned a higher interest on income tax refunds and profit on disposal of non-core assets. Offsetting this in the previous year was a gain on fair valuation of a financial liability for acquisition of shares in a company and exchange gain on restatement of a foreign exchange borrowing. The Group managed to register a Total Income at 70% of the pre-pandemic levels of FY 2019-20.

Expenditure

Total Expenditure increased by ₹710.97 Crore to ₹3,057.52 Crore from ₹2,346.55 Crore. The increase in expenditure was in line with the increase in business activity across the Group. Total Expenditure excluding depreciation for FY 2021-22 was lower by 24% in comparison with FY 2019-20. The Group continued to optimise costs including redeploying headcount amongst new hotels and businesses with the Tata Group and took advantage of packages announced by governments from time to time. The policies of the Government of United Kingdom supported the Company's hotel in London in terms of a business rates (council tax) holiday. The Company's subsidiary in the USA benefited from re-negotiated lease rent concessions and savings in licence fee on surrender a certain leased premise at its New York hotel.

Finance Costs

Finance Costs, including interest on lease liabilities for the year ended March 31, 2022, at ₹427.66 Crore was higher than the previous year by ₹24.84 Crore due to increased funding adopted by Group companies to improve liquidity and other charges, including interest on income tax demands.

Exceptional Items

Exceptional Items include the following:

(₹ Crore)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Change in fair value of derivative contracts	6.29	25.00
Profit on sale of hotel property in a subsidiary	7.12	23.80
Exchange gain on long term borrowings/assets (net)	2.21	29.12
Gain arising from acquiring controlling stake in a Joint Venture	-	82.03
Total	**15.62**	**159.95**

Management Discussion and Analysis

Profit/(Loss) after Tax attributable to Owners of the Company

Loss after tax, non-controlling interest and share of profit of equity accounted investees for the year was ₹247.72 Crore as compared to ₹720.11 Crore in the previous year. The Group pursued cost containment strategies even while revenue from operations improved thereby showing a significant improvement in the post-tax losses.

Consolidated Cash Flow

The following table sets forth selected items from the consolidated cash flow statements:

(₹ Crore)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Net Cash from/(used in) operating activities	671.63	(318.69)
Net Cash from/(used) in investing activities	(1,642.47)	(119.66)
Net Cash from/(used) in financing activities	1,658.78	280.37
Net Increase/(Decrease) in cash and cash equivalents	**687.94**	**(157.98)**

Operating Activities

Net cash generated from operating activities for the current year was ₹671.63 Crore as against ₹318.69 Crore used in the previous year. The increase in cash from operating activities was mainly due to improvement in business of the Group and working capital position.

Investing Activities

Cash used for investing activities was ₹1,642.47 Crore in the current year. During the year, the Group utilised cash for planned critical project expenditures. Unutilised amounts from the proceeds of the equity issue were temporarily invested in current investments and short-term bank deposits.

Financing Activities

Financing activities across the Group was ₹1,658.78 Crore for the year mainly from its equity issue. The Group repaid borrowings from the proceeds of the equity issue. During the year, the Group serviced its debt in a timely manner.

Key Financial Ratios for Consolidated Financials

Key financial ratios for the Consolidated Financial Statements are given below. The definitions of the ratios are the same as given in Note 47 of the Notes to the Standalone Financial Statements.

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Current ratio (in times)	1.87	0.65
Debt – Equity ratio (in times)	0.26	0.85
Trade receivables turnover ratio (in days)	21	59
Net profit margin (in %)	(6.93)	(39.90)
Return on capital employed (in %)	1.43	(6.19)
Return on equity (in %)	(4.44)	(16.92)

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Financial Highlights

(₹ Crores)

	STANDALONE		CONSOLIDATED	
	2021-22	2020-21	2021-22	2020-21
Total Income	2,152.42	1,243.67	3,211.38	1,739.88
Profit/(Loss) Before Tax and Exceptional Items	29.82	(484.98)	(273.80)	(1,009.49)
Profit/(Loss) Before Tax	(27.11)	(640.28)	(258.18)	(849.54)
Profit/(Loss) After Tax, Non - controlling Interest & Share of Associates & Joint Ventures	(34.45)	(524.78)	(247.72)	(720.11)
Total Assets	11,131.79	9,146.79	13,089.62	11,512.71
Equity Share Capital	142.04	118.93	142.04	118.93
Other Equity	7,957.73	4,089.45	6,920.21	3,529.51
Non-controlling interest	-	-	593.01	634.57
Total Equity	8,099.77	4,208.38	7,655.26	4,283.01
Borrowings	942.53	2,587.25	1,984.76	3,632.84
Net Debt	(958.32)	2,174.44	(97.60)	3,109.57
Net Debt : Equity Ratio	-	0.52:1	-	0.73:1
Book Value per Share of ₹ 1/- each - In ₹	57.02	35.39	53.90	36.01
Earnings Per Share - Basic and Diluted - In ₹	(0.27)	(4.28)	(1.97)	(5.87)
Dividend proposed Per Share - In ₹	0.40	0.40	0.40	0.40

Board's Report

To the Members,

The Directors take pleasure in presenting the Integrated Annual Report of The Indian Hotels Company Limited ('the Company' or 'IHCL') along with the Audited Financial Statements for the Financial Year ended March 31, 2022. The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

1. Financial Results

(₹ Crores)

	Standalone		Consolidated	
	2021-22	2020-21	2021-22	2020-21
Revenue	2,003.34	1,133.15	3,056.22	1,575.16
Other income	149.08	110.52	155.16	164.72
Total income	**2,152.42**	**1,243.67**	**3,211.38**	**1,739.88**
Expenses				
Operating expenditure	1,615.07	1,230.05	2,651.47	1,936.92
Depreciation and amortization expenses	203.03	203.81	406.05	409.63
Total Expenses	**1,818.10**	**1,433.86**	**3,057.52**	**2,346.55**
Profit/(Loss) before finance cost and tax	**334.32**	**(190.19)**	**153.86**	**(606.67)**
Finance cost	304.50	294.79	427.66	402.82
Profit/(Loss) before Exceptional Items, Tax and share of equity accounted investees	**29.82**	**(484.98)**	**(273.80)**	**(1,009.49)**
Add/(Less): Exceptional Items	(56.93)	(155.30)	15.62	159.95
Profit/(Loss) before Tax and share of equity accounted investees (PBT)	**(27.11)**	**(640.28)**	**(258.18)**	**(849.54)**
Tax expense	7.34	(115.50)	(35.78)	(155.33)
Profit/(Loss) after Tax before share of equity accounted investees	**(34.45)**	**(524.78)**	**(222.40)**	**(694.21)**
Add: Share of Profit/(Loss) of Associates and Joint Ventures net of tax	NA	NA	(42.57)	(101.42)
Profit/(Loss) for the year	**(34.45)**	**(524.78)**	**(264.97)**	**(795.63)**
Attributable to:				
Shareholders of the Company	(34.45)	(524.78)	(247.72)	(720.11)
Non-Controlling Interest	NA	NA	(17.25)	(75.52)
Opening Balance of Retained Earnings	**250.64**	**808.52**	**(760.70)**	**152.26**
Adjustment on account of transition to the new lease standard, net of taxes	-	-	-	-
Profit / (Loss) for the Year	(34.45)	(524.78)	(247.72)	(720.11)
Other comprehensive income / (losses)	6.05	26.36	7.37	29.97
Total comprehensive income	**(28.40)**	**(498.42)**	**(240.35)**	**(690.14)**
Dividend Paid	* (47.57)	(59.46)	* (47.57)	(59.46)
Tax on Dividend	-	-	-	-
Realised gain / (loss) on sale of investment transferred from OCI	-	-	-	5.80
Adjustments on account of change in non-controlling interest	-	-	(0.04)	(169.16)
Closing Balance of Retained Earnings	**174.67**	**250.64**	**(1,048.66)**	**(760.70)**

*Dividend declared in FY 2020-21 and paid during the year under review

2. Dividend

The Board recommended a dividend of ₹ 0.40 per fully paid Equity Share on 1,42,03,99,602 Equity Shares of face value ₹ 1 each, for the year ended March 31, 2022 (Previous Year ₹ 0.40 per share) based on the parameters laid down under the Dividend Distribution Policy.

The dividend on Equity Shares is subject to the approval of the Shareholders at the Annual General Meeting ('AGM') scheduled to be held on Thursday, June 30, 2022. The dividend once approved by the Shareholders will be paid on and after Thursday, July 7, 2022.

The dividend on Equity Shares if approved by the Members, would involve a cash outflow of ₹ 56.82 Crores and shall be paid out of profits of the Company for previous financial years forming a part of retained earnings pursuant to Section 123 (1) of the Companies Act, 2013 ('the Act').

3. Transfer to Reserves

During the year under review, an amount of ₹ 103.20 Crores was transferred from Debenture Redemption Reserve to General Reserve consequent to the redemption of Unsecured Non-Convertible Redeemable Debentures of ₹ 550 Crores. Due to losses in FY 2021-22, no amount has been transferred to any other reserves.

4. Company's performance

On a standalone basis, the Total Income for FY 2021-22 was ₹ 2,152.42 Crores, which was higher than the previous year's Total Income of ₹ 1,243.67 Crores by 73% enabled by improving business situation across accommodation and food and beverages as lockdowns were relaxed and vaccination coverage increased. Consequently, the Company reported a Loss after tax for FY 2021-22 of ₹ 34.45 Crores in comparison with ₹ 524.78 Crores for FY 2020-21.

On a consolidated basis, the Total Income for FY 2021-22 was ₹ 3,211.38 Crores, higher than the previous year's Total Income of ₹ 1,739.88 Crores by 85%. The Loss after tax attributable to shareholders and non-controlling interests for FY 2021-22 was ₹ 264.97 Crores as against ₹ 795.63 Crores for FY 2020-21. The Loss attributable to shareholders of the Company for FY 2021-22 was ₹ 247.72 Crores as against ₹ 720.11 Crores for the previous year.

Depreciation and Finance Costs

Depreciation at ₹ 203.03 Crores was in line with that of FY 2020-21. Finance costs for FY 2021-22 at ₹ 304.50 Crores was higher than FY 2020-21 by ₹ 9.71 Crores.

Exceptional Items

Exceptional Items include an exchange gain on change in fair value of derivative contracts ₹ 6.29 Crores (Previous Year ₹ 25.00 Crores) and a provision for impairment due to losses in overseas subsidiaries of ₹ 63.22 Crores (Previous Year ₹ 179.52 Crores).

Fund Raising

During the year under review, the Company issued 13,21,31,257 fully paid up Equity Shares of face value of ₹ 1 each at a price of ₹ 150 per Equity Share to existing equity shareholders on the record date on 'rights' basis for an amount aggregating to ₹ 1,981.97 Crores. The Company also issued 9,90,09,900 fully paid up equity shares at an issue price of ₹ 202 per share to Qualified Institutional Buyers in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 for an amount aggregating to ₹ 2,000 Crores. The aggregate amount of both the issues including securities premium, net of share issue expenses, ₹ 3,945.95 Crores have been/will be utilised as per the objects of the issue.

Borrowings

The total long-term borrowings stood at ₹ 942.53 Crores as on March 31, 2022 as against ₹ 2,572.25 Crores as on March 31, 2021.

Debentures

During the year under review, the Company raised 2,500, 6.70% Unsecured Non-Convertible Redeemable Debentures of face value ₹ 10 lakhs each aggregating to ₹ 250 Crores and redeemed the same on January 7, 2022.

The Company also redeemed 2,500, 9.95% Secured Non-Convertible Redeemable Debentures of face value ₹ 10 lakhs each aggregating to ₹ 250 Crores on July 27, 2021 and 3,000, 10.10% Secured Non-Convertible Redeemable Debentures of face value ₹ 10 lakhs each aggregating to ₹ 300 Crores on November 18, 2021.

Capital Expenditure

During FY 2021-22, the Company's outlay towards capital expenditure was ₹ 141.26 Crores.

Business Overview

An analysis of the Business and Financial Results are given in the Management Discussion and Analysis, which forms a part of the Annual Report.

5. Subsidiary Companies

The Company has 26 subsidiaries, 7 associates and 6 joint venture companies as on March 31, 2022. There has been no material change in the nature of the business of the subsidiaries.

During the year under review:

i. Taj Madras Flight Kitchen Private Limited earlier being a Subsidiary of the Company, amalgamated with Taj SATS Air Catering Limited.

ii. Two new companies viz. Genness Hospitality Private Limited and Qurio Hospitality Private Limited were incorporated as Wholly Owned Subsidiaries ('WOS') of the Company for the purpose of development of 4-star (Vivanta) and 3-star (Ginger) hotels in Gujarat, Kevadia.

iii. Zarrenstar Hospitality Private Limited earlier being a Joint Venture to the Company has now been classified as an Associate of the Company.

iv. The Company purchased the balance stake of 14.28 % of ELEL Hotels and Investments Limited ('ELEL') pursuant to which ELEL has now become a WOS of the Company.

v. The Company acquired 97 % Equity Shares of Roots Corporation Limited and completed acquisition of the balance stake of 3 % on April 26, 2022 making it a WOS of the Company.

Pursuant to the provisions of Section 129(3) of the Act, a statement containing the salient features of financial statements of the Company's subsidiaries in Form No. AOC-1 is attached to the financial statements of the Company.

Further, pursuant to the provisions of Section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited financial statements in respect of subsidiaries, are available on the website of the Company at https://www.ihcltata.com/AGM/2022/AGM-FY2022/.

6. Directors' Responsibility Statement

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors and external consultants, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2021-22.

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of its 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 loss 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 are adequate and operating effectively.

7. Directors and Key Managerial Personnel

Based on the recommendations of the Nomination and Remuneration Committee ('NRC') and in accordance with the provisions of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Mr. Anupam Narayan was appointed as an Additional Director and as an Independent Director of the Company for a term of five years with effect from August 23, 2021 subject to the approval of the Members at the ensuing AGM. In the opinion of the Board, Mr. Narayan is a person of integrity and possesses the requisite qualifications, experience and expertise required for discharging his duties as an Independent Director. A resolution seeking shareholders' approval for his appointment forms part of the Notice.

In accordance with the requirements of the Act and the Company's Articles of Association, Mr. Venu Srinivasan retires by rotation and being eligible, offers himself for re–appointment and his term would be up to December 10, 2022 as per the retirement age policy of Non-Executive Directors of the Company. A resolution seeking shareholders' approval for his re-appointment forms part of the Notice.

During the year under review, Ms. Vibha Paul Rishi ceased to be an Independent Director of the Company with effect from September 9, 2021 upon completion of her second term. The Board places on record its appreciation for her invaluable contribution and guidance provided to the Company during her tenure.

Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company. In terms of Regulation 25(8) of SEBI Listing Regulations, they 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 with an objective independent judgment and without any external influence. The Board of Directors of the Company has taken on record the declaration and confirmation submitted by the Independent Directors after undertaking due assessment of the veracity of the same.

The Independent Directors of the Company have confirmed that they have registered their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 (as amended). The Independent Directors of the Company possess the requisite experience and hence shall not be required to pass the online proficiency self-assessment test as per the proviso to Rule 6(4) of the aforesaid rules.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees and remuneration.

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on March 31, 2022 are:

- Mr. Puneet Chhatwal – Managing Director & Chief Executive Officer
- Mr. Giridhar Sanjeevi – Executive Vice President & Chief Financial Officer
- Mr. Beejal Desai, Senior Vice President - Corporate Affairs & Company Secretary (Group)

8. Number of Meetings of the Board

Five meetings of the Board were held during the year under review. For details of meetings of the Board, please refer to the Corporate Governance Report, which forms a part of the Annual Report.

9. Board Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, Board Committees, and individual Directors pursuant to the provisions of the Act and SEBI Listing Regulations.

The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the basis of criteria such as the Board Composition and Structure; Degree of fulfilment of key responsibilities towards stakeholders (by way of monitoring corporate governance practices, participation in the long-term strategic planning, etc.); Effectiveness of board processes, information and functioning, etc.; Extent of co-ordination and cohesiveness between the Board and its Committees; and Quality of relationship between Board Members and the Management.

The performance of the Committees was evaluated by the Board after seeking inputs from the Committee Members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc.

The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

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

The Board and the NRC reviewed the performance of individual Directors on the basis of criteria such as the contribution of the individual Director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In the Board Meeting that followed the meeting of the Independent Directors and meeting of NRC, the performance of the Board, its Committees, and individual Directors was also discussed. Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

10. Policy on Directors' Appointment and Remuneration and other Details

The Company's policy on directors' appointment and remuneration and other matters provided in Section 178(3) of the Act is available on https://www.ihcltata.com/board_diversity_director_attributes.pdf and https://www.ihcltata.com/Remuneration_Policy_KMP_Directors_Employees.pdf.

On March 18, 2021, the Ministry of Corporate Affairs had notified the amendments to Sections 149(9) and 197(3) of the Act by the Companies (Amendment) Act, 2020 to enable companies faced with no profits / inadequate profits to pay certain fixed remuneration to their Non-Executive Directors (including Independent Directors) in accordance with the provisions of Schedule V to the Act.

Accordingly, the Members at the 120th AGM approved payment of a fixed remuneration to Non–Executive Directors (including Independent Directors) in case of no profits/ inadequate profits in accordance with the limits prescribed under Schedule V to the Act for FYs 2020-21, 2021-22 and 2022-23.

In view of the aforesaid authority and valuable services being rendered by the said Directors to the Company, as recommended by the NRC, the Board of Directors at their meeting held on April 27, 2022 approved payment of remuneration to them for FY 2021-22 in accordance with the limits provided under Schedule V to the Act to be distributable in accordance with the directions given by the Board of Directors and shall be in addition to the fee payable to the Directors for attending the meetings of the Board or Committee thereof or for any other purpose whatsoever as may be decided by the Board. The details of remuneration are captured in the Corporate Governance Report.

11. Vigil Mechanism

The Company has established the necessary vigil mechanism for directors and employees in confirmation with Section 177(9) of the Act and Regulation 22 of SEBI Listing Regulations, to report concerns about unethical behaviour. The details of the policy have been disclosed in the Corporate Governance Report, which forms a part of the Annual Report and is also available on https://www.ihcltata.com/Whistle_Blower_Policy.pdf.

12. Internal Financial Control Systems and their Adequacy

The Company's internal control systems are commensurate with the nature of its business, the size and complexity of its operations and such internal financial controls with reference to the Financial Statements are adequate.

The details in respect of internal financial controls and their adequacy are included in the Management Discussion and Analysis, which forms a part of the Annual Report.

13. Committees of the Board

a. Audit Committee
b. Nomination and Remuneration Committee
c. Corporate Social Responsibility and Sustainability (ESG) Committee
d. Risk Management Committee
e. Stakeholders' Relationship Committee

During the year under review, all recommendations of the Committees were approved by the Board. The details including the composition of the committees, attendance at the meetings and terms of reference are included in the Corporate Governance Report, which forms a part of the Annual Report.

14. Auditors

At the 116th AGM held on August 21, 2017, the Members approved the appointment of B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/ W-100022) as the Statutory Auditors of the Company to hold office for a period of five consecutive years from the conclusion of the 116th AGM till the conclusion of the 121st AGM. Accordingly, B S R & Co. LLP will complete its first term as the Statutory Auditors of the Company at the conclusion of the 121st AGM and are eligible to be re-appointed as the Statutory Auditors of the Company for another term of five years.

The Board of Directors based on the recommendation of the Audit Committee approved the re–appointment of B S R & Co. LLP as the Statutory Auditors of the Company for a second term of five consecutive years, i.e. to hold office from the conclusion of the ensuing 121st AGM till the conclusion of the 126th AGM of the Company, to audit and examine the books of accounts of the Company, subject to approval of the Members at the ensuing AGM.

The necessary resolution for the re-appointment of B S R & Co. LLP, forms a part of the Notice convening the ensuing AGM scheduled to be held on Thursday, June 30, 2022

15. Corporate Social Responsibility

The brief outline of the Corporate Social Responsibility (CSR) policy of the Company and the initiatives undertaken by the Company on CSR activities during the year under review are set out in Annexure I of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Amendment Rules 2021. For other details regarding the CSR and Sustainability (ESG) Committee, please refer to the Corporate Governance Report, which is a part of this report. The CSR policy is available on https://www.ihcltata.com/CSR_Policy.pdf.

16. Auditor's Report and Secretarial Audit Report

The Statutory Auditor's Report and the Secretarial Auditor's Report do not contain any qualifications, reservations, or adverse remarks or disclaimer.

Secretarial Auditor's Report is attached to this report as Annexure II. As per Regulation 24A of SEBI Listing Regulations, the Secretarial Audit Reports of the Company's material unlisted subsidiaries viz. Piem Hotels Limited, ELEL Hotels and Investments Limited and Skydeck Properties and Developers Private Limited are also attached as Annexure III, IV & V, respectively.

17. Risk Management

The Board of Directors of the Company has formed a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The development and implementation of risk management policy has been covered in the Management Discussion and Analysis which forms a part of the Annual Report.

18. Particulars of Loans, Guarantees or Investments

Your Company falls within the scope of the definition 'infrastructure company' as provided by the Act. Accordingly, the Company is exempt from the provisions of Section 186 of the Act with regards to Loans, Guarantees, Securities provided and Investments. Therefore, no details are provided.

19. Related Party Transactions

The Company has revised the policy on Related Party Transactions to include changes based on Companies (Meetings of Board and its Powers) Amendment Rules, 2021 and SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2022 and the revised policy was approved by the Board at its meeting held on April 27, 2022 and the same can be accessed on the Company's website at https://www.ihcltata.com/RPT.pdf.

During the year under review, all Related Party Transactions that were entered into were in the Ordinary Course of Business and at Arms' Length Basis. All transactions entered into with related parties were approved by the Audit Committee.

None of the transactions with related parties are material in nature or fall under the scope of Section 188(1) of the Act. The information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC-2 is not applicable to the Company for the FY 2021-2022 and hence the same is not provided.

20. Annual Return

As provided under Section 92(3) and 134(3)(a) of the Act, read with Rule 12 of Chapter VII, Companies (Management and Administration) Amendment Rules, 2020, Annual Return in Form MGT-7 for FY 2021-22 is uploaded on the website of the Company and can be accessed at https://www.ihcltata.com/AGM/2022/AGM-FY2022/.

21. Particulars of Employees

The information required under Section 197 of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is appended as Annexure VI to this report.

The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection and any Member interested in obtaining a copy of the same may write to the Company Secretary at investorrelations@tajhotels.com.

22. Disclosure Requirements

As per SEBI Listing Regulations, the Corporate Governance Report with the Practicing Company Secretary's Certificate thereon, and the Management Discussion and Analysis are attached as a separate section which forms a part of the Annual Report.

As per Regulation 34(2) of the SEBI Listing Regulations, the Business Responsibility Report forms a part of the Annual Report.

As per Regulation 43A of the SEBI Listing Regulations, the Dividend Distribution Policy is disclosed in the Corporate Governance Report and is uploaded on the Company's website at https://www.ihcltata.com/Dividend_Distribution_Policy.pdf.

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.

23. Deposits from Public

The Company does not accept and/or renew Fixed Deposits from the general public and shareholders. There were no over dues on account of principal or interest on public deposits other than the unclaimed deposits at the end of FY 2021-22 which is ₹ 45,000/- (Previous year ₹ 45,000/-).

24. Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo [Pursuant to Companies (Accounts) Rules, 2014]

A. Conservation of Energy: The Company has a longstanding history of stewardship through efficient management of all its assets and resources. The Company's conscious efforts are aligned with the Tata ethos of keeping communities and environment at the heart of doing business. In line with IHCL's commitment to safeguard the environment, we have been the flagbearers of responsible tourism through elimination of two million plastic straws across all our properties. Our renewable energy proportion has improved to 29.3% from 14% in the past five years. In this rapidly transforming world, our sustainability goals will certainly evolve as our industry grows and as per the needs arising in the society.

B. Technology Absorption: There is no material information on technology absorption to be furnished. The Company continues to adopt and use the latest technologies to improve the efficiency and effectiveness of its business operations.

C. Foreign Exchange Earnings and Outgo:

- Earnings : ₹ 149.92 Crores (Previous Year ₹ 56.74 Crores)
- Outgo : ₹ 44.46 Crores (Previous Year ₹ 47.32 Crores)

25. Material changes and commitment affecting the financial position of the Company

The ongoing impact of COVID-19 on the Company's financial statements has been given in Note 2(d) of the notes to financial statements for the year ended March 31, 2022 and the Company's response to the situation arising from the pandemic has been explained in the Management Discussion and Analysis, which forms a part of the Annual Report.

26. Significant and material orders passed by the regulators

During the year under review, no significant material orders were passed by the Regulators or Courts or Tribunals impacting the going concern status and the Company's operations. However, Members' attention is drawn to the Statement on Contingent Liabilities and Commitments in the Notes forming part of the financial statements.

27. Cost Auditors

Maintenance of cost records as specified by the Central Government under Section 148(1) of the Act is not applicable to the Company.

28. Proceedings under Insolvency and Bankruptcy Code, 2016

During the year under review, there were no proceedings that were filed by the Company or against the Company, which are pending under the Insolvency and Bankruptcy Code, 2016 as amended, before National Company Law Tribunal or other Courts.

29. Valuation

During the year under review, there were no instances of onetime settlement with any Banks or Financial Institutions.

30. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH Act)

The Company has always believed in providing a safe and harassment-free workplace for every individual working in the Company. The Company has complied with the applicable provisions of the POSH Act, and the rules framed thereunder, including constitution of the Internal Complaints Committee. The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the POSH Act and the same is available on the Company's website at https://www.ihcltata.com/POSH_Policy.pdf

Status of complaints as on March 31, 2022:

Sl. No.	Particulars	Number of Complaints
1.	Number of complaints filed during the financial year	14
2.	Number of complaints disposed during the financial year	13
3.	Number of complaints pending at the end of the financial year	1*

*Complaint was received only in March 2022 and appropriate steps have been initiated since then.

31. Integrated Report

With the corporate landscape rapidly evolving, Integrated Reporting has been an ideal tool to explore value creation. The Company being an iconic brand, has voluntarily provided Integrated Report, which encompasses both financial and non-financial information to enable the Members to take well informed decisions and have a better understanding of the Company's long-term perspective.

The Company has progressed in the journey of Integrated Reporting and is focused on driving more authentic, comprehensive and meaningful information about all aspects of the Company's performance and value creation story delivering benefits for both internal and external stakeholders.

The Report also touches upon aspects such as organisation's strategy, governance framework, performance and prospects of value creation based on the six forms of capital viz. financial capital, manufactured capital, intellectual capital, human capital, social and relationship capital and natural capital.

32. Acknowledgement

The Directors thank the Company's customers, vendors, investors and academic partners for their continuous support.

The Directors also thank the Government of India, Governments of various states in India, Governments of various countries and concerned Government departments and agencies for their co-operation.

The Directors regret the loss of life due to COVID-19 pandemic and are deeply grateful and have immense respect for every person who risked their life and safety to fight this pandemic.

The Directors appreciate and value the contribution made by all our employees and their families and the contribution made by every other member of the IHCL family, for making the Company what it is.

On behalf of the Board of Directors

N. Chandrasekaran
Chairman
(DIN: 00121863)

Mumbai, April 27, 2022

Annexure I

ANNUAL REPORT ON CSR ACTIVITIES

1. A brief outline on the Company's Corporate Social Responsibility (CSR) policy of the Company

IHCL intends to be a significant contributor to CSR initiatives in India by devising and implementing social improvement projects for the benefit of underprivileged communities, towns and villages and the Company's CSR policy is a holistic document for it's CSR journey towards being more meaningful and impactful.

The CSR policy sets out the commitment and approach towards corporate social responsibility. It outlines the purpose, focus areas, annual action plan through guiding principles for selection, implementation, monitoring of CSR activities and stakeholder communications. Further in addition, the CSR policy also indicates the responsibility of the Board of Directors and the CSR and Sustainability (ESG) Committee.

2. The composition of the CSR and Sustainability (ESG) Committee:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR and Sustainability (ESG) Committee held during the year	Number of meetings of CSR and Sustainability (ESG) Committee attended during the year
1.	Mr. Puneet Chhatwal – Chairperson	Managing Director & CEO	3	3
2.	Mr. Nasser Munjee	Independent Director	3	3
3.	Ms. Hema Ravichandar	Independent Director	3	2

3. Provide the web-link where Composition of CSR and Sustainability (ESG) Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company:

a. Composition of the CSR and Sustainability (ESG) Committee shared above and is available on the Company's website on: https://www.ihcltata.com/investors/

b. CSR policy: https://www.ihcltata.com/CSR_Policy.pdf

c. CSR projects: https://www.ihcltata.com/responsibility/

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):

Not Applicable

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

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹ Cr)	Amount required to be set-off for the financial year, if any (in ₹ Cr)
1	2021 -22	3.00	1.87

6. Average net profit of the Company as per section 135(5): ₹ 93.52 Crores

7.

(a) Two percent of average net profit of the Company as per section 135(5): ₹ 1.87 Crores

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL

(c) Amount required to be set off for the Financial Year, if any: ₹ 1.87 Crores

(d) Total CSR obligation for the Financial Year (7a+7b-7c): NIL

8. (a) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in ₹ Crores)	Amount Unspent (in ₹ Crores)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
NIL	NIL				

(b) Details of CSR amount spent against ongoing projects for the Financial Year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation-Direct (Yes/No)	Mode of Implementation – Through Implementing Agency	
				State	District						Name	CSR Registration number
NIL												

(c) Details of CSR amount spent against other than ongoing projects for the Financial Year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No)	Location of the project		Amount spent for the project (in ₹ Crores)	Mode of implementation -Direct (Yes/No)	Mode of implementation – Through implementing agency	
				State	District			Name	CSR Registration number
NIL									

(d) Amount spent in Administrative Overheads: NIL

(e) Amount spent on Impact Assessment, if applicable: Not Applicable

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

(g) Excess amount for set off, if any: ₹ 1.13 Crores

Sl. No.	Particulars	Amount (in ₹ Crores)
(i)	Two percent of average net profit of the company as per section 135 (5)	1.87
(ii)	Total amount spent for the financial year	0
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0

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

Sl. No.	Preceding financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the Reporting financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
NIL							

Annexure I

(b) Details of CSR amount spent in the Financial Year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting financial Year (in ₹)	Cumulative amount spent at the end of reporting financial Year (in ₹)	Status of the project - Completed / Ongoing
NIL								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the Financial Year (asset-wise details):

(a) Date of creation or acquisition of the capital asset(s): None

(b) Amount of CSR spent for creation or acquisition of capital asset: NIL

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: Not Applicable

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): Not Applicable

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):

Not Applicable

Sd/-
Mr. Nasser Munjee
Independent Director
Member, Corporate Social Responsibility
and Sustainability(ESG) Committee
(DIN: 00010180)

Sd/-
Mr. Puneet Chhatwal
Managing Director & Chief Executive Officer
Chairman, Corporate Social Responsibility
and Sustainability(ESG) Committee
(DIN: 07624616)

Mumbai, April 27, 2022

Annexure II

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the financial year ended March 31, 2022

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

To
The Members
The Indian Hotels Company Limited
Mandlik House, Mandlik Road, Mumbai — 400001

We have conducted the Secretarial Audit for the compliance of applicable statutory provisions and the adherence to good corporate practices by The Indian Hotels Company Limited (hereinafter called 'the Company') for the year ended on March 31, 2022 (the 'audit period'). 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 given the relaxations given by the Ministry of Corporate Affairs/SEBI and other regulatory Authorities in the Conduct of the Business of the Company during the year due to COVID 19 Pandemic.

Based on our verification of the Company's books, papers, minute books, forms and returns filed with Statutory Authorities and other records maintained by the Company as also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period 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 for the audit period according to the provisions of:

(i) The Companies Act, 2013 (the 'Act') and the Rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 and the Rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and by-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Overseas Direct Investment and External Commercial Borrowing;

(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 (Listing Obligations and Disclosure Requirements) Regulations, 2015.

d. The Securities and Exchange Board of India (Issue and Listing of Non – Convertible Securities) Regulations, 2021; and

e. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(vi) Other laws specifically applicable to the Company are:

a. Food Safety and Standards Act, 2006 and Food Safety and Standards Rules, 2011; and

b. Food Safety and Standards (Packing &Labeling) Regulations, 2011.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India related to Board meetings and General meetings together with the relaxations as given in the wake of the COVID 19 Pandemic.

Annexure II

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

During the period under review, provisions of the following regulations were not applicable to the Company:

- The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021;
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment.
- 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;

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, and where the same were given at shorter notice than seven days, prior consent thereof were obtained 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.

The Meetings of the Board of Directors and other Board Committee meetings were held by Video Conferencing as allowed by adhering to the guidelines issued for such meetings during the Pandemic. The decisions taken at the meetings were carried through on the basis of majority and were properly entered in the respective Minutes book. Dissenting views/suggestions, if any, by any member of the Board of Directors/Committee were properly recorded.

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 the applicable laws, rules, regulations, and guidelines.

We further report that –
During the year under review, the Company had undertaken a Rights Issue and QIP placement of Equity Shares after following the due procedure as laid down under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We Further Report that--
Except for what is stated above, the Company has not undertaken any specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards.

For example:

(i) Buy-back of securities

(ii) Foreign Technical Collaborations.

For **NEVILLE DAROGA & ASSOCIATES**

NEVILLE DAROGA
ACS No. 8663
C.P. No. 3823

Place: Mumbai
Date: April 6, 2022
UDIN: A008663D00030410

ANNEXURE A

To,
The Members
The Indian Hotels Company Limited

Secretarial Audit Report of even date is to be read along with this letter.

1. The management is responsible for compliance of applicable laws, rules, regulations, standards as applicable to The Indian Hotels Company Limited. Our examination of the records and procedures was based on test check basis for issuing the Secretarial Audit Report.

2. The management of the Company is responsible for the maintenance of secretarial and other records as applicable to the Company under various laws. Our responsibility is to issue Secretarial Audit Report which is based on the relevant records maintained and information/explanations as furnished to us by the Company and its officials. Wherever required the management representation about compliance of laws as applicable to the Company including major events during the audit period have been obtained from the management.

3. We have followed the laid down audit practices for verifying the correctness and the contents of the secretarial and other records. The practices followed by us gave us reasonable basis to form our opinion for issuing the Secretarial Audit Report.

4. We have not verified the authenticity and significance of the books and the financial accounts as maintained by the Company.

5. The Secretarial Audit Report does not give an assurance as to the future viability of the Company nor of the potency and competency with which the management has conducted the affairs of the Company.

For **NEVILLE DAROGA & ASSOCIATES**

NEVILLE DAROGA
ACS No. 8663
C.P. No. 3823
PR CERT NO: 1285#2021

Place: Mumbai
Date: April 6, 2022

Annexure III

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the financial year ended March 31, 2022

[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,
Piem Hotels Limited
President – 90 Cuffe Parade,
Mumbai – 400005.

We have conducted the Secretarial Audit for the compliance of applicable statutory provisions and adherence to good corporate practices of your Company **PIEM HOTELS LIMITED** (hereinafter called the 'Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts with statutory compliances, Corporate Governance and expressing our opinion thereon given the present scenario of **COVID 19** Pandemic during the year under review and the relaxations given by the Ministry of Corporate Affairs/SEBI and other regulatory Authorities in the Conduct of the Business of the Company during the year under review.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records as maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of the Secretarial Audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended March 31, 2022, 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 maintained by the Company for the aforesaid period, according to the provisions of:

(i) The Companies Act, 2013 (the 'Act') and the rules made thereunder;

(ii) The Securities Contracts (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) Since the Company is not a listed Company the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company:-

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

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;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

(vi) Food Safety and Standards Act, 2006.

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

(1) Secretarial Standards issued by The Institute of Company Secretaries of India.

(2) Since the Company is an Unlisted Company no provisions of listing agreement are applicable to the Company.

During the period under review the Company has 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 Company has complied with the provisions of the Act and rules made thereunder in respect of changes in the composition of the Board of Directors that took place during the period under review;

Adequate notices were given to all Directors to schedule the Board Meetings and the agenda and detailed notes on agenda together with the Notice were sent at least seven days in advance. All Board and Committee meetings and the Annual General Meeting were held by Video conferencing adhering to the rules and regulations laid down for such meetings. The Company has a proper system in existence to enable the Directors to seek and obtain further information and clarifications on the agenda items before the meeting, as also for meaningful participation at the meeting;

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 period the Company has not undertaken any specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For example:

(i) Public / Right / Preferential issue of shares / debentures / sweat equity, etc;

(ii) Redemption/ buy-back of securities;

(iii) Major decisions taken by the members in pursuance to Section 180 of the Companies Act, 2013;

(iv) Merger/ Amalgamation/ Reconstruction, etc;

(v) Foreign Technical Collaborations.

For **NEVILLE DAROGA & ASSOCIATES**

Place: Mumbai
Date: April 6, 2022
UDIN: A008663D000030289

NEVILLE DAROGA
ACS No. 8663
C.P. No. 3823

Annexure III

ANNEXURE A

To,
The Members
Piem Hotels Limited

Secretarial Audit Report of even date is to be read along with this letter.

1. The management is responsible for compliance of applicable laws, rules, regulations, standards as applicable to Piem Hotels Limited. Our examination of the records and procedures was based on test check basis for issuing the Secretarial Audit Report.

2. The management of the Company is responsible for the maintenance of secretarial and other records as applicable to the Company under various laws. Our responsibility is to issue Secretarial Audit Report which is based on the relevant records maintained and information/explanations as furnished to us by the Company and its officials. Wherever required the management representation about compliance of laws as applicable to the Company including major events during the audit period have been obtained from the management.

3. We have followed the laid down audit practices for verifying the correctness and the contents of the secretarial and other records. The practices followed by us gave us reasonable basis to form our opinion for issuing the Secretarial Audit Report.

4. We have not verified the authenticity and significance of the books and the financial accounts as maintained by the Company.

5. The Secretarial Audit Report does not give an assurance as to the future viability of the Company nor of the potency and competency with which the management has conducted the affairs of the Company.

For **NEVILLE DAROGA & ASSOCIATES**

NEVILLE DAROGA
ACS No. 8663
C.P. No. 3823

Place: Mumbai
Date: April 6, 2022

Annexure IV

Form No. MR-3

SECRETARIAL AUDIT REPORT
For the financial year ended March 31, 2022

[Pursuant to Section 204(1) of the Companies Act, 2013, Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014] and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015

To,
The Members,
ELEL Hotels and Investments Limited
Mandlik House, Mandlik Road,
Mumbai – 400001

We have conducted the Secretarial Audit for the compliance of applicable statutory provisions and adherence to good corporate practices of your Company **ELEL HOTELS AND INVESTMENTS LIMITED** (hereinafter called the 'Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts, Corporate Governance and other statutory compliances and expressing our opinion thereon given the relaxations granted by the Ministry Of Corporate Affairs/SEBI and other regulatory Authorities in the Conduct of the Business of the Company due to **COVID 19** Pandemic during the year under review.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information as provided to us by the Company, its officers, agents and authorized representatives during the conduct of the Secretarial Audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended March 31, 2022, 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, statutory registers and other records maintained by the Company for the aforesaid period, according to the provisions of:

(i) The Companies Act, 2013 (the 'Act') and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder.

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) Since the Company is not a listed Company, the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company:-

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

   d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

   e) The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021;

Annexure IV

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;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

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

(1) Secretarial Standards issued by The Institute of Company Secretaries of India.

(2) The Company being a Material Subsidiary of The Indian Hotels Company Limited (A Listed Entity) Provisions of Clause 24A of SEBI (LODR), 2015 is applicable to the Company.

The Company has 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 Non-Executive Directors and Independent Directors. Changes in the composition of the Board of Directors took place after following the due procedure as laid down in the Companies Act, 2013 and Rules made thereunder.

Adequate notices were given to all Directors to schedule the Board Meetings, the agenda and detailed notes on agenda together with the notice were sent at least seven days in advance. All Board meetings (except for the 4th Board meeting) and the Annual General Meeting were held by Video conferencing adhering to the rules and regulations laid down for such meetings. The Company has a proper system in existence to enable the Directors to seek and obtain further information and clarifications on the agenda items before the meeting, as also for meaningful participation at the meeting.

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. The Company has not undertaken any specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards.

For example:

(i) Public / Right / Preferential issue of shares / debentures / sweat equity, etc;

(ii) Redemption / buy-back of securities;

(iii) Foreign Technical Collaborations.

For **NEVILLE DAROGA & ASSOCIATES**

Place: Mumbai
Date: April 22, 2022
UDIN: A008663D000184058

NEVILLE DAROGA
ACS No. 8663
C.P. No. 3823

ANNEXURE A

To,
The Members
ELEL Hotels and Investments Limited

Secretarial Audit Report of even date is to be read along with this letter.

1. The management is responsible for compliance of applicable laws, rules, regulations, standards as applicable to ELEL Hotels and Investments Limited. Our examination of the records and procedures was based on test check basis for issuing the Secretarial Audit Report.

2. The management of the Company is responsible for the maintenance of secretarial and other records as applicable to the Company under various laws. Our responsibility is to issue Secretarial Audit Report which is based on the relevant records maintained and information/explanations as furnished to us by the Company and its officials. Wherever required the management representation about compliance of laws as applicable to the Company including major events during the audit period have been obtained from the management.

3. We have followed the laid down audit practices for verifying the correctness and the contents of the secretarial and other records. The practices followed by us gave us reasonable basis to form our opinion for issuing the Secretarial Audit Report.

4. We have not verified the authenticity and significance of the books and the financial accounts as maintained by the Company.

5. The Secretarial Audit Report does not give an assurance as to the future viability of the Company nor of the potency and competency with which the management has conducted the affairs of the Company.

For **NEVILLE DAROGA & ASSOCIATES**

NEVILLE DAROGA
ACS No. 8663
C.P. No. 3823

Place: Mumbai
Date: April 22, 2022

Annexure V

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the financial year ended March 31, 2022

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

To,
The Members,
Skydeck Properties and Developers Private Limited
Mandlik House, Mandlik Road,
Mumbai-400001.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Skydeck Properties and Developers Private Limited** (CIN: U45200MH1998PTC114881) (hereinafter called 'the Company'). Secretarial Audit was conducted in accordance with the guidance note issued by the Institute of Company Secretaries of India ('ICSI') and in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon given the **COVID 19** Pandemic and the relaxations given by the Ministry of Corporate Affairs and other regulatory Authorities in the Conduct of the Business of the Company during the year under review.

Our responsibility is to express an opinion on the secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

Based on our Remote verification of books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, 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 in view of the COVID-19 pandemic, we hereby report that in our opinion, the Company has, during the audit period covering **April 1, 2021 to March 31, 2022** ('the Reporting Period') complied with the statutory provisions listed hereunder, as amended from time to time 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 maintained by the Company for the audit period **April 1, 2021 to March 31, 2022** according to the applicable provisions of:

(i) The Companies Act, 2013 ('the Act') and the rules made thereunder;

(ii) The Securities Contracts (Regulations) 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 there under 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 (Since the Company is unlisted Company, not applicable during the reporting period).

   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (Since the Company is unlisted Company, not applicable during the reporting period).

   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Since the Company is unlisted Company, not applicable during the reporting period).

   d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Since the Company is unlisted Company, not applicable during the reporting period).

   e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (Since the Company is unlisted Company, not applicable during the reporting period).

   f) The Securities and Exchange Board of India (Issue and Listing of Non – Convertible Securities) Regulations, 2021 (Since the Company is unlisted Company, not applicable during the reporting period).

   g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client.

   h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (Since the Company is unlisted Company, not applicable during the reporting period).

   i) Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 (Since the Company is unlisted Company, not applicable during the reporting period).

(vi) Sector specific laws applicable to the Company are as follows:

   As confirmed by the Management, there are no sector specific laws applicable to the Company.

Based on the Representations by the Management of the Company, we have relied on the compliances of the above mentioned statutes.

We have also examined compliance with the applicable clauses of Secretarial Standards on Meetings of the Board of Directors (SS-1) and on General Meetings (SS-2) issued by the ICSI.

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

We further report that during the reporting period:

- The Board of Directors of the Company is duly constituted and all the Directors of the Company are Non-Executive Directors.
- There was no change in the composition of the Board of Directors during the period under review.
- Adequate notices were given to all directors to schedule the Board Meetings and the same were on some occasions conducted by video conferencing adhering to the rules and regulations laid down for such meetings during the period under review. The detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation either in person or through video conferencing at the meeting.
- All the decisions at the Board Meetings were taken unanimously and there were no dissenting member's views as per the minutes. There are adequate systems and processes in the Company, commensurate with the size and operations of the Company to monitor and ensure compliance with the applicable laws, rules, regulations, guidelines and standards, etc.

We further report that during the period under review, the Company has made Rights Issue to the existing equity shareholders of the Company in due compliance with the provisions of Section 62 of the Act and the rules thereunder as per details given below:

- Rights offer of 7,99,49,164 (Seven Crore Ninety Nine Lakh Forty Nine Thousand One Hundred Sixty Four) equity shares of ₹ 10 each aggregating to ₹ 79,94,91,640 (Rupees Seventy Nine Crore Ninety Four Lakh Ninety One Thousand Six Hundred Forty only) made on February 10, 2022, which were allotted on February 21, 2022.

Annexure V

We further report that during the period under review, shareholders of the Company passed the following resolutions on January 25, 2022 in due compliance with the applicable provisions of the Act and the rules thereunder:

1. Increase in the Authorised Share Capital of the Company from ₹ 900,10,00,000 (Rupees Nine Hundred Crores Ten Lakhs only) divided into 90,01,00,000 (Ninety Crores One Lakh) equity shares of ₹ 10/- each to ₹ 980,10,00,000 (Rupees Nine Hundred Eighty Crores Ten Lakhs only) divided into 98,01,00,000 (Ninety Eight Crores One Lakh) equity shares of ₹ 10/- each, by the creation of 8,00,00,000 (Eight Crores) new equity shares of ₹ 10/- each pursuant to Section 61 of the Act.

2. Alteration of Clause V of the Memorandum of Association and Article 4 of the Articles of Association of the Company consequent to increase in the Authorised Share Capital of the Company as mentioned above pursuant to Sections 13, 14 and 61 of the Act.

For **K THACKER & ASSOCIATES**
Company Secretaries

KIRAN THACKER
Proprietor
FCS No. 2316
C.P. No. 21210

Place: Mumbai
Date: April 22, 2022
UDIN: F002316D000182584

Note: This Report is to be read with our letter of even date which is annexed to this Report as Annexure and forms integral part of this Report.

Annexure A

To,
The Members,
Skydeck Properties and Developers Private Limited
Mandlik House, Mandlik Road,
Mumbai - 400001.

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

1. Maintenance of Secretarial records 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 processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes 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. Wherever required, we have obtained the Management's Representation about the compliance of applicable laws, rules, regulations and standards and happening of events etc.

5. Due to COVID-19 pandemic and lockdowns in the country, the Secretarial audit was done on the basis of the documents made available to us in electronic form by the Company.

6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards, etc. is the responsibility of the Management. Our examination was limited to the verification of procedures on test basis.

7. 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 **K THACKER & ASSOCIATES**
Company Secretaries

KIRAN THACKER
Proprietor
FCS No. 2316
C.P. No. 21210

Place: Mumbai
Date: April 22, 2022

Annexure VI

Particulars of Employees

Information under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

a. The ratio of the Remuneration of each Director to the median Remuneration of the employees of the Company for the financial year and percentage increase in Remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, if any, in the financial year:

Name	% increase of Remuneration in 2022 as compared to 2021##	Ratio to median Remuneration
Non-Executive Directors		
Mr. N. Chandrasekaran@	-	-
Mr. Nasser Munjee	12%	10.03
Mr. Venkataramanan Anantharaman	13%	8.92
Ms. Hema Ravichandar	9%	9.76
Ms. Vibha Paul Rishi#	**	**
Mr. Mehernosh Kapadia	15%	8.19
Mr. Venu Srinivasan	15%	7.99
Mr. Anupam Narayan*	**	**
Executive Director		
Mr. Puneet Chhatwal - MD & CEO^	12%	178.38
Chief Financial Officer		
Mr. Giridhar Sanjeevi – EVP & CFO	37%	-
Company Secretary		
Mr. Beejal Desai, Senior VP - Corporate Affairs & Company Secretary (Group)	39%	-

@ As a policy, Mr. N Chandrasekaran, Chairman, has abstained from receiving remuneration from the Company.

Ceased to be Director w.e.f. September 9, 2021 upon completion of her term as Independent Director.

* Appointed as an Independent Director of the Company w.e.f. August 23, 2021, subject to the approval of the members at the AGM.

^ Remuneration for the year ended March 31, 2022 excludes Additional Incentive Remuneration of ₹ 3 Crores which was recommended by NRC and Board which will be accrued and paid post approval of Members.

** Since the remuneration is only for part of the year, the ratio of their remuneration to median remuneration and percentage increase in remuneration is not comparable and hence not stated.

For the purpose of these computations, remuneration has been considered based on accruals and payments relating to earlier years have been excluded.

b. The percentage increase in the median remuneration of employees in the financial year was 4% due to no increments.

c. The number of permanent employees on the rolls of Company as on March 31, 2022 was 4980.

d. Average Percentile increase already made in the salaries of employees other than the Managerial Personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: 2% due to no increments

e. It is affirmed that the Remuneration is as per the Remuneration policy for Directors, Key Managerial Personnel, and other employees adopted by the Company.

Corporate Governance Report

"Business need to go beyond the interest of their companies to the communities they serve"

- Ratan Tata

I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors, our environment and the society at large.

Strong leadership and effective corporate governance practices have been the Company's hallmark inherited from the Tata culture and ethos.

At the Indian Hotels Company Limited ('IHCL'), we believe that a strong corporate ethical culture and effective governance practices are the cornerstones of business sustainability. Our corporate governance framework ensures effective engagement with our stakeholders and helps us evolve with changing times.

Our values define our thinking, actions and relationships. The service ethos, epitomized in what is called Tajness is the soul of culture at IHCL which intrinsically guides all our behaviours. It is based on the three broad pillars of Trust, Awareness and Joy – the trust that our guests, associates and stakeholders place in us; the awareness of what is happening around us and what we need to do as responsible members of the Indian hotel industry, and to do something effectively, we must enjoy what we do.

We embed the highest standards of governance in our operations, striving to manage our affairs in a fair and transparent manner and create long-term value for all stakeholders. Our focus is not only to follow corporate governance guidelines, but global best practices as well.

The Company has adopted a Code of Conduct for its employees including the Managing Director. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors which includes Code of Conduct for Independent Directors suitably incorporating the duties of Independent Directors as laid down in the Companies Act, 2013 ('the Act') and the same is available on the Company's website at https://www.ihcltata.com/Code_Of_Conduct_for_NED.pdf. The Company's corporate governance philosophy has been further strengthened through the Tata Business Excellence Model, the Company's Code of Conduct for Prevention of Insider Trading and the Code of Corporate Disclosure Practices ('Insider Trading Code').

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as applicable, with regard to corporate governance.

The Company's governance guidelines cover aspects mainly relating to composition and role of the Board, Chairman and Directors, Board diversity, and Committees of the Board. As per the Company's policy on retirement of Directors, the retirement age for Managing / Executive Directors is 65 years, Non-Executive (Non-Independent) Directors is 70 years, and Non-Executive Independent Directors is 75 years.

The Company has also adopted Integrated Financial Reporting on a voluntary basis in keeping with global best practices.

II. BOARD OF DIRECTORS

The Company believes that an active, well-informed and independent board is necessary to ensure the highest standards of corporate governance. At IHCL, the Board is the apex decision-making body and hence, fully responsible for the strategic growth and development of our business as well as defining our strategic priorities. Driven on the principles of ethics and accountability, the Board strives to work in best interest of the Company and its stakeholders. It provides strategic direction, leadership and guidance to the Company's management as also monitors the performance of the Company with the objectives of creating long term value for the Company's stakeholders.

Size and Composition of the Board

IHCL believes that Board diversity is the breadth of perspective, not the mere inclusion of various traits that will benefit the organization. A diverse Board will enhance the quality of decisions made by the Board by utilizing the different skills, qualification, experience, knowledge, etc. of the Board necessary for achieving sustainable and balance development. Diversity of skills, background and personal strengths are important drivers of a board's effectiveness, creating different perspectives among Directors, and breaking down a tendency towards 'group think'.

IHCL's Board represents a mix of Executive and Non-Executive (including Independent Directors), which is compliant with the Act and the SEBI Listing Regulations.

i. As on March 31, 2022, the Company has eight Directors out of whom one is an Executive Director and seven are Non-Executive Directors. Of the Seven Non-Executive Directors, four are Independent Directors of which one is a Woman Director. The profiles of Directors can be found on https://www.ihcltata.com/investors/. The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Act and Rules framed thereunder.

ii. None of the Directors on the Board hold directorships in more than 20 companies, which includes 10 public companies. None of the Directors on the Board hold directorships in more than seven listed entities. None of the Independent Directors of the Company serve as Independent Directors in more than seven listed companies. The Managing Director of the Company does not serve as an Independent Director of more than three listed entities. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2022 have been made by the Directors. None of the Directors are related to each other.

iii. Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of the SEBI Listing Regulations, they 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. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended).

iv. Five Board Meetings were held during the year under review and the gap between two meetings did not exceed one hundred and twenty days. The said meetings were held on April 30, 2021, August 9, 2021, August 23, 2021, October 21, 2021 and February 1, 2022. The necessary quorum was present for all the meetings.

v. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting ('AGM'), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairpersonships / Memberships held by them in other public limited companies (excluding directorships of private limited companies, foreign companies and companies registered under Section 8 of the Act) as on March 31, 2022 are given herein below. Further, none of them is a Member of more than ten committees or Chairperson of more than five committees across all the public companies in which he/she is a Director. For the purpose of determination of limit of the Board Committees, Chairpersonship and Membership of the Audit Committee and Stakeholders' Relationship Committee only have been considered as per Regulation 26(1)(b) of the SEBI Listing Regulations.

Name of the Director and DIN	Category	Number of Board Meetings attended during Financial Year 2021-22	Whether attended last AGM held on June 22, 2021 (Yes/No)	Number of Directorships in other Public Companies		Number of Committee positions held in other Public Companies		Directorship in other listed entity (Category of Directorship)
				Chairperson	Member	Chairperson	Member	
Mr. N. Chandrasekaran (Chairman) DIN: 00121863	Non-Independent, Non- Executive	5	Yes	7	-	-	-	1. Tata Steel Limited (Non- Independent, Non-Executive) 2. Tata Motors Limited (Non-Independent, Non-Executive) 3. Tata Consumer Products Limited (Non-Independent, Non-Executive) 4. The Tata Power Company Limited (Non- Independent, Non-Executive) 5. Tata Consultancy Services Limited (Non-Independent, Non-Executive) 6. Tata Chemicals Limited (Non-Independent, Non-Executive)
Mr. Puneet Chhatwal (Managing Director and Chief Executive Officer) DIN: 07624616	Non-Independent, Executive	5	Yes	4	2	-	1	1. Taj GVK Hotels and Resorts Limited (Non Independent, Non-Executive) 2. Oriental Hotels Limited (Non Independent, Non-Executive) 3. Benares Hotels Limited (Non-Independent, Non-Executive)
Mr. Nasser Munjee DIN: 00010180	Independent, Non-Executive	5	Yes	1	4	3	4	1. Ambuja Cements Limited (Independent, Non-Executive) 2. Cummins India Limited (Independent, Non-Executive)
Ms. Vibha Paul Rishi# DIN: 05180796	Independent, Non-Executive	3	Yes	N.A.	N.A.	N.A.	N.A.	N.A.
Ms. Hema Ravichandar DIN: 00032929	Independent, Non-Executive	4	Yes	-	3	-	3	1. Marico Limited (Independent, Non-Executive) 2. Bosch Limited (Independent, Non-Executive) 3. Trent Limited (Additional Independent Director)
Mr. Venkataramanan Anantharaman DIN: 01223191	Independent, Non-Executive	5	Yes	-	2	2	3	-
Mr. Anupam Narayan* DIN: 05224075	Independent, Non-Executive	2	N.A.	-	1	-	1	-
Mr. Venu Srinivasan DIN: 00051523	Non-Independent, Non-Executive	4	Yes	2	3	-	1	1. TVS Motor Company Limited (Managing Director and Chairman Emeritus) 2. Sundaram - Clayton Limited (Managing Director and Chairman Emeritus)
Mr. Mehernosh Kapadia DIN: 00050530	Non-Independent, Non-Executive	5	Yes	1	3	-	1	-

Ceased to be Director w.e.f. September 9, 2021 upon completion of her term as Independent Director.

* Appointed as an Independent Director of the Company w.e.f. August 23, 2021, subject to the approval of the Members at the AGM.

Due to the exceptional circumstances caused by the COVID-19 pandemic and consequent relaxations granted by Ministry Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI'), the 120th AGM and all Board Meetings in FY 2021-22 were held through video-conferencing.

vi. During FY 2021-22, information as mentioned in Part A of Schedule II of the SEBI Listing Regulations, has been placed before the Board for its consideration.

vii. During FY 2021-22, one meeting of the Independent Directors was held on March 15, 2022. The Independent Directors, inter-alia, reviewed the performance of Non-Independent Directors, Board as a whole and Chairman of the Company, taking into account the views of executive directors and non-executive directors. They also assessed the quality, quantity, timeliness and adequacy of information between the Company's management and the Board.

viii. The Board periodically reviews the compliance reports of all laws applicable to the Company.

ix. Details of equity shares of the Company held by the Directors as on March 31, 2022 are given below:

Name of Director	Category of Director	Number of Equity shares
Mr. N. Chandrasekaran	Non - Executive Non - Independent Director	1,11,111
Mr. Mehernosh Kapadia*	Non - Executive Non - Independent Director	70,532

* includes shares held jointly with relative

The Company has not issued any convertible instruments.

x. Key Skills, Expertise and Competencies of the Board

The Board comprises qualified Members who bring in the required skills, competence and expertise that allow them to make effective contribution to the Board and its committees. These Directors are nominated based on well-defined selection criteria. The Nomination and Remuneration Committee ('NRC') considers, inter alia, key skills, qualifications, expertise and competencies, whilst recommending to the Board the candidature for appointment of Director. The Board of Directors have, based on the recommendations of the NRC, identified the following core key skills/expertise/competencies of Directors as required in the context of business of the Company for its effective functioning which are currently possessed by the Board Members of the Company and mapped against each of the Directors:

Name of the Director	Finance	Strategy/ Business Leadership	Digital and Information Technology	Governance/ Regulatory and Risk	Sales & Marketing	Human Resources	Hospitality
Mr. N. Chandrasekaran (Chairman of the Board)	✓	✓	✓	✓	✓	✓	-
Mr. Puneet Chhatwal	✓	✓	-	-	✓	-	✓
Mr. Nasser Munjee	✓	✓	-	✓	-	✓	-
Ms. Hema Ravichandar	-	✓	-	✓	-	✓	-
Mr. Venkataramanan Anantharaman	✓	✓	-	✓	-	✓	-
Mr. Anupam Narayan*	✓	✓	✓	✓	✓	-	✓
Mr. Mehernosh Kapadia	-	✓	-	✓	✓	-	✓
Mr. Venu Srinivasan	✓	✓	✓	-	✓	✓	-

*Appointed as an Independent Director of the Company w.e.f. August 23, 2021, subject to the approval of the Members at the AGM.

III. COMMITTEES OF THE BOARD

(i) The Board Committees are set up by the Board and are governed by its terms of reference which exhibit the scope, composition, tenure, functioning and reporting parameters. The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas of concern for the Company that need a closer review. The Committees operate under the direct supervision of the Board, and Chairpersons of the respective committees report to the Board about the deliberations and decisions taken by the Committees. The recommendations of the Committees are submitted to the Board for approval. During the year under review, all recommendations of the Committees were approved by the Board. The minutes of the meetings of all committees of the Board are placed before the Board for noting.

There are five Board Committees as on March 31, 2022, details of which are as follows:

Name of the Committee	Extract of Terms of Reference	Category and Composition	Other Details
Audit Committee	Committee is constituted in line with the provisions of Regulation 18 of the SEBI Listing Regulations and Section 177 of the Act. The broad terms of reference are as under: • Oversight of the financial reporting process. • Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval. • Evaluation of the internal financial controls and risk management systems • Recommendation for appointment, remuneration and terms of appointment of auditors of the Company. • Approve policies in relation to the implementation of the Insider Trading Code and to supervise the implementation of the same. • To consider matters with respect to the Tata Code of Conduct, Anti-bribery and Anti-Corruption Policy and Gifts Policy.	**Name** / **Category** Mr. Nasser Munjee (Chairperson) – Independent, Non-Executive Ms. Hema Ravichandar – Independent, Non-Executive Mr. Venkataramanan Anantharaman – Independent, Non-Executive Mr. Anupam Narayan* – Independent, Non-Executive *Appointed as a Member of the Committee w.e.f. October 21, 2021. Ms. Vibha Paul Rishi ceased to be Director upon completion of her term as an Independent Director and consequently ceased to be member of this Committee w.e.f. September 9, 2021.	• Seven meetings of the Audit Committee were held during the year under review and the gap between two meetings did not exceed one hundred and twenty days. • Committee invites such of the executives as it considers appropriate, representatives of the Statutory Auditors and Internal Auditors, to be present at its meetings. • The Company Secretary acts as the Secretary to the Audit Committee. • Mr. Giridhar Sanjeevi, Executive Vice President and Chief Financial Officer, is the Compliance Officer, to ensure compliance and effective implementation of the Insider Trading Code. • Quarterly Reports are placed before the Committee Meetings relating to the Insider Trading Code. • Mr. Nasser Munjee, Chairman of the Audit Committee had attended the previous AGM of the Company which was held on June 22, 2021.

Corporate Governance Report

Name of the Committee	Extract of Terms of Reference	Category and Composition	Other Details
Nomination & Remuneration Committee	Committee is constituted in line with the provisions of Regulation 19 of the SEBI Listing Regulations and Section 178 of the Act. The broad terms of reference are as under: • Recommend to the Board the setup and composition of the Board and its committees. • Recommend to the Board the appointment/re-appointment of Directors and Key Managerial Personnel. • Support the Board and Independent Directors in evaluation of the performance of the Board, its Committees and Individual Directors. • Recommend to the Board the Remuneration Policy for Directors, executive team or Key Managerial Personnel as well as the rest of employees. • Oversee familiarization programmes for Directors.	**Name** – **Category** Ms. Hema Ravichandar (Chairperson) – Independent, Non-Executive Mr. N. Chandrasekaran – Non-Independent, Non-Executive Mr. Venkataramanan Anantharaman – Independent, Non-Executive	• Two NRC Meetings were held during the year under review. • The Company does not have any Employee Stock Option Scheme. • Details of Performance Evaluation Criteria and Remuneration Policy are provided below. • Ms. Hema Ravichandar, Chairperson of the NRC had attended the previous AGM of the Company which was held on June 22, 2021.
Stakeholders' Relationship Committee	Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations and Section 178 of the Act. The broad terms of reference are as under: • Consider and resolve the grievance of security holders. • Consider and approve issue of share certificates, transfer and transmission of securities, etc.	**Name** – **Category** Mr. Venkataramanan Anantharaman* (Chairperson) – Independent, Non-Executive Mr. Puneet Chhatwal – Managing Director & CEO Mr. Mehernosh Kapadia – Non-Independent, Non-Executive *Appointed as a Member and elected as Chairperson of the Committee w.e.f. October 21, 2021. Ms. Vibha Paul Rishi ceased to be Director upon completion of her term as an Independent Director and consequently ceased to be member and chairperson of this Committee w.e.f. September 9, 2021	• Two meetings of the Stakeholders' Relationship Committee ('SRC') were held during the year under review. • Details of Investor complaints and Compliance Officer are provided below in the Report. • The previous AGM of the Company was held on June 22, 2021 and was attended by Ms. Vibha Paul Rishi, the erstwhile Chairperson of the SRC.

Name of the Committee	Extract of Terms of Reference	Category and Composition	Other Details
Corporate Social Responsibility and Sustainability (ESG) Committee	Committee is constituted in line with the provisions of Section 135 of the Act and is in accordance with Companies (Corporate Social Responsibility Policy) Amendment Rules 2021. The broad terms of reference are as under: • Formulate and recommend to the Board, the Corporate Social Responsibility and Sustainability (ESG) Policy and monitor them from time to time. • Formulate and recommend to the Board, an Annual Action Plan for the Company and have an oversight on its implementation. • To recommend the amount of expenditure to be incurred on CSR activities. • Enable Board oversight on sustainability (ESG) related policies, strategies and activities of the Company. • Advise the management on potential business implications of Sustainability / ESG performance.	**Name** – **Category** Mr. Puneet Chhatwal (Chairperson) – Managing Director & CEO Mr. Nasser Munjee – Independent, Non-Executive Ms. Hema Ravichandar – Independent, Non-Executive	• Three meetings of the CSR and Sustainability (ESG) Committee were held during the year under review. • The CSR Policy is available on the Company's website at https://www.ihcltata.com/CSR_Policy.pdf and the Sustainability (ESG) Policy at https://www.ihcltata.com/Sustainability_Policy.pdf.
Risk Management Committee	Committee is constituted in line with the provisions of Regulation 21 of the SEBI Listing Regulations. The broad terms of reference are as under: • Review the Company's risk governance structure, risk assessment and risk management practices and guidelines, policies and procedures for risk assessment and risk management • Review and approve the Enterprise Risk Management (ERM) framework • Review the Company's risk appetite and strategy relating to key risks, including market risk, cyber security risk, product risk and reputational risk, as well as the guidelines, policies and processes for monitoring and mitigating such risks	**Name** – **Category** Mr. Nasser Munjee (Chairperson) – Independent, Non-Executive Mr. Venkataramanan Anantharaman – Independent, Non-Executive Mr. Anupam Narayan* – Independent, Non-Executive *Appointed as a Member of the Committee w.e.f. October 21, 2021. Ms. Vibha Paul Rishi ceased to be Director upon completion of her term as an Independent Director and consequently ceased to be member of this Committee w.e.f. September 9, 2021	• Two meetings of the Risk Management Committee were held during the year under review.

The terms of reference of these committees are available on the website https://www.ihcltata.com/investors.

(ii) Stakeholders' Relationship Committee – other details

a. Name, designation and address of Compliance Officer:

Mr. Beejal Desai
Senior Vice President
Corporate Affairs & Company Secretary (Group)
The Indian Hotels Company Limited
6th Floor, Express Towers,
Barrister Rajni Patel Marg,
Nariman Point, Mumbai 400 021
Telephone: +91 22 6137 1602

b. Details of Investor Complaints received and redressed during FY 2021-22 are as follows:

Opening Balance	Received during the year	Resolved during the year	Closing Balance
0	17	17	0

(iii) Nomination and Remuneration Committee - other details

Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for Independent directors is determined by the NRC. An indicative list of factors on which evaluation was carried out includes participation and contribution by a director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behavior and judgement.

Remuneration Policy:

Remuneration policy of the Company is designed to create a high-performance culture. It enables the Company to attract, retain and motivate employees to achieve results. Our business model promotes customer centricity and requires employee mobility to address project needs. The remuneration policy supports such mobility through pay models that are compliant to local regulations. In each country where the Company operates, the remuneration structure is tailored to the regulations, practices and benchmarks prevalent in the Hospitality industry.

The Company pays remuneration by way of salary, benefits, perquisites and allowances (fixed component) and commission (variable component) to its Managing Director. Annual increments are recommended by the NRC within the salary scale approved by the Board and Members and are effective April 1, each year.

The Board of Directors, on the recommendation of the NRC, decides the commission payable to the Managing Director and the Executive Directors out of the profits for the Financial Year and within the ceilings prescribed under the Act and after seeking relevant approvals, based on the Board evaluation process considering the criteria such as the performance of the Company as well as that of the Managing Director and each Executive Director. In case of loss or where the net profits of the Company are inadequate for payment of profit-linked commission in any financial year, an incentive remuneration, not exceeding 200% of the basic salary, may be paid at the discretion of the Board.

The Company pays sitting fees of ₹ 30,000 per meeting to its Non-Executive Directors for attending meetings of the Board and meetings of committees of the Board. The Company also pays commission to the Non-Executive Directors within the ceiling of one percent of the net profits of the Company as computed under the applicable provisions of the Act, with the approval of the Members. The said commission is decided each year by the Board of Directors, on the recommendation of the NRC and distributed amongst the Non-Executive Directors based on the Board evaluation process, considering criteria such as their attendance and contribution at the Board and Committee meetings, as well as the time spent on operational matters other than at meetings. The Company also reimburses the out-of-pocket expense incurred by the Directors for attending the meetings. The Remuneration policy is available on https://www.ihcltata.com/Remuneration_Policy_KMP_Directors_Employees.pdf.

The Ministry of Corporate Affairs had notified the amendments to Sections 149(9) and 197(3) of the Act by the Companies (Amendment) Act, 2020 to enable companies faced with no profits / inadequate profits to pay certain fixed remuneration to their Non - Executive Directors and Independent Directors, in accordance with the provisions of Schedule V to the Act.

Accordingly, the Members had approved, at the 120th AGM, payment of fixed remuneration to the Non-Executive Directors (including Independent Directors) of the Company in case of no profits/ inadequate profits in accordance with the limits prescribed under Schedule V to the Act for the three Financial Years 2020-21, 2021-22 and 2022-23.

In view of the aforesaid authority and the valuable services being rendered by the said Directors to the Company as recommended by the NRC, the Board of Directors at their meeting held on April 27, 2022 approved payment of remuneration to the said Directors of the Company in accordance with the limits provided under Schedule V to the Act for the FY 2021-22 to be distributable in accordance with the directions given by the Board of Directors and shall be in addition to the fee payable to the Directors for attending the meetings of the Board or Committee thereof or for any other purpose whatsoever as may be decided by the Board.

Details of the Remuneration for the year ended March 31, 2022:

a. Non- Executive Directors:

(₹ Lakhs)

Name	Remuneration for FY 2021-22	Sitting Fees
Mr. N Chandrasekaran** (Chairman)	-	2.10
Mr. Nasser Munjee	40	5.40
Ms. Hema Ravichandar	40	4.20
Mr. Venkataramanan Anantharaman	35	5.40
Mr. Anupam Narayan*	20	2.40
Ms. Vibha Paul Rishi#	20	2.10
Mr. Mehernosh Kapadia	35	2.10
Mr. Venu Srinivasan	35	1.20
Total	**225**	**24.90**

**As a policy, Mr. N. Chandrasekaran, Chairman, has abstained from receiving remuneration from the Company

*Appointed as an Independent Director of the Company w.e.f. August 23, 2021, subject to the approval of the members at the AGM.

Ceased to be Director w.e.f. September 9, 2021 upon completion of her term as Independent Director.

b. Managing Director and Executive Director

(₹ Lakhs)

Name of Director	Salary	Benefits, Perquisites and Allowances	Performance Linked Incentive	Commission	Incentive Remuneration*	ESPS	Total
Mr. Puneet Chhatwal Managing Director and CEO (w.e.f. November 6, 2017 for a period of five years)	162.00	321.69	-	-	324.00	-	807.69

* Excludes Additional Incentive Remuneration of ₹ 3 Crores which was recommended by NRC and Board (subject to members' approval) but not accrued and not paid.

The above figures do not include provisions for encashable leave, gratuity and premium paid for group health insurance, as separate actuarial valuation / premium paid are not available.

Services of the Managing Director may be terminated by either party, giving the other party six months' notice or the Company paying six months' salary in lieu thereof. There is no separate provision for payment of severance pay.

c. Other Key Managerial Personnel

(₹ Lakhs)

Name of Key Managerial Personnel	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
Giridhar Sanjeevi	Executive Vice President & Chief Financial Officer	237.50	-	-	87.58	325.08
Beejal Desai	Senior Vice President Corporate Affairs & Company Secretary (Group)	132.33	-	-	40.86	173.19

IV. Number of Committee Meetings held and Attendance Records:

Name of the Committee	Audit Committee	Nomination and Remuneration Committee	Stakeholders' Relationship Committee	Corporate Social Responsibility and Sustainability (ESG) Committee	Risk Management Committee
No. of meetings held	7	2	2	3	2
Date of meetings	April 30, 2021, August 9, 2021, October 21, 2021, October 21, 2021 (With Credit Rating Agencies), January 17, 2022, February 1, 2022 and March 16, 2022	April 28, 2021 and March 17, 2022	August 9, 2021 and February 1, 2022	April 29, 2021, October 21, 2021 and March 15, 2022	August 9, 2021 and March 16, 2022
	No. of Meetings Attended				
Mr. N. Chandrasekaran	NA	2	NA	NA	NA
Mr. Puneet Chhatwal	NA	NA	2	3	NA
Mr. Nasser Munjee	7	NA	NA	3	2
Ms. Vibha Paul Rishi#	2	NA	1	NA	1
Ms. Hema Ravichandar	6	1	NA	2	NA
Mr. Venkataramanan Anantharaman**	7	2	1	NA	2
Mr. Anupam Narayan*	4	NA	NA	NA	1
Mr. Mehernosh Kapadia	NA	NA	2	NA	NA
Whether quorum was present for all the meetings: The necessary quorum was present for all the above Committee Meetings					

#Ceased to be Director upon completion of her term as an Independent Director and consequently ceased to be member of Audit Committee, Stakeholders' Relationship Committee & Risk Management Committee w.e.f. September 9, 2021.

**Appointed as a Member and Chairperson of the Stakeholders' Relationship Committee w.e.f. October 21, 2021.

*Appointed as Member of the Audit Committee and Risk Management Committee w.e.f. October 21, 2021.

Due to the exceptional circumstances caused by the COVID-19 pandemic and consequent relaxations granted by MCA and SEBI, all committee meetings in FY 2021-22 were held through video-conferencing.

V. Policies, Affirmations and Disclosures

Particulars	Regulations	Details	Website link for details/ policy
Related Party Transactions	Regulation 23 of the SEBI Listing Regulations and as defined under the Act	The Company has adopted the revised policy on Related Party Transactions pursuant to the amendments made vide SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021 and SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021. The same is approved by the Board and is uploaded on the website of the Company. There are no material Related Party Transactions during the year that have conflict with the interest of the Company. Transactions entered into with related parties during the Financial Year were in the ordinary course of business and at Arms' length basis and were approved by the Audit Committee. The Board has received disclosures from senior management relating to material, financial and commercial transactions where they and/or their relatives have personal interest. There are no materially significant Related Party Transactions which have potential conflict with the interest of the Company at large.	https://www.ihcltata.com/RPT.pdf
Details of non - compliance by the Company, penalty, strictures imposed on the Company by the stock exchange, or SEBI or any statutory authority on any matter related to capital markets	Schedule V(C) 10(b) to the SEBI Listing Regulations	There were no cases of non-compliance during the last three Financial Years.	
Whistle Blower Policy and Vigil Mechanism	Regulation 22 of the SEBI Listing Regulations	The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees to report concerns about unethical behavior. No person has been denied access to the Chairperson of the Audit Committee. The said policy has been uploaded on the website of the Company.	https://www.ihcltata.com/Whistle_Blower_Policy.pdf
Subsidiary Companies	Regulation 24 of the SEBI Listing Regulations	The Audit Committee reviews the Consolidated Financial Statements of the Company and the investments made by its unlisted subsidiary companies. The minutes of the Board meetings along with a report on significant developments of the unlisted subsidiary companies are periodically placed before the Board of Directors of the Company. The Company has six material unlisted subsidiary companies: **Domestic:** • Piem Hotels Limited • Skydeck Properties and Developers Private Limited • ELEL Hotels and Investments Limited **Foreign:** • United Overseas Holdings Inc. • St. James Court Hotel Limited • IHOCO BV As required under Regulation 24(1) of the SEBI Listing Regulations, Mr. Venkataramanan Anantharaman and Mr. Anupam Narayan, Independent Directors of the IHCL have been appointed on the Boards of IHOCO BV and St. James Court Hotel Limited, respectively. The Company has a policy for determining 'material subsidiaries' which is disclosed on its website.	https://www.ihcltata.com/Policy_for_Determining_Material_Subsidairies.pdf
Policy on Determination of Materiality for Disclosures	Regulation 30 of the SEBI Listing Regulations	The Company has adopted a Policy on Determination of Materiality for Disclosures.	https://www.ihcltata.com/Materiality-Policy.pdf
Policy on Archival and Preservation of Documents	Regulation 9 of the SEBI Listing Regulations	The Company has adopted a Policy on Archival and Preservation of Documents.	https://www.ihcltata.com/Archival-Policy.pdf and https://www.ihcltata.com/preservation_of_documents.pdf

Particulars	Regulations	Details	Website link for details/ policy
Reconciliation of Share Capital Audit Report	Regulation 76 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and SEBI Circular No. D&CC / FITTC/ Cir- 16/2002 dated December 31, 2002.	A qualified Practicing Company Secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited ('NSDL') and the Central Depository Services (India) Limited ('CDSL') and the total issued and listed equity share capital. The Audit Report confirms that the total issued / paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.	https://www.ihcltata.com/Reconciliation_Sharecapital_AuditReport.pdf
Code of Conduct	Regulation 17 of the SEBI Listing Regulations	The Members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them during the year ended March 31, 2022. The Annual Report of the Company contains a certificate by the Managing Director and Chief Executive Officer, on the compliance declarations received from the Members of the Board and Senior Management.	https://www.ihcltata.com/Code_of_Corporate_Disclosure_Practices.pdf
Dividend Distribution Policy	Regulation 43A of the SEBI Listing Regulations	The Company has adopted the Dividend Distribution Policy	https://www.ihcltata.com/Dividend_Distribution_Policy.pdf
Terms of Appointment of Independent Directors	Regulation 46 of the SEBI Listing Regulations and Section 149 read with Schedule IV to the Act	Terms and conditions of appointment/re-appointment of Independent Directors are available on the Company's website.	https://www.ihcltata.com/T&C_of_Appointment_of_ID.pdf
Familiarization Programme	Regulations 25(7) and 46 of the SEBI Listing Regulations	Details of familiarisation programme imparted to the Directors are available on the Company's website.	https://www.ihcltata.com/Familiarization_Programme_for_ID.pdf
Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013	Schedule V(C) 10(l) to the SEBI Listing Regulations	The details have been disclosed in the Business Responsibility Report as well as Board's Report forming part of the Annual Report	https://www.ihcltata.com/POSH_Policy.pdf

VI. Other Disclosures

i. Remuneration to Statutory Auditors

B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/ W-100022) have been appointed as the Statutory Auditors of the Company. As required under Regulation 34 read with Part C of Schedule V to the SEBI Listing Regulations, the Total Fees paid by the Company and its Subsidiaries on a consolidated basis, to the Statutory Auditors and all entities in the network firm/ entity of which the Statutory Auditor is a part are as under:

(₹ lakhs)

Particulars	By the Company	By the Subsidiaries	Total Amount
Services as statutory auditors (including quarterly reviews)	282.00	68.76	350.76
Tax audit	48.00	6.00	54.00
Services for tax matters	-	-	-
SSAE16 and Other matters	217.00	215.61	432.61
Re-imbursement of out-of-pocket expenses	23.00	8.45	31.45
Total	**570.00**	**298.82**	**868.82**

ii. Discretionary requirements under Schedule II Part E of the SEBI Listing Regulations:

1. **Audit Report:** For FY 2021-22, the Auditors have expressed an unmodified opinion on the Financial Statements of the Company. The Company continues to adopt best practices to ensure a regime of unmodified Financial Statements.

2. **Reporting of Internal Auditor:** The Internal Auditors of the Company report to the Audit Committee of the Company, to ensure independence of the Internal Audit function.

iii. Disclosure of accounting treatment in preparation of financial statements

The Company follows Indian Accounting Standards (Ind As) issued by the Ministry of Corporate Affairs in the preparation of its financial statements.

iv. Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the SEBI Listing Regulations

The Company did not raise any funds through Preferential Allotment. However, the Company had raised funds through Qualified Institutional Placement to Qualified Institutional Buyers for an aggregate amount of ₹ 2,000 Crores. The details of utilisation of funds, as on March 31, 2022 are as under:

(₹ Crores)

Particulars	Amount
Gross QIP Proceeds	2,000.00
Less: Issue Expenses	27.55
Net Proceeds	1,972.45
Utilisation:	
Prepayment of borrowings	357.00
Investment as ICD to a Subsidiary Company	50.00
Total Utilisation	**407.00**
Balance deposited with banks and short term investments	**1,565.45**

v. Directors and Officers Liability Insurance (D&O) as specified under Regulation 25(10) of the SEBI Listing Regulations:

The Company has taken a Directors and Officers Liability Insurance (D&O) on behalf of all Directors including Independent Directors, Officers, Managers and Employees of the Company for indemnifying any of them against any liability in respect of any negligence, default, misfeasance, breach of duty or breach of trust for which they may be guilty in relation to the Company.

vi. Disclosures of commodity price risks or foreign exchange risks and commodity hedging activities specified under Schedule V (C) 10(g) to the SEBI Listing Regulations:

The Company does not deal in commodities and hence the disclosure pursuant to the same is not required to be given. The Company has a portfolio of foreign currency debt and derivatives in respect of which it faces exposure to fluctuations in currency. Net derivatives exposures are kept within overall limits approved by the Board.

The details of foreign exchange exposures as on March 31, 2022 are disclosed in Notes to the Financial Statements.

vii. Plant / Hotel Locations:

The Company operates various hotels in India and Abroad, details of which are annexed at the end of this Report.

VII. Certifications

In terms of Regulation 17(8) of the SEBI Listing Regulations, the Managing Director & CEO and the CFO have issued a certificate to the Board with regard to the propriety of the Financial Statements and other matters stated in the said regulation, for the FY 2021-22.

A certificate has been received from Practicing Company Secretary Neville Daroga & Associates, that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority. The same is annexed to this Report as Annexure I.

A compliance certificate on the requirements of Corporate Governance has been received from the Practising Company Secretary, which is annexed to this Report as Annexure II.

VIII. General Body Meetings

i. General Meeting

a. Annual General Meeting:

Financial Year	Date	Time	Venue
2019	June 20, 2019	3.00 p.m.	Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine lines, Mumbai – 400 020
2020	July 27, 2020		Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM')
2021	June 22, 2021		

b. Extraordinary General Meeting:

No extraordinary general meeting of the Members was held during FY 2021-22.

c. Special Resolution:

- No Special Resolution was passed at the AGM held on June 20, 2019.
- Special Resolution for re-appointment of Ms. Vibha Paul Rishi as an Independent Director of the Company was passed at the AGM held on July 27, 2020.
- Special Resolutions passed at the AGM held on June 22, 2021:

  i. Approval and Ratification for payment of Minimum Remuneration to Mr. Puneet Chhatwal (DIN: 07624616), Managing Director & CEO for FY 2020-21, and

  ii. Approval for payment of Minimum Remuneration in case of no profits / inadequate profits to Mr. Puneet Chhatwal (DIN: 07624616), Managing Director & CEO from April 1, 2021 upto the remainder of his current term i.e. November 5, 2022.

All the above Special Resolutions were passed with the requisite majority.

ii. Details of special resolution passed last year through postal ballot:

The Company had sought the approval of the Shareholders by way of a Special Resolution through notice of postal ballot dated December 17, 2021 for Issue of Equity Shares through Qualified Institutions Placement to Qualified Institutional Buyers of an aggregate amount not exceeding ₹ 2000 Crores, which was duly passed and the results of which were announced on January 31, 2022.

iii. The person who conducted the postal ballot exercise:

Mr. Khushroo K Driver, Advocate – High Court was appointed as the Scrutinizer to scrutinize the postal ballot process exercise.

iv. Details of the voting pattern

Special Resolution	Votes in favour of the resolution			Votes against the resolution			Invalid Votes		
Issue of Equity Shares to Qualified Institutional Buyers through Qualified Institutions Placement	Number of members voted through electronic voting system and through Physical ballot form	Number of valid Votes cast (Shares)	% of total number of valid votes cast	Number of members voted through electronic voting system and through Physical ballot form	Number of valid Votes cast (Shares)	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)	% of invalid votes
	1,911	1,01,61,97,735	99.9951	146	49,587	0.0049	Nil	Nil	-

v. Procedure of postal ballot:

Pursuant to Sections 108, 110 and other applicable provisions, if any, of the Act, (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the Rules), Regulation 44 of the SEBI Listing Regulations, Secretarial Standard-2 on General Meetings (the 'SS-2'), read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and General Circular No. 10/2021 dated June 23, 2021 issued by the Ministry of Corporate Affairs ('MCA Circulars') and other applicable laws and regulations, as amended from time to time, the Company provided the remote e-Voting facility to its Members, to enable them to cast their votes electronically. The remote e-voting period commenced on Friday, December 31, 2021 at (9:00 a.m. IST) and ended on Saturday, January 29, 2022 at (5:00 p.m. IST). The cut-off date for the same was December 24, 2021. Mr. Beejal Desai, Company Secretary was authorised to accept, acknowledge and countersign the Scrutinizer's Report as well as declare the voting results in accordance with the provisions of the Act, the Rules framed thereunder and the SS-2 on General Meetings. Accordingly, the Scrutinizer, after the completion of scrutiny, submitted his report to Mr. Desai and the consolidated results of the voting by postal ballot were announced on January 31, 2022. The results were also displayed at the Registered Office and the Corporate Office of the Company and on the Company's website at https://www.ihcltata.com/investors besides being communicated to BSE Limited ('BSE'), National Stock Exchange of India Limited ('NSE') and NSDL.

vi. Details of special resolution proposed to be conducted through postal ballot:

None of the businesses proposed to be transacted at the ensuing AGM requires passing of a special resolution through postal ballot.

IX. Investor Relations

Investor Relations at IHCL serves as a bridge for two way communication of information and insights between the Company and the investment community. On one hand, this seamless channel of communication enables the investment community to be aware of the Company's business activities, strategy and prospects and allows them to make an informed judgment about the Company. On the other hand, the Company receives invaluable inputs and feedback from the investor community which are given due consideration and factored into future plans and strategies.

Means of Communication:

IHCL recognizes communication as a key element to the overall Corporate Governance framework, and therefore emphasizes on prompt, continuous, efficient and relevant communication to all external constituencies.

The quarterly, half-yearly and annual financial results of the Company are published in leading newspapers in India which includes Financial Express and Loksatta. The results are also displayed on the Company's weblink https://www.ihcltata.com/investors. Statutory notices are published in Financial Express and Loksatta. Frequently Asked Questions (FAQs) giving details about the Company and its shares is uploaded on the Company's website https://www.ihcltata.com/investors. A Management Discussion and Analysis Report is a part of this Annual Report.

Investors / Analyst Meets: The Company hosts calls or meetings with institutional investors on request. Post the quarterly results, an analyst meet is organized which provides a platform for the Management to answer questions and provide clarifications to investors and analysts. The Company continues to interact with all types of funds and investors in order to have a diversified shareholder base both in terms of geographical location and investment horizon. Financial Results, Statutory Notices, Press Releases and Presentations made to the institutional investors/ analysts after the declaration of the quarterly, half-yearly and annual results are submitted to the NSE and BSE as well as uploaded on the Company's website on a regular basis. The Company also issues press releases from time to time.

Website: The Company's website is a comprehensive reference on its leadership, management, vision, policies, corporate governance, sustainability and investor relations. There is a separate section on 'Investor Relations' where Members can access the details of the Board, the Committees, Policies, Board committee Charters, financial information, statutory filings, Shareholding information, details of unclaimed dividend and shares transferred / liable to be transferred to IEPF, FAQs, etc. In addition, various downloadable forms required to be executed by the shareholders have also been provided on the website of the Company.

Annual Report: In line with the MCA and SEBI Circulars, electronic copies of the Integrated Annual Reports for FY 2021-22 are being sent by e-mail to the Members who had registered their e-mail ids with the Company/Depository Participants unless any Member has requested for a physical copy of the same. The Company shall send a physical copy of the Integrated Annual Report to those Members who request the same at investorrelations@tajhotels.com mentioning their Folio No. / DP ID and Client ID. The Integrated Annual Reports are also available in the Investor Relations section on the Company's website https://www.ihcltata.com/AGM/2022/AGM-FY2022/.

Electronic Communication: The Company had during FY 2021-22 sent various communications including Annual Reports, ECS intimation of dividend by e-mail to those shareholders whose email addresses were registered with the Company / Depositories. In support of the 'Green Initiative' the Company encourages Members to register their e-mail address with their Depository Participant or the Company, to receive soft copies of the Annual Report, Notices and other information disseminated by the Company, on a real-time basis without any delay.

Scores: A centralized web based complaints redress system 'Scores' which serves as a centralized database of all complaints received, enables uploading of Action Taken Reports (ATRs) by the concerned companies and online viewing by the investors of actions taken on complaint and its current status.

Web-based Query Redressal System: Members may utilise the facility extended by Link In-time India Private Limited, the Registrar and Transfer Agent of the Company for redressal of queries, by visiting their website www.linkintime.co.in.

General shareholder information

i. **Annual General Meeting for FY 2022**

Date: Thursday, June 30, 2022

Time: 3.00 p.m. (IST)

Venue: The Company is conducting meeting through VC/OAVM pursuant to the MCA Circulars dated General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 21/2021 dated December 14, 2021 and the General Circular No. 02/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ('MCA Circulars') and as such there is no requirement to have a venue for the AGM. For details please refer to the Notice of this AGM

As required under Regulation 36(3) of the SEBI Listing regulations and SS-2, details of Director seeking appointment/ re-appointment at this AGM are given in the Annexure to the Notice of this AGM.

ii. **Financial Calendar**

Year ending : March 31, 2022

AGM : Thursday, June 30, 2022

Dividend Payment : The dividend, if approved, shall be paid/credited on or after Thursday, July 7, 2022

iii. **Date of Book Closure:** Friday, June 24, 2022 to Thursday, June 30, 2022 (both days inclusive)

iv. **Listing on Stock Exchanges:**

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex Bandra (East),
Mumbai 400 051

BSE Limited
P. J. Towers, Dalal Street,
Mumbai 400 001
ISIN: INE053A01029

v. **Stock Codes/Symbol**

NSE: INDHOTEL EQ
BSE: 500850

Listing Fees as applicable have been paid.

vi. **Corporate Identity Number (CIN) of the Company:**

L74999MH1902PLC000183

vii. **Market Price Data:**

High Low (based on daily closing price) and number of equity shares traded during each month in the year 2022 on NSE and BSE:

	BSE			NSE		
	High (₹)	Low (₹)	Total number of equity shares traded	High (₹)	Low (₹)	Total number of equity shares traded
Apr/2021	115.40	93.80	54,86,514	115.40	93.75	6,36,80,360
May/2021	140.50	107.10	60,98,055	140.50	107.00	8,06,40,379
Jun/2021	150.60	121.35	1,10,34,376	150.70	125.00	12,43,53,911
Jul/2021	157.25	140.35	58,82,021	157.30	140.25	8,44,35,548
Aug/2021	149.10	133.05	29,55,050	149.20	133.05	4,28,62,894
Sep/2021	200.90	139.55	1,95,52,262	200.50	139.55	25,89,14,162
Oct/2021	237.50	178.60	1,92,92,912	237.40	178.35	28,38,20,341
Nov/2021	224.75	171.15	1,37,62,840	224.90	171.00	2,58,48,702
Dec/2021	206.80	172.35	1,00,29,763	206.50	172.15	14,09,71,360
Jan/2022	218.35	178.20	73,78,174	218.50	178.05	11,08,23,483
Feb/2022	226.45	191.90	61,57,051	226.55	191.95	10,05,23,513
Mar/2022	245.45	180.75	88,21,899	245.50	180.60	18,70,51,135

Performance of the share price of the Company in comparison to the BSE Sensex:

Month	IHCL NSE Share price - NSE	NSE Nifty	IHCL BSE Share price - BSE	BSE Sensex
Apr'21	104.58	14,597.88	104.60	48,790.14
May'21	123.75	15,011.30	123.80	50,020.65
Jun'21	137.85	15,683.28	135.98	52,288.66
Jul'21	148.78	15,737.85	148.80	52,546.77
Aug'21	141.13	16,494.08	141.08	55,214.67
Sep'21	170.03	17,501.35	170.23	58,838.11
Oct'21	207.88	18,028.68	208.05	60,398.29
Nov'21	197.95	17,496.28	197.95	58,709.75
Dec'21	189.33	17,024.85	189.58	57,168.03
Jan'22	198.28	17,593.88	198.28	58,942.39
Feb'22	209.25	16,998.93	209.25	57,000.86
Mar'22	213.05	16,615.63	213.10	55,575.87

i. **Registrars and Transfer Agents**

Name and Address: Link Intime India Private Limited C-101, 247 Park, L.B.S. Marg, Vikhroli West Maharashtra Mumbai 400083

Telephone: 022 4918 6270
Fax: 022 4918 6060
E-mail: rnt.helpdesk@linkintime.co.in
Website: www.linkintime.co.in

ii. **Place for acceptance of Documents:**

Documents will be accepted at the above address between 10.00 a.m. and 3.30 p.m. (Monday to Friday except bank holidays).

iii. **Share Transfer System:**

Transfer of equity shares in electronic form are effected through the depositories with no involvement of the Company. The Directors and certain Company officials (including Chief Financial Officer and Company Secretary) are authorised by the Board severally to approve transfers, which are noted at subsequent Board Meetings.

Corporate Governance Report

iv. Shareholding as on March 31, 2022:

a. Distribution of equity shareholding as on March 31, 2022:

Number of shares	Holding	Percentage to capital	Number of accounts	Percentage to total accounts
1 - 100	2,30,172	64.9671	74,22,116	0.5225
101 - 500	76,815	21.6814	1,84,18,797	1.2967
501 - 1000	19,128	5.3990	1,42,47,814	1.0031
1001 - 5000	21,356	6.0278	4,64,07,550	3.2672
5001 - 10000	3,614	1.0201	2,55,16,384	1.7964
10001 - 20000	1,787	0.5044	2,47,19,159	1.7403
20001 - 30000	514	0.1451	1,26,26,195	0.8889
30001 - 40000	230	0.0649	79,40,683	0.5590
40001- 50000	94	0.0265	42,78,251	0.3012
50001 -100000	195	0.0550	1,35,75,252	0.9557
100001 - above	385	0.1087	1,24,52,47,401	87.6688
GRAND TOTAL	**3,54,290**	**100.0000**	**1,42,03,99,602**	**100.0000**

b. Categories of equity shareholding as on March 31, 2022:

Category	Number of equity shares held	Percentage of holding
Promoters	50,76,55,313	35.7403
Other Entities of the Promoter Group	3,47,70,028	2.4479
Mutual Funds & UTI	30,39,77,245	21.4008
Banks, Financial Institutions, States and Central Government	69,48,804	0.4892
Insurance Companies	9,46,41,008	6.6630
Foreign Institutional Investors and Foreign Portfolio Investors – Corporate	22,82,17,726	16.0671
NRI's / OCB's / Foreign Nationals	1,04,17,952	0.7335
Corporate Bodies / Trust	1,83,90,264	1.2947
Indian Public & Others	21,23,72,889	14.9516
Alternate Investment Fund	8,15,892	0.0574
IEPF account	21,92,481	0.1544
GRAND TOTAL	**1,42,03,99,602**	**100.00**

c. Top ten Equity Shareholders of the Company as on March 31, 2022:

Sr. No.	Name of the Shareholder	Total Number of Equity Shares	Total Shareholding as % of total number of equity shares
1	Tata Sons Private Limited	50,76,55,313	35.7403
2	HDFC Trustee Company Ltd - A/C HDFC Mid – Cap Opportunities Fund	5,40,00,000	3.8017
3	Life Insurance Corporation of India	2,65,54,793	1.8695
4	ICICI Prudential Life Insurance Company Limited	2,55,23,303	1.7969
5	Amansa Holdings Private Limited	2,49,66,493	1.7577
6	HDFC Life Insurance Company Limited	2,34,56,525	1.6514
7	Nippon Life India Trustee Ltd-A/C Nippon India Multi Cap Fund	2,10,00,000	1.4785
8	Nippon Life India Trustee Ltd-A/C Nippon India Large Cap Fund	1,95,06,666	1.3733
9	Government Pension Fund Global	1,85,73,063	1.3076
10	SBI Flexicap Fund	1,79,26,696	1.2621

v. Dematerialization of Shares and Liquidity:

The Company's shares are compulsorily traded in dematerialized form on NSE and BSE. Equity shares of the Company representing 99.32 percent of the Company's equity share capital are dematerialized as on March 31, 2022. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE053A01029.

vi. Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, Conversion Date and Likely Impact on Equity:

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on March 31, 2022, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

The following Non-Convertible Debentures ('NCD') are listed on NSE and BSE under the Wholesale Debt Market segment*:

Description of Instruments	Date of Allotment	Date of Redemption	Outstanding Debentures & Amount in (₹)	ISIN No.	Listed on	Credit Rating	
						CARE	ICRA
7.85% (495 Crores) Secured Non-Convertible Redeemable Debentures	January 20, 2017	April 15, 2022	4,950 ₹ 495,00,00,000	INE053A07182	NSE	AA	-
7.50% (150 Crores) Unsecured Non-Convertible Redeemable Debentures	April 23, 2020	April 23, 2023	1,500 ₹ 150,00,00,000	INE053A08107	NSE	AA	-
7.95% (300 Crores) Unsecured Non-Convertible Redeemable Debentures	June 5, 2020	June 5, 2023	3,000 ₹ 300,00,00,000	INE053A08115	NSE	AA	-

*Detailed information on the above debentures is included in the 'Notes to Accounts'

Details of Debenture Trustees are given below:

Centbank Financial Services Limited
Debenture Trustee Section
Merchant Banking Department
Central Bank Building, 3rd floor,
M.G. Road, Fort, Mumbai – 400023
Email ID: yashda.waghmare@cfsl.in; hv.kamdar@cfsl.in; pradeep.daiya@cfsl.in

Axis Trustee Services Limited
Debenture Trustee Section
The Ruby, 2nd Floor (SW),
29, Senapati Bapat Marg,
Dadar West, Mumbai - 400 028.
Email ID: debenturetrustee@axistrustee.in, response@axistrustee.com

vii. Equity Shares in the Suspense Account:

In accordance with the requirement of Regulation 34(3) and Part F to Schedule V to the SEBI Listing Regulations, details of equity shares in the suspense account are as follows:

Particulars	Number of shareholders	Number of equity shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2021	NIL	NIL
Shareholders who approached the Company for transfer of shares from suspense account during the year	NIL	NIL
Shareholders to whom shares were transferred from the suspense account during the year	NIL	NIL
Shareholders whose shares are transferred to the demat account of the IEPF Authority as per Section 124 of the Act	NIL	NIL
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2022	NIL	NIL

The voting rights on the shares outstanding in the suspense account as on March 31, 2022 shall remain frozen till the rightful owner of such shares claims the shares.

Corporate Governance Report

viii. Transfer of Unclaimed/Unpaid Amounts to the Investor Education and Protection Fund:

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), dividend, if not claimed for a consecutive period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF').

Further, all the shares in respect of which dividend has remained unclaimed for seven consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares.

In the interest of the shareholders, the Company sends periodical reminders to the shareholders to claim their dividends in order to avoid transfer of dividends/ shares to IEPF Authority. Notices in this regard are also published in the newspapers and the details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF Authority, are uploaded on the Company's website https://www.ihcltata.com/investors.

During the year under review, the Company has not transferred any unclaimed dividends, which are outstanding for seven consecutive years nor any shares of the Company, in respect of which dividend has not been claimed for seven consecutive years or more from the date of transfer to unpaid dividend account, as the Company had not declared any dividend during FYs 2013-14 and 2014-15.

The details of unclaimed dividend and shares transferred to IEPF during the FY 2021-22 are as follows:

Financial Year	Amount of unclaimed dividend transferred (₹ Lakhs)	Number of shares transferred
2013-14	NIL	NIL

The Members who have a claim on the shares of the Company and dividends which have been transferred to the IEPF in the past, may claim the same from the IEPF Authority by submitting an online application in Form No. IEPF-5, which is available on the website www.iepf.gov.in and send a duly signed copy of the same to the Company at investorrelations@tajhotels.com along with the requisite attachments to Form No. IEPF-5.

The following table gives information relating to various outstanding dividends and the dates by which they can be claimed by the shareholders from the Company's Registrar and Transfer Agent:

For shareholders of The Indian Hotels Company Limited:

Financial Year	Date of declaration	Last date for claiming unpaid dividend
2015-16	August 26, 2016	September 22, 2023
2016-17	August 21, 2017	September 18, 2024
2017-18	July 19, 2018	August 18, 2025
2018-19	June 20, 2019	July 27, 2026
2019-20	July 27, 2020	September 2, 2027
2020-21	June 22, 2021	July 28, 2028

Address for Correspondence:

The Indian Hotels Company Limited
Mandlik House, Mandlik Road
Mumbai 400 001
Tel: 022-66395515
Designated e-mail address for Investor Services:
investorrelations@tajhotels.com
For queries on IEPF related matters:
iepf.assist@ihcltata.com

DECLARATION BY THE MANAGING DIRECTOR & CEO ON CODE OF CONDUCT AS REQUIRED BY SCHEDULE V TO SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

I, Puneet Chhatwal, Managing Director & CEO of the Company hereby declare that all the Members of Board of Directors and Senior Management Personnel have affirmed compliance with Code of Conduct, as applicable to them, in respect of the Financial Year ended March 31, 2022.

For **The Indian Hotels Company Limited**

Puneet Chhatwal
Managing Director and CEO
DIN: 07624616

Mumbai, April 27, 2022

Annexure I

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members
The Indian Hotels Company Limited
Mandlik House,
Mandlik Road,
Mumbai – 400 001

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **The Indian Hotels Company Limited** having **CIN L74999MH1902PLC000183** and having registered office at Mandlik House, Mandlik Road, Mumbai 400 001 (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1.	Mr. N. Chandrasekaran	00121863	27/01/2017
2.	Mr. Nasser Munjee	00010180	05/08/2019
3.	Ms. Hema Ravichandar	00032929	05/08/2019
4.	Mr. Venkataramanan Anantharaman	01223191	05/08/2019
5.	Mr. Anupam Narayan	05224075	23/08/2021
6.	Mr. Venu Srinivasan	00051523	10/08/2018
7.	Mr. Mehernosh Kapadia	00050530	10/08/2018
8.	Mr. Puneet Chhatwal	07624616	06/11/2017

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

For **M/s Neville Daroga & Associates**
ACS No. 8663
CP No. 3823

Mumbai, April 18, 2022

Annexure II

PRACTICING COMPANY SECRETARIES CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
The Indian Hotels Company Limited

We have examined the compliance of the conditions of Corporate Governance by The Indian Hotels Company Limited ('the Company') for the year ended on March 31, 2022, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D and E to Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

The compliance of the conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2022.

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

For **M/s Neville Daroga & Associates**
ACS No. 8663
CP No. 3823

Mumbai, April 18, 2022

Company-wise list of Hotels/Units

as at April 30, 2022

Company/ Hotel/ Unit	Rooms
The Indian Hotels Company Limited	
The Taj Mahal Palace & Tower, Mumbai	543
Taj Lands End, Mumbai	493
Taj Wellington Mews, Mumbai	80
Taj Mahal, New Delhi	230
Taj Palace, New Delhi	403
Taj Bengal, Kolkata	229
Taj West End, Bengaluru	117
Taj Lake Palace, Udaipur	83
Taj Falaknuma Palace, Hyderabad	60
Taj Exotica Resort & Spa, Goa	140
Taj Connemara, Chennai	147
Taj Fort Aguada Resort & Spa, Goa	143
Taj Holiday Village Resort & Spa, Goa	142
Taj Hari Mahal, Jodhpur	93
Taj Yeshwantpur, Bengaluru	327
Taj Exotica Resort & Spa, Andamans	72
Vivanta Bengaluru, Whitefield	199
Vivanta Aurangabad	63
Vivanta New Delhi, Dwarka	250
Vivanta Guwahati	150
Vivanta Bengaluru, Residency Road	98
Taj Fateh Prakash Palace, Udaipur	65
Jai Mahal Palace, Jaipur	100
Taj Usha Kiran Palace, Gwalior	40
The Gateway Hotel Beach Road, Calicut	74
The Connaught, New Delhi – IHCL SeleQtions	104
Savoy, Ooty - IHCL SeleQtions	40
Subsidiary Companies	
Piem Hotels Limited	
Taj Mahal, Lucknow	110
Taj M G Road, Bengaluru	165
The Gateway Hotel Ambad, Nashik	148
Tajview, Agra - IHCL SeleQtions	95
Taj Swarna, Amritsar	157
President, Mumbai - IHCL SeleQtions	287
Blue Diamond, Pune - IHCL SeleQtions	110
United Hotels Limited	
Ambassador, New Delhi - IHCL SeleQtions	88

Company/ Hotel/ Unit	Rooms
Subsidiary Companies	
Roots Corporation Limited	
Ginger Agartala	94
Ginger Ahmedabad, Vastrapur	93
Ginger Bangalore IRR	87
Ginger Bhubaneshwar	160
Ginger Chennai, Vadapalani	79
Ginger Chennai, IITM	81
Ginger Faridabad	91
Ginger Goa, Panjim	135
Ginger Guwahati	70
Ginger Indore	95
Ginger Jaipur	103
Ginger Jamshedpur	94
Ginger Mangalore	79
Ginger Mumbai, Andheri (MIDC)	116
Ginger Nashik	92
Ginger Delhi, RYN	115
Ginger East Delhi	81
Ginger Noida Sector 63	83
Ginger Pantnagar	98
Ginger Pune Wakad	128
Ginger Pune Pimpri	97
Ginger Surat	98
Ginger Thane	46
Ginger Trivandrum	101
Ginger Vadodara	99
Ginger Cochin, TCS TQ	38
Ginger Pune, TCS Nivant	92
Ginger Chennai, TCS Siruseri	94
Ginger Noida, City Centre	96
Ginger Hotel Vapi	90
Ginger Mumbai, Andheri East	142
Ginger Lucknow	72
Ginger Aurangabad	63
Ginger Sanand	104
Ginger Goa, Madgaon	47
Ginger Patna	70
Ginger Kalinganagar	93
Ginger TCS, BKC	30
Ginger Jamshedpur, Tata Steel - JFC	49
Ginger Jamshedpur, NTHA	28
Ginger Greater Noida, Pari Chowk	72
Ginger Kochi, Kalamassery	73

Company/ Hotel/ Unit	Rooms
Subsidiary Companies	
Benares Hotels Limited	
Taj Nadesar Palace, Varanasi	14
Taj Ganges, Varanasi	130
The Gateway Hotel Balaghat Road, Gondia	34
United Overseas Holding, Inc.	
The Pierre, A Taj Hotel, New York	189
Taj Campton Place, San Francisco	110
St James Court Hotel Limited	
Taj 51 Buckingham Gate Suites and Residences, London	86
St. James' Court, A Taj Hotel, London	329
Good Hope Palace Hotels Proprietary Limited	
Taj Cape Town, South Africa	159
Taj International Hotels Limited	
Bombay Brasserie	-
Quilon	-
Associate Companies	
Oriental Hotels Limited	
Taj Coromandel, Chennai	212
Taj Fisherman's Cove Resort & Spa, Chennai	149
Taj Malabar Resort & Spa, Kochi	95
Vivanta Coimbatore	178
The Gateway Hotel Old Port Road, Mangalore	96
The Gateway Hotel Pasumalai, Madurai	63
Gateway Coonoor – IHCL SeleQtions	32
TAL Lanka Hotels PLC	
Taj Samudra, Colombo	300
Lanka Island Resorts Limited	
Taj Bentota Resort & Spa, Sri Lanka	160

Company/ Hotel/ Unit	Rooms
Joint Venture Companies	
Taj GVK Hotels & Resorts Limited	
Taj Krishna, Hyderabad	260
Taj Banjara, Hyderabad	122
Taj Deccan, Hyderabad	151
Taj Club House, Chennai	220
Taj Chandigarh	149
Vivanta Hyderabad, Begumpet	181
Taj Kerala Hotels & Resorts Limited	
Taj Kumarakom Resort & Spa, Kerala	28
The Gateway Hotel Marine Drive Ernakulam	108
Gateway Varkala - IHCL SeleQtions	30
Kaveri Retreats and Resorts Limited	
Taj Madikeri Resort & Spa, Coorg	63
Taj Karnataka Hotels & Resorts Limited	
Gateway Chikmagalur – IHCL SeleQtions	29
Taj Safaris Limited	
Mahua Kothi, A Taj Safari, Bandhavgarh National Park	12
Banjaar Tola, A Taj Safari, Kanha National Park	18
Pashan Garh, A Taj Safari, Panna National Park	12
Baghvan, A Taj Safari, Pench National Park	12
Taj SATS Air Catering Limited	
Amritsar	-
Bangalore	-
Chennai	-
Delhi	-
Goa	-
Kolkata	-
Mumbai	-
TAL Maldives Resorts Private Limited	
Taj Exotica Resort & Spa, Maldives	64
Taj Coral Reef Resort & Spa, Maldives	62

Company/ Hotel/ Unit	Rooms
Managed Properties – IHCL	
Taj Aravali Resort & Spa, Udaipur	176
Taj Bangalore, Bengaluru	154
Taj Bekal Resort & Spa, Kerala	75
Taj Chia Kutir Resort & Spa, Darjeeling	72
Taj City Centre, Gurugram	208
Taj Corbett Resort & Spa, Uttarakhand	61
Taj Green Cove Resort & Spa, Kovalam	59
Taj Hotel & Convention Centre, Agra	239
Taj Lakefront, Bhopal	152
Taj Resort & Convention Centre, Goa	299
Taj Rishikesh Resort & Spa, Uttarakhand	79
Taj Santacruz, Mumbai	279
Taj Skyline, Ahmedabad	170
Taj Theog Resort & Spa, Shimla	83
Taj Tirupati	62
Taj Wellington Mews, Chennai	107
Rambagh Palace, Jaipur	78
Umaid Bhawan Palace, Jodhpur	70
Vivanta Bhubaneswar, DN Square	136
Vivanta Chennai, IT Expressway	200
Vivanta Dal View, Srinagar	84
Vivanta Goa, Miramar	77
Vivanta Goa, Panaji	172
Vivanta Kolkata, EM Bypass	197
Vivanta Navi Mumbai, Turbhe	146
Vivanta Pune, Hinjawadi	150
Vivanta Sikkim, Pakyong	50
Vivanta Surajkund, NCR	286
Vivanta Thiruvananthapuram	108
Vivanta Vadodara	88
The Gateway Hotel Beach Road, Visakhapatnam	95
The Gateway Hotel M G Road, Vijayawada	108
The Gateway Resort Damdama Lake Gurgaon	78
Anand Kashi by the Ganges, Rishikesh – IHCL SeleQtions	24
Cidade de Goa – IHCL SeleQtions	207
Devi Ratn, Jaipur – IHCL SeleQtions	62

Company/ Hotel/ Unit	Rooms
Managed Properties – IHCL	
Gir Serai – IHCL SeleQtions	28
Pilibhit House, Haridwar – IHCL SeleQtions	35
Pratap Mahal, Ajmer – IHCL SeleQtions	88
Raajkutir, Kolkata – IHCL SeleQtions	33
Sawai Madhopur Lodge – IHCL SeleQtions	36
Ramgarh Lodge, Jaipur – IHCL SeleQtions	14
Taj Dubai	296
Taj Jumeirah Lakes Towers, Dubai	200
Taj Exotica Resort & Spa, The Palm, Dubai	325
Taj Pamodzi, Lusaka	192
Taj Tashi, Bhutan	66
Vivanta Colombo, Airport Garden	208
Vivanta Kathmandu	110
Managed Properties - Ginger	
Ginger Manesar	61
Ginger Katra	80
Ginger Tirupur	91
Ginger Vizag	57
Ginger Ahmedabad, Satellite	36
Ginger Ahmedabad, S.G. Road	44
Ginger Gurgaon	77
Ginger Goa, Dona Paula	24
Ginger Vadodara RCR	72
Ginger Dwarka	98
Ginger Surat, City Center	98
Ginger Bangalore Whitefield	101
Ginger Pondicherry	94
Ginger Mysore	98
Ginger Visakhapatnam, Gajuwaka	57
Managed Properties - Safaris	
Meghauli Serai, A Taj Safari, Chitwan National Park	29

Business Responsibility Report 2021-22

(Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Section A: General Information about the Company

1. **Corporate Identity Number (CIN) of the Company:** L74999MH1902PLC000183

2. **Name of the Company:** The Indian Hotels Company Limited (IHCL)

3. **Registered address:** Mandlik House, Mandlik Road, Mumbai - 400001

4. **Website:** https://www.ihcltata.com/

5. **E-mail id:** investorrelations@tajhotels.com

6. **Financial Year reported:** April 1, 2021 – March 31, 2022

7. **Sector(s) that the Company is engaged in (industrial activity code-wise):**

Group	Description
551	Short Term Accommodation activities
561	Restaurants and mobile food service activities

8. **List three key products / services that the Company manufactures / provides (as in balance sheet)**:

    1. Rooms
    2. Food and Beverage services

9. **Total number of locations where business activity is undertaken by the Company:**

    Including Ginger and amã

    Number of International Locations: 12
    Number of National Locations: 90

    Excluding Ginger and amã

    Number of International Locations: 12
    Number of National Locations: 60

10. **Markets served by the Company - Local / State / National / International:**

    International:

    Bentota, Bhutan, Cape Town, Chitwan, Colombo, Dubai, Kathmandu, London, Lusaka, Maldives, New York, San Francisco

    National:

    Agartala, Agra, Ahmedabad, Ajmer, Alleppey, Alibaug, Amritsar, Aurangabad, Bandhavgarh, Bangalore, Bekal, Betul, Bhopal, Bhubaneshwar, Calicut, Chandigarh, Chennai, Chikmagalur, Cochin, Coimbatore, Coonoor, Coorg, Corbett, Darjeeling, Dehradun, Dwarka, Ernakulam, Faridabad, Gangtok, Goa, Gondia, Gurugram, Guwahati, Gwalior, Haridwar, Havelock, Hyderabad, Indore, Jaipur, Jamshedpur, Jodhpur, Junagadh, Kalinganagar, Kamshet, Kanha, Katra, Khadakvasla, Kochi, Kodaikanal, Kolkata, Kovalam, Kumarakom, Lucknow, Lonavala, Madurai, Madikeri, Mangalore, Miramar, Mumbai, Munnar, Mysore, Nashik, New Delhi, Noida, Ooty, Panna, Pantnagar, Patna, Pench, Pondicherry, Pune, Ranthambore, Rishikesh, Sanand, Shimla, Srinagar, Surajkund, Surat, Thane, Tirupati, Tirupur, Trivandrum, Udaipur, Vadodara, Vapi, Varanasi, Varkala, Vijayawada, Vizag and Wayanad.

Section B: Financial Details of the Company as on March 31, 2022

(₹ Crores)

Sr. No	Particulars	FY 21-22
1.	Paid up capital	142.04
2.	Total turnover	2,152.42
3.	Total profit after taxes	(34.45)
4.	Total spending on Corporate Social Responsibility (CSR)	-

5. **List of activities in which expenditure in 4 above has been incurred: NIL**

    Set off against previous financial year (FY 2020-21) CSR expenses

Section C: Other Details

1. **Does the Company have any Subsidiary Company / Companies?**

    Yes. The Company has 26 Subsidiaries, 7 Associates and 6 Joint Ventures as at March 31, 2022.

2. **Do the Subsidiary Company / Companies participate in the BR Initiatives of the Parent Company? If yes, then indicate the number of such Subsidiary Company(s).**

    Yes. Group Companies such as PIEM Hotels Limited, Benares Hotels Limited, Taj SATS Air Catering Limited, Oriental Hotels Limited and United Hotels Limited participate in company's Corporate Responsibility and Sustainability initiatives.

3. **Do any other entity / entities (e.g. suppliers, distributors etc.) that the Company does business with; participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity / entities? [Less than 30%, 30-60%, More than 60%]**

    No

Section D: BR Information

1. **Details of Director / Directors responsible for BR:**

a) **Details of the Director / Directors responsible for implementation of the BR policy / policies:**

The Corporate Social Responsibility and Sustainability (ESG) Committee of the Board of Directors is responsible for implementation of BR policies. The Members of the CSR and Sustainability (ESG) Committee are as follows:

DIN Number	Name	Designation
07624616	Mr. Puneet Chhatwal	Managing Director & Chief Executive Officer
00010180	Mr. Nasser Munjee	Independent Director
00032929	Ms. Hema Ravichandar	Independent Director

b) **Details of the BR head:**

Sr. No	Particulars	Details
1.	DIN Number (if applicable)	Not Applicable
2.	Name:	Gaurav Pokhariyal
3.	Designation:	Executive Vice President – Human Resources
4.	Telephone Number	022-61371931
5.	Email	gaurav.pokhriyal@ihcltata.com

2. **Principle-wise (as per NVGs) BR Policy / policies (Reply in Y / N):**

The National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVGs) released by the Ministry of Corporate Affairs are based on nine principles in the realm of Business Responsibility. These are as under:

- **P1** Businesses should conduct and govern themselves with Ethics, Transparency and Accountability.
- **P2** Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.
- **P3** Businesses should promote the well-being of all employees.
- **P4** Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.
- **P5** Businesses should respect and promote human rights.
- **P6** Businesses should respect, protect, and make efforts to restore the environment.
- **P7** Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.
- **P8** Businesses should support inclusive growth and equitable development.
- **P9** Businesses should engage with and provide value to their customers and consumers in a responsible manner.

Principle-wise (as per NVGs) BR Policy / policies (Reply in Y / N):

Sr. No	Particulars	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	Do you have a policy / policies for…..	Y	Y	Y	Y	Y	Y	N	Y	Y
2.	Has the policy been formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	N	Y	Y
3.	Does the policy conform to any national/ international standards? If Yes, specify (50 words)*	Y Industry benchmarks	Y	Y	Y UNGC & Industry Benchmarks	Y	Y UNGC	N	Y UNGC & ITP	Y
4.	Has the policy been approved by the Board?	Y	Y	Y	Y	Y	Y	N	Y	Y
	If yes, has it been signed by MD/ Owner/ CEO/ appropriate Board Director?	Y	Y	Y	Y	Y	Y	N	Y	Y
5.	Does the Company have a specified Committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	N	Y	Y

Sr. No	Particulars	P1	P2	P3	P4	P5	P6	P7	P8	P9
6.	Indicate the link for the policy to be viewed online?	The above policies can be located on this link - https://www.ihcltata.com/investors/ - www.ihcltata.com								
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	N	Y	Y
8.	Does the Company have inhouse structure to implement the policy/policies?	Y	Y	Y	Y	Y	Y	N	Y	Y
9.	Does the Company have a Grievance Redressal Mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	N	Y	Y
10.	Has the Company carried out independent audit / evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	N	Y	Y

2a. If answer to Sr. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

Sr. No	Particulars	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	The Company has not understood the Principles									
2.	The Company is not at a stage where it finds itself in a position to formulate and implement the policies on specified Principles									
3.	The Company does not have financial or manpower resources available for the task									
4.	It is planned to be done within next six months									
5.	It is planned to be done within next one year									
6.	Any other reason (please specify)							The Company will plan to incorporate formal policy in coming years.		

3. Governance related to BR –

Indicate the frequency with which the Board of Directors, Committee of the Board or CEO assesses the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year:

The Company has a Board level CSR and Sustainability (ESG) Committee chaired by the MD / CEO and two Independent Directors. The Committee meets thrice in the year to review the CSR and Sustainability initiatives.

Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently is it published?

Yes. The Company reports annually to the Carbon Disclosure Project (CDP) and publishes a Sustainability Report according to the GRI Standards.

IHCL Sustainability Report is available on- https://www.ihcltata.com/content/dam/tajhotels/ihcl/sustainabilities/IHCL-Sustainability-Report-20-21.pdf

Section E: Principle-wise Performance

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

QUESTIONS 1/2/3 DERIVED FROM PRINCIPLE 1

1. **Does the policy relating to ethics, bribery and corruption cover only the Company?**

   No, the policy relating to ethics, bribery and corruption is extended to all stakeholders.

2. **Does it extend to the Group / Joint Ventures / Suppliers / Contractors / NGOs / Others?**

   Yes.

3. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.**

   54 cases were received and none of them remain pending for resolution.

Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.**

   As a hospitality company, the rooms and F&B experience provided to guests is our product and service. We endeavour to integrate measures entailing energy and water conservation, waste management, culturally and regionally sensitive designs and interiors of our hotels, responsible purchases from local and marginalized entrepreneurs, artisans and craftsmen, and local hiring. These are implemented right from the development stage to operations of key hotels, particularly in ecological and socially sensitive regions.

2. **For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):**

   The consumption of energy, water and other resources in our hotels is measured per guest night, in terms of usage per consumer. The Company focuses on optimizing resource consumption to avoid wastages and minimize our environmental impact.

   In 2021-22, as many as 77 hotels participating in EarthCheck certification together used a total of 346.3 million MJ from renewable energy sources both through Green Power Agreements with their electricity providers as well as onsite and offsite renewable energy including wind farms and solar panels which is equivalent to powering 14,539 typical 4 person households for a year.

   IHCL Hotels recycled and reused a total of 1782278 KL of water through rain water harvesting and recycling of grey water through onsite waste water treatment plants. The amount of recycled and reused water is equivalent to 713 Olympic sized Swimming Pools.

   i. **Reduction during sourcing/ production/ distribution achieved since the previous year throughout the value chain?**

   The steps implemented to improve resource efficiency and strengthen sustainability in the development and operation of our hotels includes an initiative to move to a paperless environment in locations wherever possible. Scaling up the usage of new generation laundry chemical to reduce consumption of power and water, chiller plant optimization which increases energy efficiency, and opting glass water bottles. Further, we encourage the use of building materials that are recycled and locally extracted or manufactured wherever possible. During the construction process, we ensure that waste and debris is diverted from the landfills and send to certified recycling agencies.

   The Company has also addressed single use plastic waste by replacing them with biodegradable options e.g. All plastic packaging items including food containers, carry bags, etc. have been replaced with paper. Plastic disposable cutlery replaced with wooden cutlery, latex gloves with Nitrile.

   ii. **Reduction during usage by consumers (energy, water) has been achieved since the previous year?**

   In 2021-22, key IHCL hotels used renewable energy sources both through Green Power Agreements with their electricity providers as well as onsite and offsite renewable energy including wind farms and solar panels. The 77 hotels, part of the EarthCheck Certification, thereby reduced greenhouse gas emissions to the effect of 53,554 TCO_2, comparable to taking 17,971 cars off the road.

   These identified hotels also recycled and reused a total of 1,782,278 KL of water through rain water harvesting and recycling of grey water through onsite waste water treatment plants. The amount of recycled and reused water is equivalent to 713 Olympic sized Swimming Pools.

Business Responsibility Report

3. Does the company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

The Company constantly endeavors to integrate sustainable practices into its supply chain. Given the widespread network of hotels, the Company understands the importance of efficiently managing its supply chain. In this regard, the Company has revamped its sourcing and distribution model. The traditional model of procurement by individual hotels has been replaced by a unified warehousing and distribution management system. In the new system, orders from hotels are consolidated, leading to full truck load shipments from vendors to warehouse and from warehouse to hotels. This has reduced transportation due to consolidation of shipments.

This initiative has helped the Company improve its supply chain efficiency and lower its carbon footprint, reduce stock inventories and optimize logistics by serving the hotel needs through regional hubs. The Central Warehousing program covers approximately 38 vendors and 400 stock keeping units with the business turnover of ₹ 60 Crores.

4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

IHCL encourages its hotels to source local produce from small scale farmers, women self-help groups, micro enterprises supporting differently abled and owned by socially backward communities. Some of the products sourced by our hotels include fresh fish, fruits, vegetables, laundry bags, honey, candles, and gift items for guests, table napkins, dusters, dry snacks and pickles. Additionally, local art and culture troupes, artists and craftsmen are provided a platform in hotels to perform to guests and sell their products. This generates the dual impact of supporting the livelihood of these artisans and encouraging the preservation of traditional art forms. Out of 20 such vendor partners, some of the Company's key not for profit partners include Cancer Patients Aid Association, SRISHTI, Women's India Trust, etc. In 2021-22, hotels sourced ₹ 259 lakhs amount of products by way of which we are supporting over 892 number of underprivileged beneficiaries in earning a regular livelihood.

This initiative is facilitated by the Corporate Materials Group and hotel materials team along with the CSR team. In the initial stages, the Company volunteers help build the capacities of small scale vendors by handholding them. IHCL's teams help the vendors refine their product and quality control measures to meet Taj standards. They also provide the vendors with market linkages both within the Taj network and externally. Additionally, training is given in the areas of hygiene, sanitation and food safety management practices for budding entrepreneurs dealing in food products. Ethics, anti-corruption and human rights are also areas that are emphasized on, during the training. IHCL's Corporate Materials Team also assist in facilitating financial support to less privileged vendors and support in building capacity.

5. Does the Company have a mechanism to recycle products and waste? If yes, what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

Waste management is an integral part of our environment management endeavors. We have installed in-house composters at many of our hotels. This has prevented 1,732 cubic meters of organic waste from going into landfills, the equivalent of 14,435 standard wheelie bins.

Some of the other notable waste management projects implemented by the Company include the conversion of waste kitchen oil to Biodiesel & Glycerin, and the conversion of organic waste to compost and biogas. Hotels safely dispose hazardous waste like burnt oil and waste lubricant oil by giving it to authorized vendors. All e-waste generated in our properties is given to recyclers certified by the Pollution Control Board. Hotels ensure sewage treatment before disposing water into municipal sewers and also reuse treated water, as appropriate.

In response to the global concerns about plastic pollution and marine micro-plastics, the Company has committed to phasing out single-use plastics & has already eliminated plastic straws from 15 of its hotel properties. It has also phased out PET bottles from the following properties. Qmin, one of our signature delivery initiative is using only Biodegradable packaging for food delivery.

Principle 3: Businesses should promote the well-being of all employees

1. Please indicate the Total number of employees:

Permanent	FTC	Contractual	Total
4980	1653	1692	8325

Note:

The above numbers are IHCL standalone. IHCL Group / Network numbers including Ginger & Taj SATS Air Catering Limited is 25906.

2. Please indicate the Total number of employees hired on temporary/contractual/casual basis:

Total hiring done in FY 2021-22: 1272

Details	Executive	Staff	FTC	Expat	Trainee	Apprentice	Total
IHCL Standalone	103	19	583	-	28	539	1272

The above numbers are IHCL standalone.

3. Please indicate the Number of permanent women employees: 750

4. Please indicate the Number of permanent employees with disabilities:

The declaration of disability is voluntary on the part of the employee. There are currently 17 employees who have declared having disabilities.

5. Do you have an employee association that is recognized by management?

In 17 hotels we have registered trade union which the management recognises as the staff representative council.

6. What percentage of your permanent employees are members of this recognized employee association?

Out of the total number of permanent employees, 43.35% are part of this recognized employee association.

7. Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last Financial Year and pending, as on the end of the Financial Year:

Category	No. of complaints filed during the Financial Year	No. of complaints pending as on end of the Financial Year
Child labour/forced labour/involuntary labour	NIL	NIL
Sexual harassment	14	1 case pending closure as investigation underway
Discriminatory employment	NIL	NIL

8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?

Safety training is conducted at all hotels and includes training of both permanent as well as contractual workforce. Special focus on awareness sessions related to Covid-19 Guidelines / Protocols and adherence at work place.

Sr. No	Category	Safety Training Received
1.	Permanent Employees	100%
2.	Permanent Women Employees	100%
3.	Casual/Temporary/Contractual Employees	100%
4.	Employees with Disabilities	100%

Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

1. Has the Company mapped its internal and external stakeholders? Yes / No

Yes, the Company has mapped its internal and external stakeholders.

2. Out of the above, has the Company identified the disadvantaged, vulnerable and marginalized stakeholders?

The Company is committed to the Tata Group Purpose of improving the quality of life of the communities it serves through Building Sustainable Livelihoods. The Company has identified disadvantaged, vulnerable and marginalized stakeholders. These include rural, less-privileged, school dropout, differently abled, marginalized youth and women, indigenous artisans, cancer-affected families, disaster victims and other such groups – from target geographies identified from time to time. The Company endeavours to facilitate livelihood opportunities and socio cultural development in areas of its operations. Additionally, as part of the Tata Group Affirmative Action Program, the Company also supports communities from less-privileged sections of Scheduled Castes and Scheduled Tribes. Based on this identification, the Company has mapped its target beneficiary groups for its CSR programs. The Company intends to be a significant contributor to CSR initiatives by devising and implementing social improvement projects for the benefit of underprivileged communities.

3. **Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders? If so, provide details thereof, in about 50 words or so.**

As we continue forward into an era of unprecedented global challenges, we are all struggling to come to terms with it, as it is not over yet. The hospitality and tourism industry is the hardest hit over the past couple of years. In these tough times, IHCL's indomitable spirit, which has often been recognized and called out at a global scale, is IHCL's true strength and optimism in the face of such adversity will allow it to seize opportunities.

Upholding our values of Trust, Awareness, and Joy and in line with the Tata spirit of benevolence, as the second wave hit in, your Company's aim was to provide focused, continued support and impact as many lives positively as possible through the Meals to Smiles Program for providing nutritious meals through the Taj Public Service Welfare Trust. This resulted in providing approximately 1.5 million meals primarily to the health workers.

To nurture the CSR & sustainability initiatives, IHCL launched **"PAATHYA –AN INDUSTRY LEADING INITIATIVE TO CHART A NEW TOMORROW"**, a framework to drive its sustainability and social impact measures under Paathya.

Derived from the Sanskrit term Paathya, inferring a path, Paathya encapsulates initiatives to lead positive change with IHCL's core values of Trust of all stakeholders, Awareness around the needs of our ecosystem and Joy at heart. IHCL is forging a journey focused on Environmental Stewardship, Social Responsibility, and Excellence in Governance, Preserving Heritage, Value Chain Transformation, and Sustainable Growth.

IHCL endeavors to focus on heritage, arts and crafts that emphasizes the importance of Intangible Cultural Heritage of India (ICH) for ensuring cultural diversity and has partnered with UNESCO to help preserve and promote the cultural heritage of India, an industry-first collaboration to work towards preserving India's intangible cultural heritage. ICH represents the "living" heritage of a country and is made up of practices, representations, expressions, knowledge, and skills, including instruments, objects, artifacts, and cultural spaces that communities, groups and, in some cases, individuals, recognize as part of their cultural heritage.

Further in the skilling space, focus has been on vocational training & certification of aspiring youth to enable them to be work-ready & engage in productive livelihoods in hospitality industry. This is taken forward by collaborating with likeminded partners such as Tata STRIVE, Ambuja Cement Foundation (ACF), Don Bosco Tech to train youth from underprivileged socio-economic backgrounds & remote hinterlands.

Volunteering plays a critical role and your company encourages its associates to volunteer in addressing needs of local community through donation of food, supporting charity homes, cleanliness activities, planting of saplings, orientation sessions in hospitality, storytelling for children, good hygiene and sanitization practices, etc. These programs and initiatives are undertaken in association with local partners, including communities, NGO's, government bodies as appropriate.

Principle 5: Businesses should respect and promote human rights

1. **Does the policy of the Company on human rights cover only the Company or extend to the Group / Joint Ventures / Suppliers / Contractors / NGOs / others?**

The Policy is applicable to the Company, its Subsidiaries and other stakeholders.

2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

Sum of No of Complaints filed during Financial Year 2021-22	Sum of No of complaints pending as on end of the Financial Year 2021-22
54	0

Principle 6: Businesses should respect, protect, and make efforts to restore the environment

1. **Does the policy related to Principle 6 cover only the Company or extends to the Group / Joint Ventures / Suppliers / Contractors / NGOs / Others?**

The Company's environmental vision is extended to its partners and subsidiary companies. All hotels within the Company's portfolio prescribe and are encouraged to adhere to the Company's environmental vision.

2. **Does the Company have strategies / initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage, etc.**

Yes. The Company has identified opportunities to reduce its environment footprint and therefore reduce the impact of operations on the environment. A key initiative in this regard is switching to renewable energy sources.

The UNGC report can be accessed at https://www.unglobalcompact.org/participation/report/cop/create-and-submit/advanced/420965

The 2020-21 sustainability report is uploaded on the website and available on the following link.

https://www.ihcltata.com/content/dam/tajhotels/ihcl/sustainabilities/IHCL-Sustainability-Report-20-21.pdf

The 2021-22 report shall be published soon and available on the website.

3. **Does the company identify and assess potential environmental risks? Y/N**

Yes.

4. **Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if yes, whether any environmental compliance report is filed?**

No.

5. **Has the Company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page, etc.**

Yes. The Company is sourcing energy from wind and solar powered sources. Post 2025, additional technologies will be introduced to bring in efficiencies.

To this effect, IHCL has partnered with IFC (International Finance Corporation- World Bank) on the Sustainable Cooling initiative.

Six cutting-edge innovators have been selected to partner with IHCL to pilot new cost-effective, climate-smart cooling technologies, as part of IFC's TechEmerge program-piloting new space-cooling solutions at 7 Taj hotels, supported by a pool of up to $500,000 in total grant funding.

https://www.ihcltata.com/press-room/ifc-and-ihcl-launch-global-call-for-innovators-to-bring/

6. **Are the Emissions/Waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

Yes.

7. **Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

None are pending.

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

1. **Is your Company a member of any trade and chamber or association? If Yes, name only those major ones that your business deals with:**

   Yes, IHCL is part of a number of associations. Key associations are noted below:

   - Hotel Association of India
   - CII - Confederation of Indian Industry
   - WTTC - World Travel and Tourism Council
   - Indo-German Chamber of Commerce
   - The Council Of EU Chambers of Commerce In India
   - Hospitality Financial and Technology Professional
   - Matthaes Verlag Gmbh
   - The Chamber of Tax Consultants
   - The Institute Of Company Secretaries of India
   - Pacific Asia Travel Association India Chapter
   - British Business Promotion Association
   - Federation of Indian Export Organisation
   - Services Export Promotion Council
   - Institute of Directors
   - Indian Institute of Corporate Affairs
   - Global Women In PR–India
   - SKAL International
   - World Tourism Forum Lucerne
   - Hotel Sustainability Basics

2. **Have you advocated / lobbied through above associations for the advancement or improvement of public good? Yes / No. If yes, specify the broad areas.**

   Our Managing Director and Chief Executive Officer is the President of HAI and the Chairman of National Committee for Tourism and Hospitality, CII.

   Under his leadership, CII and HAI have taken several measures to tackle the COVID-19 crisis:

   - Provide suggestions to the Government on the health and safety norms to be part of the new normal at all hotels in India.
   - Suggestions and support to the Government for safe gradual opening up of the industry.
   - Recommendations on policy changes to help the lives and livelihoods of all impacted associates working in the travel and tourism industry.
   - Representations to Central and State Governments as well as the Reserve Bank of India to help hotels survive the COVID-19 related financial challenges.
   - Representations to the Governments for accordance of industry and infrastructure status to the hospitality sector.

   IHCL is a supporter of the 'Hotel Sustainability basics' initiative and has partnered with 10 other hotels companies to put in place a framework that is recommended to be adopted by hotels across geographies. Developed by the industry for the industry, it highlights 12 actions which are fundamental to hotel sustainability and will help raise the base level of sustainability across the entire hospitality industry by providing every hotel a starting point on their sustainability journey.

   IHCL has always been on the forefront of leading change and has been proactively working with all associations to support industry and the community.

Principle 8: Businesses should support inclusive growth and equitable development.

1. **Does the Company have specified programmes/ initiatives/projects in pursuit of the policy related to Principle 8? If yes, the details thereof.**

   As articulated earlier.

2. **Are the programmes/projects undertaken through in-house team/ own foundation/ external NGO/ government structures/ any other organization?**

   The Company's CSR programs are implemented by in-house CSR and HR teams, volunteers, and in partnership with NGOs, other Tata Companies and Government bodies in various locations.

3. **Have you done any impact assessment of your initiative?**

   Following the launch of certain new CSR programmes last year and modified processes for others, a next round of impact assessment shall be planned in due course.

4. **What is your Company's direct contribution to community development projects? Amount in INR and the details of the projects undertaken.**

   Set off against previous (FY 2020-21) financial year CSR expenses

(₹ Crores)

Sr. No.	CSR Project or Activity identified	Sector in which project is covered	Projects or Programs (1) Local area or other (2)Specify the state and district where projects or programs were undertaken	Amount Outlay (budget) project or program wise	Amount spent on the projects or program Subhead: (1) Direct Expenditure (2) Overheads	Cumulative Expenditure up to the reporting period	Amount Spent: Direct or through implementing agency
NIL							

Implementing Agencies

IHCL's CSR programs are implemented by in-house CSR and HR teams, volunteers, and in partnership with NGOs, other Tata Companies and Government bodies in various locations. The Company engages with many like-minded not for profit partners & institutions like the Tata Institute of Social Sciences, Tata Community Initiatives Trust, Ambuja Cement Foundation, DB Tech Head Held High Foundation, etc.

5. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

   The Company representatives and volunteers undertake direct community engagements and support with counselling, exposure visits & regular hand-holding, as and where required for sustainable & effective programme management.

Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner

1. **What percentage of customer complaints/consumer cases are pending as on the end of financial year.**

   The Company receives guest complaints that are dealt with from time to time and handled to closure but none of them have converted to a consumer complaint in the Financial Year 2021-22. As such there are no consumer cases filed for the Financial Year ended March 31, 2022.

2. **Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/ No/ N.A./Remarks (additional information)**

   Not Applicable.

3. **Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year? If so, provide details thereof, in about 50 words or so.**

   No.

4. **Did your Company carry out any consumer survey/ consumer satisfaction trends?**

   The Company continuously seeks customer feedback post stay through internal surveys, to get a granular understanding of the experiences and perceived gaps.

   The Company carries out Consumer engagement survey to measure the emotional connect between the brand and the customer's purchasing decisions. Customers form strong emotions about the brand based on their experiences and these emotions strongly influence their buying decisions.

Independent Auditors' Report

To the Members of The Indian Hotels Company Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of The Indian Hotels Company Limited (the "Company"), which comprise the standalone balance sheet as at March 31, 2022, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

Description of Key Audit Matter

Impairment evaluation of Investments in Subsidiaries, Joint Ventures and Associates

See note 6(a) to the Standalone Financial Statements

The key audit matter

The Company has investments in subsidiaries, joint ventures and associates. These investments are accounted for at cost less any provision for impairment. The Company evaluates the indicators of impairment of the said investments regularly by reference to the requirements under Ind AS 36 Impairment of Assets.

The Company carries out impairment assessment for each investment by:

- Comparing the carrying value of each investment with the net worth of each company based on latest financial statements
- Comparing the performance of the investee companies with projections used for valuations and approved business plans
- Management considers variables such as future average revenue per available room, room occupancy, room rates, rate per cover etc. and operating expenditure and the most appropriate discount rate in their projections/ business plans

The recoverable amounts of the above investments are estimated in order to determine the extent of the impairment loss, if any. As impairment assessment involves significant assumptions and judgement, we regard this as a key audit matter.

How the matter was addressed in our audit

In view of the significance of the matter, we applied the below mentioned audit procedures in this area, among others, to obtain sufficient appropriate audit evidence. Our procedures also included challenging management on the suitability of the impairment model and reasonableness of the assumptions through performing the following:

- Obtained and assessed the valuation prepared by the management for impairment assessment;
- Assessed the indicators of impairment of investments in subsidiaries, joint ventures and associates.
- Compared the carrying values of the Company's investment in subsidiaries, associates and joint ventures with their respective net asset values and assessed the performance and their outlook.
- Evaluated key assumptions in the Company's valuation models used to determine recoverable amount including assumptions of projected earnings before interest, taxes and depreciation and amortisation, growth rate, room occupancy, room rate, projected capital expenditure and discount rates. We also evaluated the forecasts based on historical performance.
- Assessed the sensitivity of the outcome of impairment assessment.
- Assessed and validated the appropriateness of the disclosures made in the standalone financial statements.

Independent Auditors' Report (Contd.)

To the Members of The Indian Hotels Company Limited

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the 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.

Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone 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.

Independent Auditors' Report (Contd.)

To the Members of The Indian Hotels Company Limited

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone 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 the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

Independent Auditors' Report (Contd.)
To the Members of The Indian Hotels Company Limited

   f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

   a) The Company has disclosed the impact of pending litigations as at March 31, 2022 on its financial position in its standalone financial statements - Refer Note 31 and Note 39 to the standalone financial statements.

   b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

   d) (i) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the note 47 (g), 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 persons or entities, 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 by or on behalf of the Company ("Ultimate Beneficiaries") or
      - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

   (ii) The management has represented, that, to the best of its knowledge and belief, as disclosed in the note 47(h), no funds have been received by the Company from any persons or entities, 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 by or on behalf of the Funding Party ("Ultimate Beneficiaries") or
      - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

   (iii) 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 under sub-clause (i) and (ii) of Rule 11(e) of the Companies (Audit and Auditor's) Rules, 2014 contain any material mis-statement.

   e) The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.

(C) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Tarun Kinger
Partner
Membership No: 105003
ICAI UDIN: 22105003AHXEOY6556

Mumbai
27 April 2022

Annexure “A”

to the Independent Auditor’s Report on the standalone financial statements of The Indian Hotels Company Limited

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory requirements’ section of our report of even date)

With reference to the Annexure referred to in the Independent Auditors’ Report to the members of the Company on the standalone financial statements for the year ended March 31, 2022, we report the following:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) 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 a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company as at the balance sheet date, except in respect of one building aggregating to ₹0.72 crores (Gross block ₹1.30 crores) constructed on the leased land, which is in the possession of the Company, acquired pursuant to a scheme of amalgamation with erstwhile wholly owned subsidiary. The lease of the said land has expired in the year 2000. The Company has filed a Writ Petition in the Hon’ble High Court of Mumbai for renewal of lease.

(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 or both during the year.

(e) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) 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 been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) 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 provided security or granted advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments, provided guarantees or loans in Companies, in respect of which the requisite information is as below. The Company has not made any investments, provided guarantees or loans to firms, limited liability partnership or any other parties.

a) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has provided loans, or stood guarantee, to any other entity as below:

(₹ crores)

Particulars	Guarantees	Loans
Aggregate amount during the year - Subsidiaries*	129.7	64.0
Balance outstanding as at balance sheet date -Subsidiaries*	997.4	62.0

*As per the Companies Act, 2013

b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the investments made, guarantees provided are, *prima facie*, not prejudicial to the interest of the Company.

c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, the repayment of principal and payment of interest has been stipulated; however, these were not due during the year.

d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given.

e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

f) 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 granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security to which provisions of Sections 185 of the Companies Act, 2013 apply. According to the information and explanations given to us, the provisions of Section 186 of the Act in respect of the loans and guarantees given and securities provided are not applicable to the Company, since the Company is engaged in infrastructural facilities. In respect of investments, in our opinion the provisions of Section 186 of the Act have been complied with. .

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the goods sold and services rendered by the Company. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise and Sales tax during the year since effective 1 July 2017, these statutory dues has been subsumed into Goods and Services Tax.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, considering the principles of materiality outlined in Standards on Auditing, in our opinion amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident fund, Employees’ State Insurance, Income-Tax, Cess and other statutory dues have generally been regularly deposited by the Company with the appropriate authorities, though there have been slight delays in a few cases of Goods and Services Tax, Provident fund and Employees’ State Insurance. The Company does not have liability in respect of Duty of Customs.

Annexure "A"

to the Independent Auditor's Report on the standalone financial statements of The Indian Hotels Company Limited (Continued)

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Services Tax ('GST'), Provident fund, Employees' State Insurance, Income-Tax, Cess and other statutory dues were in arrears as at March 31, 2022 for a period of more than six months from the date they became payable. The Company does not have liability in respect of Duty of Customs.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

(₹ crores)

Name of Act	Nature of Dues	Amount Demanded	Amount not Deposited Under Disputes	Period to which amount relates	Forum where dispute is pending
Sales Tax and Value Added Tax	Tax, Penalty and Interest	20.30	18.84	2005 - 2009 to 2010 – 2011	Deputy Commissioner
		1.54	0.88	2011 - 2012 to 2015 – 2016	Additional Commissioner
		0.04	0.04	1994 – 1995	Commissioner
		2.06	1.94	2011 – 2012	Commissioner
		6.95	6.35	2003-2004, 2007-2008, 2008-2009, 2011-2012 to 2016-2017	Deputy/ Assistant Commissioner
		9.09	8.48	2012-2013 to 2015-2016	Commissioner
The Income Tax Act, 1961	Tax, Penalty and Interest	479.93	409.83	2010 – 2011, 2014 – 2015 2016 – 2017 2017 – 2018	Appellate Tribunal
		25.16	5.01	2007 – 2008, 2012 – 2013, 2013 – 2014, 2016 – 2017, 2017 – 2018	Commissioner (Appeals)
		2.21	2.21	2010 – 2011, 2012 – 2013, 2013 – 2014, 2019 – 2020	Assessing Officer
The Finance Act, 1994	Service Tax, Penalty and Interest	1.20	0.88	2008 to 2010	Joint Commissioner
		0.08	0.07	2012-2015	Assistant Commissioner of Service Tax
		15.30	14.06	2011-2018	CESTAT
Maharashtra Act	Property Tax	154.09	38.75	2010-2021	High Court
NDMC Act	Property Tax	200.94	160.70	2009-2021	High Court
NDMC Act	Property Tax	27.32	26.32	2008-2017	High Court

Annexure "A"

to the Independent Auditor's Report on the standalone financial statements of The Indian Hotels Company Limited (Continued)

(₹ crores)

Name of Act	Nature of Dues	Amount Demanded	Amount not Deposited Under Disputes	Period to which amount relates	Forum where dispute is pending
Rajasthan Land Tax Act, 1985	Property Tax/Urban Development Tax	1.52	1.52	2007-08	Supreme Court
The Karnataka Municipal Act, 1964	Property Tax	6.22	6.00	1989 to 1991 & 2008 to 2019	High Court
The Tamil Nadu Urban Land Tax Act, 1966	Property Tax	23.26	16.91	2009-21	High Court
The Maharashtra Entertainments Duty Act	Entertainment Tax	5.06	1.88	2010-2017	High Court
Rajasthan Tax on Luxuries Act, 1990	Luxury tax	3.41	2.99	2011-12 to 2015-16	Commissioner
Delhi Tax on Luxury Act and Rules 1996	Luxury tax	0.17	0.16	1999 - 2000	Assistant Commissioner
Rajasthan regulation of Boating Act 1956	Others	0.60	0.60	2017-18 To 2019-20	Assistant Commissioner
Rajasthan LBT Act, 1964	Land and Building Tax	1.52	1.40	1997 – 2001	Assistant Director

(viii) 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 surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income tax Act, 1961 as income during the year.

(ix) (a) 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 defaulted in repayment of loans and borrowing or in the payment of interest thereon to banks during the year. Further, the Company did not have any outstanding loans or borrowings from any other lender during the year.

(b) 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 been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.

Annexure "A"

to the Independent Auditor's Report on the standalone financial statements of The Indian Hotels Company Limited (Continued)

(b) 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 made private placement of equity shares during the year in compliance with the requirements of Section 42 of the Act. Out of the total money raised aggregating ₹2,000 crores, ₹434.55 crores has been utilised till March 31, 2022 (also refer note 29 to the standalone financial statements). Pending utilisation of the funds raised by issue of equity shares, funds aggregating ₹1,565.45 crores were temporarily invested in short-term liquid investments and bank deposits. The Company has not made any private placement of fully or partly convertible debentures or preferential allotment of shares or fully or partly convertible debentures during the year.

(xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act, are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has five CICs which are registered with the Reserve Bank of India and one CIC which is not required to be registered with the Reserve Bank of India.

(xvii) The Company has not incurred cash loss in the current financial year and has incurred cash loss of ₹310.15 crores in the immediately preceding financial year.

Annexure "A"

to the Independent Auditor's Report on the standalone financial statements of The Indian Hotels Company Limited (Continued)

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, 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 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 Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Tarun Kinger
Partner
Membership No: 105003
ICAI UDIN: 22105003AHXEOY6556

Mumbai
April 27, 2022

Annexure “B”

to the Independent Auditor’s Report on the standalone financial statements of The Indian Hotels Company Limited

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013

(Referred to in paragraph 2 (A)(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of The Indian Hotels Company Limited (“the Company”) as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at March 31, 2022, based on the internal financial controls with reference to financial statements 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 (the “Guidance Note”).

Management’s Responsibility for Internal Financial Controls

The Company’s management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as “the Act”).

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 financial statements were established and maintained and whether 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the standalone 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 financial statements.

Meaning of Internal Financial controls with Reference to Standalone Financial Statements

A company’s internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records

Annexure “B”

to the Independent Auditor’s Report on the standalone financial statements of The Indian Hotels Company Limited (Continued)

that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company’s assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial controls with Reference to Standalone Financial Statements

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

For **B S R & Co. LLP**
Chartered Accountants
Firm’s Registration No: 101248W/W-100022

Tarun Kinger
Partner
Membership No: 105003
ICAI UDIN: 22105003AHXEOY6556

Mumbai
April 27, 2022

Standalone Balance Sheet
as at March 31, 2022

(₹ crores)

	Note	March 31, 2022	March 31, 2021
ASSETS			
Non-current assets			
Property, plant and equipment	3	2,409.49	2,492.03
Capital work-in-progress		111.27	51.72
Right-of-Use assets	4	825.50	846.41
Intangible assets	5 (a)	17.12	21.15
Intangible assets under development		0.23	-
Financial assets			
Investments	6 (a)	4,876.68	3,964.18
Loans	7 (a)	60.40	5.05
Other financial assets	8 (a)	64.69	313.28
Advance income tax (net)		169.10	175.48
Other non-current assets	9 (a)	271.42	291.44
		8,805.90	**8,160.74**
Current assets			
Inventories	10	55.98	52.25
Financial assets			
Investments	6 (b)	896.84	445.49
Trade receivables	11	218.50	196.96
Cash and cash equivalents	12	640.28	33.32
Other Balances with Banks	13	365.36	6.66
Loans	7 (b)	1.60	4.53
Other financial assets	8 (b)	57.57	161.14
Other current assets	9 (b)	88.71	84.63
		2,324.84	**984.98**
Assets classified as held for sale	3 (v)	1.05	1.07
		2,325.89	**986.05**
Total		**11,131.79**	**9,146.79**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	14	142.04	118.93
Other equity	15	7,957.73	4,089.45
Total Equity		**8,099.77**	**4,208.38**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	16 (a)	447.52	1,934.25
Lease liabilities	35	979.15	978.72
Other financial liabilities	17 (a)	29.03	23.72
Provisions	18 (a)	62.39	62.03
Deferred tax liabilities (net)	19	80.60	72.80
		1,598.69	**3,071.52**
Current liabilities			
Financial liabilities			
Borrowings	16 (b)	495.01	653.00
Lease liabilities	35	24.42	24.21
Trade payables	20		
Dues of small enterprises and micro enterprises		12.37	8.17
Dues of creditors other than small enterprises and micro enterprises		227.91	195.21
Other financial liabilities	17 (b)	287.42	650.54
Provisions	18 (b)	155.70	136.15
Other current liabilities	21	230.50	199.61
		1,433.33	**1,866.89**
Total		**11,131.79**	**9,146.79**
The accompanying notes form an integral part of the standalone financial statements	1 - 48		

As per our report of even date as attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Tarun Kinger
Partner
Membership No. 105003

Mumbai, April 27, 2022

For and on behalf of the Board

N. Chandrasekaran
Chairman
DIN: 00121863

Puneet Chhatwal
Managing Director & CEO
DIN: 07624616

Nasser Munjee
Director
DIN: 00010180

Giridhar Sanjeevi
Executive Vice President &
Chief Financial Officer

Beejal Desai
Senior Vice President - Corporate Affairs
& Company Secretary (Group)

Standalone Statement of Profit and Loss
for the year ended March 31, 2022

(₹ crores)

	Note	March 31, 2022	March 31, 2021
INCOME			
Revenue from operations	22	2,003.34	1,133.15
Other income	23	149.08	110.52
Total income		**2,152.42**	**1,243.67**
EXPENSES			
Food and beverages consumed	24	172.99	107.93
Employee benefit expenses and payment to contractors	25	624.48	538.64
Finance costs	26	304.50	294.79
Depreciation and amortisation expenses	5 (b)	203.03	203.81
Other operating and general expenses	27	817.60	583.48
Total expenses		**2,122.60**	**1,728.65**
Profit/ (Loss) before exceptional items and tax		29.82	(484.98)
Exceptional items	28	(56.93)	(155.30)
Profit/ (Loss) before tax		**(27.11)**	**(640.28)**
Tax expense	41		
Current tax		1.49	-
Deferred tax expense/ (credit)		5.85	(115.50)
Total		**7.34**	**(115.50)**
Profit/ (Loss) after tax		**(34.45)**	**(524.78)**
Other comprehensive income			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement of defined benefit obligation		8.02	34.97
Change in fair value of equity instruments designated irrevocably as Fair Value Through Other Comprehensive Income		21.41	182.70
Add/ (Less):- income tax credit/ (expense)		(1.97)	(8.61)
Other comprehensive income for the year, net of tax		**27.46**	**209.06**
Total comprehensive income for the year		**(6.99)**	**(315.72)**
Earnings per share:	44		
Basic and Diluted - (₹)		(0.27)	(4.28)
Face value per equity share - (₹)		1.00	1.00
The accompanying notes form an integral part of the standalone financial statements	1 - 48		

As per our report of even date as attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Tarun Kinger
Partner
Membership No. 105003

Mumbai, April 27, 2022

For and on behalf of the Board

N. Chandrasekaran
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Director
DIN: 00010180

Giridhar Sanjeevi
Executive Vice President &
Chief Financial Officer

Beejal Desai
Senior Vice President - Corporate Affairs
& Company Secretary (Group)

Standalone Statement of Changes in Equity

for the year ended March 31, 2022

(₹ crores)

Particulars	a) Equity Share Capital	b) Other Equity							
		Reserves and Surplus					Items of other comprehensive income	Other Equity	Total Equity
	Equity Share Capital Subscribed	Capital Reserve	Securities Premium	General Reserve	Other reserves	Retained Earnings	Equity Instruments through Other Comprehensive Income		
Balance as at April 1, 2020	**118.93**	**43.91**	**2,702.06**	**590.49**	**267.90**	**808.52**	**51.75**	**4,464.63**	**4,583.56**
Profit/ (Loss) for the year ended March 31, 2021	-	-	-	-	-	(524.78)	-	(524.78)	(524.78)
Other Comprehensive Income for the year ended March 31, 2021, net of taxes	-	-	-	-	-	26.36	182.70	209.06	209.06
Total Comprehensive Income for the year ended March 31, 2021	**-**	**-**	**-**	**-**	**-**	**(498.42)**	**182.70**	**(315.72)**	**(315.72)**
Transfer from Debenture Redemption Reserve to General Reserve	-	-	-	32.39	(32.39)	-	-	-	-
Dividends (Refer Note 48)	-	-	-	-	-	(59.46)	-	(59.46)	(59.46)
Balance as at March 31, 2021	**118.93**	**43.91**	**2,702.06**	**622.88**	**235.51**	**250.64**	**234.45**	**4,089.45**	**4,208.38**
Profit/ (Loss) for the year ended March 31, 2022	-	-	-	-	-	(34.45)	-	(34.45)	(34.45)
Other Comprehensive Income for the year ended March 31, 2022, net of taxes	-	-	-	-	-	6.05	21.41	27.46	27.46
Total Comprehensive Income for the year ended March 31, 2022	**-**	**-**	**-**	**-**	**-**	**(28.40)**	**21.41**	**(6.99)**	**(6.99)**
Allocation of Shares on Rights basis	13.21	-	-	-	-	-	-	-	13.21
Allocation of Shares to Qualified Institutional Buyers	9.90	-	-	-	-	-	-	-	9.90
Premium on allocation of shares on Rights basis	-	-	1,968.76	-	-	-	-	1,968.76	1,968.76
Premium on allocation of shares to Qualified Institutional Buyers	-	-	1,990.10	-	-	-	-	1,990.10	1,990.10
Issue expenses written off against Securities Premium	-	-	(36.02)	-	-	-	-	(36.02)	(36.02)
Transfer from Debenture Redemption Reserve to General Reserve	-	-	-	103.20	(103.20)	-	-	-	-
Dividends (Refer Note 48)	-	-	-	-	-	(47.57)	-	(47.57)	(47.57)
Balance as at March 31, 2022	**142.04**	**43.91**	**6,624.90**	**726.08**	**132.31**	**174.67**	**255.86**	**7,957.73**	**8,099.77**

Gain of ₹6.05 crores (Previous year – ₹26.36 crores) on remeasurement of defined employee benefit plans (net of tax) is recognised as a part of retained earnings.

The accompanying notes form an integral part of the standalone financial statements (Refer Notes 1 - 48).

As per our report of even date as attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Tarun Kinger
Partner
Membership No. 105003

Mumbai, April 27, 2022

For and on behalf of the Board

N. Chandrasekaran
Chairman
DIN: 00121863

Puneet Chhatwal
Managing Director & CEO
DIN: 07624616

Nasser Munjee
Director
DIN: 00010180

Giridhar Sanjeevi
Executive Vice President & Chief Financial Officer

Beejal Desai
Senior Vice President - Corporate Affairs & Company Secretary (Group)

Standalone Statement of Cash Flows

for the year ended March 31, 2022

(₹ crores)

	March 31, 2022	March 31, 2021
CASH FLOW FROM OPERATING ACTIVITIES		
Profit/ (Loss) before tax	(27.11)	(640.28)
Adjustments to reconcile net profit to net cash provided by operating activities:		
Gain on investments carried at fair value through statement of profit and loss	(1.44)	(2.51)
Profit on sale of Current Investments	(5.82)	(5.32)
Provision for impairment of investment in a subsidiary/ joint venture	63.22	180.30
Exchange (Gain)/ Loss (net)	(0.24)	0.40
Fair valuation (Gain)/ Loss on derivative contracts	(6.29)	(25.00)
Depreciation and amortisation expenses on Property, plant and equipment	169.49	171.68
Depreciation and amortisation expenses on Right-of-Use assets	33.53	32.13
Net (Gain)/ Loss on disposal of Property, plant and equipment	(27.14)	(21.32)
Net (Gain)/ Loss on sale of Brand concepts to a subsidiary	(9.85)	-
Assets written off	21.64	3.27
Allowance for doubtful debts and advances	1.92	9.81
Dividend income	(7.42)	(7.43)
Interest income	(66.90)	(37.86)
Finance costs	304.50	294.79
Provision for disputed claims	9.90	9.99
Provision for Employee Benefits	6.27	8.80
	485.37	**611.73**
Cash Operating Profit before working capital changes	**458.26**	**(28.55)**
Adjustments for (increase)/ decrease in operating assets:		
Inventories	(3.73)	6.85
Trade receivables	(24.47)	44.91
Other financial assets	106.88	19.95
Other assets	(8.46)	4.40
	70.22	**76.11**
Adjustments for increase/ (decrease) in operating liabilities:		
Trade payables	29.22	(53.43)
Other financial liabilities	36.86	(70.59)
Other liabilities	37.51	8.90
	103.59	**(115.12)**
Cash Generated From/(Used In) Operating Activities	632.07	(67.56)
Income taxes (paid)/ refund	61.26	14.35
Net Cash Generated From/(Used In) Operating Activities (A)	**693.33**	**(53.21)**
CASH FLOW FROM INVESTING ACTIVITIES		
Payments for purchase of property, plant and equipment	(141.26)	(140.63)
Proceeds from disposal of property, plant and equipment	32.42	28.08
Proceeds from sale of Brand concepts to a subsidiary	9.85	-
Purchase of current investments	(2,282.90)	(1,473.25)
Sale of current investments	1,767.71	1,515.41
Purchase of non-current investments	(877.58)	(289.52)
Sale on Investments in other companies	71.10	-
Option Deposit against purchase of shares repaid	(71.10)	-
Advance for purchase of investments	-	(50.00)
Carried over	**(1,491.76)**	**(409.91)**

Standalone Statement of Cash Flows (Contd.)

for the year ended March 31, 2022

(₹ crores)

	March 31, 2022	March 31, 2021
Brought over	**(1,491.76)**	**(409.91)**
Interest received	6.58	11.86
Dividend received	7.42	7.43
Long-term deposits placed for Hotel properties	(2.00)	(3.04)
Long-term deposits placed for Hotel properties received	0.50	-
Long-term deposits repaid by related parties	9.58	0.30
Long-term deposits placed with related parties	(62.00)	(1.11)
Short-term deposits repaid by others	-	0.80
Bank Balances not considered as Cash and cash equivalents	(358.69)	10.07
Net Cash Generated From/(Used In) Investing Activities (B)	**(1,890.37)**	**(383.60)**
CASH FLOW FROM FINANCING ACTIVITIES		
Dividend including unclaimed dividend	(47.37)	(59.20)
Payment of lease liability (including Interest)	(81.46)	(67.69)
Proceeds from issue of shares on Rights basis	1,981.97	-
Proceeds from QIP issue	2,000.00	-
Share issue expenses	(28.34)	-
Interest and other borrowing costs paid	(223.47)	(190.51)
Settlement of cross currency Interest rate swap (net)	(146.33)	0.40
Proceeds from long-term borrowings	544.00	885.00
Repayment of long-term borrowings	(2,180.00)	(244.00)
Proceeds from short-term borrowings	113.47	15.00
Repayment of short-term borrowings	(128.47)	-
Unclaimed dividend/ deposits/ interest transferred to Investors Education and Protection Fund	-	(0.34)
Net Cash Generated From/(Used In) Financing Activities (C)	**1,804.00**	**338.66**
Net Increase/ (Decrease) In Cash and cash equivalents (A + B + C)	606.96	(98.15)
Cash and Cash Equivalents - Opening	33.32	131.47
Cash and Cash Equivalents - Closing	640.28	33.32

The accompanying notes form an integral part of the standalone financial statements (Refer Notes 1 - 48).

As per our report of even date as attached

For and on behalf of the Board

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

N. Chandrasekaran
Chairman
DIN: 00121863

Puneet Chhatwal
Managing Director & CEO
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Membership No. 105003

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Director
DIN: 00010180

Giridhar Sanjeevi
Executive Vice President
& Chief Financial Officer

Beejal Desai
Senior Vice President - Corporate Affairs
& Company Secretary (Group)

Mumbai, April 27, 2022

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 1: Corporate Information

The Indian Hotels Company Limited ("IHCL" or the "Company"), is primarily engaged in the business of owning, operating & managing hotels, palaces and resorts.

The Company is domiciled and incorporated in India in 1902 and has its registered office at Mandlik House, Mandlik Road, Mumbai – 400 001, India. It is promoted by Tata Sons Private Limited (formerly Tata Sons Limited), which holds a significant stake in the Company.

The financial statements for the year ended March 31, 2022 were approved by the Board of Directors and authorised for issue on April 27, 2022.

Note 2: Basis of Preparation, Critical Accounting Estimates and Judgements, Significant Accounting Policies and Recent Accounting Pronouncements

The financial statements have been prepared on the following basis:

(a) Statement of compliance

These financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and other provisions of the Companies Act, 2013 as amended from time to time.

(b) Basis of preparation

These financial statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair value at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

All assets and liabilities are classified as current and non-current as per company's normal operating cycle of 12 months which is based on the nature of business of the Company. 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.

(c) Critical accounting estimates and judgements

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make judgements, estimates and assumptions, that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements pertain to:

- **Useful lives of property, plant and equipment and intangible assets:** The Company has estimated useful life of each class of assets based on the nature of assets, the estimated usage of the asset, the operating condition of the asset, past history of replacement, anticipated technological changes, etc. The Company reviews the useful life of property, plant and equipment and Intangible assets as at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.
- **Impairment testing:** Property, plant and equipment, Right-of-Use assets and intangible assets that are subject to depreciation/amortisation are tested for impairment periodically including when events occur or changes in circumstances indicate that the recoverable amount of the cash generating unit is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to sell. The calculation involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

- **Impairment of investments:** The Company reviews its carrying value of investments carried at cost or amortised cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

- **Income Taxes:** Deferred tax assets are recognised to the extent that it is regarded as probable that deductible temporary differences can be realised. The Company estimates deferred tax assets and liabilities based on current tax laws and rates and in certain cases, business plans, including management's expectations regarding the manner and timing of recovery of the related assets. Changes in these estimates may affect the amount of deferred tax liabilities or the valuation of deferred tax assets and thereby the tax charge in the Statement of Profit and Loss.

  Provision for tax liabilities require judgements on the interpretation of tax legislation, developments in case laws and the potential outcomes of tax audits and appeals which may be subject to significant uncertainty. Therefore the actual results may vary from expectations resulting in adjustments to provisions, the valuation of deferred tax assets, cash tax settlements and therefore the tax charge in the Statement of Profit and Loss.

- **Loyalty programme:** The Company estimates the fair value of points awarded under the Loyalty programme by applying statistical techniques. Inputs include making assumptions about expected breakages, the mix of products that will be available for redemption in the future and customer preferences, redemption at own hotels and other participating hotels.

  The Company assesses whether the loyalty points provide a material right to the customer that needs to be accounted for as a separate performance obligation. The Company determines that the loyalty points provide a material right that the customer would not exercise without entering into the contract.

- **Fair value measurement of derivative and other financial instruments:** The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. This involves significant judgements in the selection of a method in making assumptions that are mainly based on market conditions existing at the Balance Sheet date and in identifying the most appropriate estimate of fair value when a wide range of fair value measurements are possible.

- **Litigation:** From time to time, the Company is subject to legal proceedings, the ultimate outcome of each being always subject to many uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a payment will be made and the amount of the loss can be reasonably estimated. Significant judgement is made when evaluating, among other factors, the probability of unfavourable outcome and the ability to make a reasonable estimate of the amount of potential loss. Litigation provisions are reviewed at each accounting period and revisions made for the changes in facts and circumstances.

- **Defined benefit plans:** The cost of the defined benefit plans and the present value of the defined benefit obligation are based on actuarial valuation 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 the discount rate, future salary increases 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 Balance Sheet date.

- **Leases:**

  Critical judgements in determining the lease term: Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

  Critical judgements in determining the discount rate: The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

(d) **Estimation uncertainty relating to the global health pandemic on COVID-19:**
The Company has taken into account the possible effects that may result from the pandemic relating to COVID-19 in the preparation of these standalone financial statements including the recoverability of carrying amounts of financial and non-financial assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company has considered internal and external sources of information and has performed sensitivity analysis on the assumptions used and based on current estimates, expects to recover the carrying amount of these assets. The impact of COVID-19 may be different from that estimated as at the date of approval of these standalone financial results and the Company will continue to closely monitor any material changes to future economic conditions.

Significant accounting policies

(e) **Revenue recognition**
Revenue is recognised at an amount that reflects the consideration to which the Company expects to be entitled in exchange for transferring the goods or services to a customer i.e. on transfer of control of the goods or service to the customer. Revenue from sales of goods or rendering of services is net of Indirect taxes, returns and discounts.

Income from operations

Rooms, Food and Beverage & Banquets: Revenue is recognised at the transaction price that is allocated to the performance obligation. Revenue includes room revenue, food and beverage sale and banquet services which is recognised once the rooms are occupied, food and beverages are sold and banquet services have been provided as per the contract with the customer.

Space and shop rentals: Rentals basically consists of rental revenue earned from letting of spaces for retails and office at the properties. These contracts for rentals are generally of short-term in nature. Revenue is recognised in the period in which services are being rendered.

Other Allied services: In relation to laundry income, communication income, health club income, airport transfers income and other allied services, the revenue has been recognised by reference to the time of service rendered.

Management and Operating fees: Management fees earned from hotels managed by the Company are usually under long-term contracts with the hotel owner. Under Management and Operating Agreements, the Company's performance obligation is to provide hotel management services and a license to use the Company's trademark and other intellectual property.

Management and incentive fee is earned as a percentage of revenue and profit and are recognised when earned in accordance with the terms of the contract based on the underlying revenue, when collectability is certain and when the performance criteria are met. Both are treated as variable consideration.

Membership Fees: Membership fee income majorly consists of membership fees received from the loyalty programme and Chamber membership fees. Income is earned when the customer enrols for membership programmes. In respect of performance obligations satisfied over a period of time, revenue is recognised at the allocated transaction price on a time-proportion basis.

Loyalty programme: The Company operates loyalty programme, which provides a material right to customers that they would not exercise without entering into a contract and the eligible customers earns points based on their spending at the hotels. The points so earned by such customers are accumulated. The revenues related to award points is deferred and a contract liability is created and on redemption/ expiry of such award points, revenue is recognised at pre-determined rates.

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for the year ended March 31, 2022

Contract balances

a) **Contract assets**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

b) **Contract liabilities**

A contract liability is the obligation to transfer services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Company performs under the contract.

Interest

Interest income is accrued on a time proportion basis using the effective interest rate method.

Dividend

Dividend income is recognised when the Company's right to receive the amount is established.

(f) Employee Benefits

i. Short-term-Employment Benefits:

The costs of all short-term employee benefits (that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service) are recognised during the period in which the employee renders the related service. The accruals for employee entitlements to benefits such as salaries, bonuses and annual leave represent the amounts which the Company has a present obligation to pay as a result of the employee's services and the obligation can be measured reliably. The accruals have been calculated at undiscounted amounts based on current salary levels at the Balance Sheet date.

ii. Post-Employment Benefits:

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts.

a) **Provident and Family pension fund**

The eligible employees of the Company are entitled to receive post-employment benefits in respect of provident and family pension fund, in which both the employees and the Company make monthly contributions at a specified percentage of the employee's eligible salary (currently 12% of employee's eligible salary). The contributions are made to the provident fund managed by the trust set up by the Company, or to the Regional Provident Fund Commissioner (RPFC) which are charged to the Statement of Profit and Loss as incurred.

In respect of contribution to RPFC, the Company has no further obligations beyond making the contribution, and hence, such employee benefit plan is classified as Defined Contribution Plan. The Company's contribution is recognised as an expense in the Statement of Profit and Loss.

b) **Superannuation**

The Company has a defined contribution plan for eligible employees, wherein it annually contributes a sum equivalent to a defined percentage of the eligible employee's annual basic salary to a fund administered by the trustees. The Company recognises such contributions as an expense in the year in which the corresponding services are received from the employee.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method.

a) **Gratuity Fund**

The Company makes annual contributions to gratuity funds administered by the trustees for amounts notified by the funds. The Gratuity plan provides for lump sum payment to vested employees on retirement, death or termination

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

of employment of an amount based on the respective employee's last drawn salary and tenure of employment. The Company accounts for the net present value of its obligations for gratuity benefits, based on an independent actuarial valuation, determined on the basis of the projected unit credit method, carried out as at the Balance Sheet date. The obligation determined as aforesaid less the fair value of the plan assets is reported as a liability or asset as of the reporting date. Actuarial gains and losses are recognised immediately in Other Comprehensive Income and reflected in retained earnings and will not be reclassified to the Statement of Profit and Loss.

b) **Post-Retirement Pension Scheme and Medical Benefits**

The net present value of the Company's obligation towards post retirement pension scheme for retired whole time directors and post-employment medical benefits to qualifying employees is actuarially determined, based on the projected unit credit method. Actuarial gains and losses are recognised immediately in Other Comprehensive Income and reflected in retained earnings and will not be reclassified to the Statement of Profit and Loss.

The Company also has separate funded and unfunded schemes, which guarantee a minimum pension to certain categories of employees. The Company accounts for the net present value of its obligations therein, based on an independent external actuarial valuation, carried out as at the Balance Sheet date, which is determined on the basis of the projected unit credit method. Actuarial gains and losses are recognised immediately in Other Comprehensive Income and reflected in retained earnings and will not be reclassified to the Statement of Profit and Loss.

c) **Provident Fund Trust**

In respect of contribution to the trust set up by the Company, since the Company is obligated to meet interest shortfall, if any, with respect to covered employees, such employee benefit plan is classified as Defined Benefit Plan. Any obligation in this respect is measured on the basis of independent actuarial valuation.

Other Long-term Employee Benefits – The Company provides for encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment/availment. The Company makes provision for compensated absences based on an independent actuarial valuation carried out at the end of the year. Actuarial gains and losses are recognised in the Statement of Profit and Loss.

(g) Property, Plant and Equipment

Property, plant and equipment are stated at cost, less accumulated depreciation (other than freehold land) and accumulated impairment losses, if any.

All property, plant and equipment are initially recorded at cost. Cost includes the acquisition cost or the cost of construction, including duties and non-refundable taxes, expenses directly related to bringing the asset to the location and condition necessary for making them operational for their intended use and, in the case of qualifying assets, the attributable borrowing costs (refer note no. 2(p)). Initial estimate of costs of dismantling and removing the item and restoring the site on which it is located is also included if there is an obligation to restore it. First time issues of operating supplies for a new hotel property, consisting of linen and chinaware, glassware and silverware (CGS) are capitalised and depreciated over their estimated useful life.

Subsequent expenditure relating to property, plant and equipment is capitalised only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Depreciation is charged to the Statement of Profit and Loss so as to expense the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight line method, as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

respect of the following categories of assets, in whose case the life of the assets had been re-assessed as under based on technical evaluation, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support, etc.

Class of Assets	Estimated Useful Life
Buildings	30 to 80 years
Plant and Equipment	5 to 20 years
Electrical Installation and Equipment	20 years
Hotel Wooden Furniture	15 years
End User devices – Computers, Laptops etc.	6 years
Operating supplies (issued on opening of a new hotel property)	2 to 3 years
Other Miscellaneous Hotel Assets	4 years

In respect of buildings on leasehold land, depreciation is based on the tenure which is lower of the life of the buildings or the expected lease period. Improvements to leasehold buildings are depreciated on the basis of their estimated useful lives or the expected lease period, whichever is lower.

Freehold land is not depreciated.

The assets' useful lives and residual values are reviewed at the Balance Sheet date and the effect of any changes in estimates are accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

Proportionate depreciation is charged for the addition and disposal made during the year.

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as of April 1, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Capital work in progress represents projects under which the property, plant and equipment are not yet ready for their intended use and are carried at cost determined as aforesaid.

(h) Intangible Assets

Intangible assets include cost of acquired software and designs, and cost incurred for development of the Company's website and certain contract acquisition costs. Intangible assets are initially measured at acquisition cost including any directly attributable costs of preparing the asset for its intended use.

Expenditure on projects which are not yet ready for intended use are carried as intangible assets under development.

Intangible assets with finite lives are amortised over their estimated useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. Intangible assets with indefinite useful lives are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired. The estimated useful life used for amortising intangible assets is as under:

Class of Assets	Estimated Useful Life
Website Development Cost	5 years
Software and Licences	6 years
Service and Operating Rights	10 years

An intangible asset is de-recognised on disposal, or when no future economic benefits are expected to arise from the continued use of the asset. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognised in the Statement of Profit and Loss when the asset is derecognised.

For transition to Ind AS, the Company has elected to continue with carrying value of all of its intangible assets recognised as of April 1, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

(i) Leases

On inception of a contract, the Company assesses whether it contains a lease. A contract contains a lease when it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The right to use the asset and the obligation under the lease to make payments are recognised in the Company's statement of financial position as a right-of-use asset and a lease liability.

Right to Use Assets

The right-of-use asset recognised at lease commencement includes the amount of lease liability recognised, initial direct costs incurred, and lease payments made at or before the commencement date, less any lease incentives received. Right-of-use assets are depreciated over the shorter of the asset's estimated useful life and the lease term. Right-of-use assets are also adjusted for any re-measurement of lease liabilities and are subject to impairment testing. Residual value is reassessed annually.

Lease Liabilities

The lease liability is initially measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments (including 'in-substance fixed' payments) and variable lease payments that depend on an index or a rate, less any lease incentives receivable. 'In-substance fixed' payments are payments that may, in form, contain variability but that, in substance, are unavoidable. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease term includes periods subject to extension options which the Company is reasonably certain to exercise and excludes the effect of early termination options where the Company is reasonably certain that it will not exercise the option. Minimum lease payments include the cost of a purchase option if the Company is reasonably certain it will purchase the underlying asset after the lease term.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the 'in-substance fixed' lease payments or as a result of a rent review or change in the relevant index or rate.

Variable Lease

Variable lease payments that do not depend on an index or a rate are recognised as an expense in the period over which the event or condition that triggers the payment occurs.

Short-term leases and leases of low-value assets

The Company has opted not to apply the lease accounting model to intangible assets, leases of low-value assets or leases which have a lease term of 12 months or less and don't contain purchase option. Costs associated with such leases are recognised as an expense on a straight-line basis over the lease term.

Presentation of lease payments in Cash Flow Statements:

Lease payments are presented as follows in the Company's statement of cash flows:

- Short-term lease payments, payments for leases of low-value assets and variable lease payments that are not included in the measurement of the lease liabilities are presented within cash flows from operating activities;
- Payments for the interest element of recognised lease liabilities are included in 'interest paid' within cash flows from financing activities; and
- Payments for the principal element of recognised lease liabilities are presented within cash flows from financing activities.

COVID-19-related rent concessions

Rent concessions occurring as a direct consequence of COVID-19 are not accounted as lease modification as per the practical expedient to Ind AS 116. The Company has applied the practical expedient retrospectively to all eligible rent concession and the waiver of lease payments has been accounted as "Other Income" in the statement of profit and loss. The Company has derecognised the part of lease liability that has been extinguished by the forgiveness of lease payments.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

(j) Impairment of assets

Assets that are subject to amortisation are reviewed for impairment periodically including whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

(k) Foreign Currency Translation

The functional currency and presentation currency of the Company is Indian Rupee (₹).

Initial Recognition

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Subsequent Recognition

As at the reporting date, non-monetary items which are carried at historical cost and denominated in a foreign currency are reported using the exchange rate at the date of the transaction. All non-monetary items which are carried at fair value denominated in a foreign currency are retranslated at the rates prevailing at the date when the fair value was determined.

Income and expenses in foreign currencies are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are translated at the exchange rate prevailing on the Balance Sheet date and exchange gains and losses arising on settlement and restatement are recognised in the Statement of Profit and Loss.

(l) 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. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and selling expenses. 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.

(m) Government Grants

Government grants are recognised in the period to which they relate when there is reasonable assurance that the grant will be received and that the Company will comply with the attached conditions.

Government grants are recognised in the Statement of Profit and Loss on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate.

Government grants related to assets are presented in the balance sheet by deducting the grant in calculating the carrying amount of the asset.

(n) Income Taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity, respectively.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

(i) Current tax:

Current tax expenses are accounted in the same period to which the revenue and expenses relate. Provision for current income tax is made for the tax liability payable on taxable income after considering tax allowances, deductions and exemptions determined in accordance with the applicable tax rates and the prevailing tax laws.

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

(ii) Deferred tax :

Deferred income tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred tax arises from the initial recognition of goodwill, an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred income tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

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 realised, based on tax rates (and tax laws) that have been enacted or substantially enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Minimum Alternative Tax ("MAT") credit forming part of deferred tax assets is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a reasonable certainty to the effect that the Company will pay normal income tax during the specified period.

(o) Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Company has a binding present obligation. This may be either legal because it derives from a contract, legislation or other operation of law, or constructive because the Company created valid expectations on the part of third parties by accepting certain responsibilities. To record such an obligation it must be probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation. The amount recognised as a provision and the indicated time range of the outflow of economic benefits are the best estimate (most probable outcome) of the expenditure required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. Non-current provisions are discounted if the impact is material.

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.

A contingent asset is not recognised but disclosed in the financial statements where an inflow of economic benefit is probable.

Provisions, contingent assets and contingent liabilities are reviewed at each balance sheet date.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

(p) Borrowing Costs

General and specific borrowing costs directly attributable to the acquisition or construction of qualifying assets that necessarily takes substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds.

Interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Borrowing costs that are not directly attributable to a qualifying asset are recognised in the Statement of Profit and Loss using the effective interest method.

(q) Statement of Cash Flows

Cash flows are reported using the indirect method, whereby profit/ (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. Cash flow for the year are classified by operating, investing and financing activities.

(r) Earnings per Share

Basic earnings per share is computed by dividing the profit or loss after tax by the weighted average number of equity shares outstanding during the year adjusting the bonus element for all the reported period arising on account of issue of equity shares on rights and including potential equity shares on compulsory convertible debentures. Diluted earnings per share is computed by dividing the profit/(loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share.

(s) Exceptional items

Exceptional items are disclosed separately in the financial statements where it is necessary to do so to provide further understanding of the financial performance of the Company. These items are identified by virtue of either their size or nature or incidence. Exceptional items include, but are not restricted to:

(i) gains and losses on the disposal/impairment of non-current investments,

(ii) exchange gain/(loss) on long-term borrowings and derivative instruments.

(t) Financial Instruments

(I) Financial assets

Initial recognition and measurement

Financial assets are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial assets at initial recognition.

When financial assets are recognised initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss directly attributable transaction costs. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the Statement of Profit and Loss.

Classification

- **Cash and Cash Equivalents** – Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.
- **Debt Instruments** – The Company classifies its debt instruments as subsequently measured at amortised cost, fair value through Other Comprehensive Income or fair value through profit or loss based on its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

(i) Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest. Interest income from these financial assets is included as a part of the Company's income in the Statement of Profit and Loss using the effective interest rate method.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

(ii) Financial assets at fair value through Other Comprehensive Income (FVOCI)

Financial assets are subsequently measured at fair value through Other Comprehensive Income if these financial assets are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest. Movements in the carrying value are taken through Other Comprehensive Income, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains or losses which are recognised in the Statement of Profit and Loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in Other Comprehensive Income is reclassified from Other Comprehensive Income to the Statement of Profit and Loss. Interest income on such financial assets is included as a part of the Company's income in the Statement of Profit and Loss using the effective interest rate method.

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

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on such debt instrument that is subsequently measured at FVTPL and is not part of a hedging relationship as well as interest income is recognised in the Statement of Profit and Loss.

- **Equity Instruments** – The Company subsequently measures all equity investments (other than the investment in subsidiaries, joint ventures and associates which are measured at cost) at fair value. Where the Company has elected to present fair value gains and losses on equity investments in Other Comprehensive Income ("FVOCI"), there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in the Statement of Profit and Loss as other income when the Company's right to receive payment is established.

The Company has made an irrevocable election to present in Other Comprehensive Income subsequent changes in the fair value of equity investments that are not held for trading.

When the equity investment is derecognised, the cumulative gain or loss previously recognised in Other Comprehensive Income is reclassified from Other Comprehensive Income to the Retained Earnings directly.

De-recognition

A financial asset is derecognised only when the Company has transferred the rights to receive cash flows from the financial asset. Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(II) Financial liabilities

Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value, plus, in the case of financial liabilities not at fair value, through profit or loss directly attributable transaction costs.

Subsequent measurement

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised, and through the amortisation process.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

De-recognition

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. 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 a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Derivatives

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged and the type of hedge relationship designated. The fair value changes of derivatives which are not designated as a hedging instrument are accounted through Statement of Profit and Loss. During the years reported, no hedge relationship was designated.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

(III) Impairment of financial assets

The Company assesses, at each reporting date, whether a financial asset or a group of financial assets is impaired. Ind AS-109 on Financial Instruments, requires expected credit losses to be measured through a loss allowance. For trade receivables only, the Company recognises expected lifetime losses using the simplified approach permitted by Ind AS-109, from initial recognition of the receivables. For other financial assets (not being equity instruments or debt instruments measured subsequently at FVTPL) the expected credit losses are measured at the 12 month expected credit losses or an amount equal to the lifetime expected credit losses if there has been a significant increase in credit risk since initial recognition.

(u) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the Company are measured at their fair values and recognised as income in the Statement of Profit and Loss.

Where guarantees in relation to loans or other payables of group companies are provided for no compensation, the fair value are accounted for as contributions and recognised as part of cost of investment.

(v) Business combinations

Business combinations of entities under common control are accounted using the "pooling of interests" method and assets and liabilities are reflected at the predecessor carrying values and the only adjustments that are made are to harmonise accounting policies. The figures for the previous periods are restated as if the business combination had occurred at the beginning of the preceding period irrespective of the actual date of the combination.

(w) Previous year figures have been re-grouped/re-classified wherever necessary, to conform to current year's classification in compliance with the requirements of the amended Schedule III to the Companies Act, 2013 effective April 1, 2021

(x) Recent accounting pronouncements

New and amended standards adopted by the Company:

On June 18, 2021, MCA through a notification has notified Companies (Indian Accounting Standards) Amendment

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Rules, 2021. The notification has made amendments to various Ind AS. One of the key amendments is:

Ind AS 116 – COVID-19-Related Rent Concessions -

The economic challenges presented by the COVID-19 pandemic have persisted longer than anticipated, and therefore the practical expedient relating to rent concessions arising as a consequence of COVID-19 has been modified. Accordingly, lessees are now exempted from assessing whether a COVID-19-related rent concession is a lease modification, if the reduction in lease payments affects only payments originally due on or before June 30, 2022 (earlier upto June 30, 2021). A lessee should apply the amendments for annual reporting periods beginning on or after April 1, 2021. The Company has benefited from waiver of lease payments of ₹16.45 crores on certain hotel properties.

Other amendments do not have any impact on the financial statements of the Company.

New Standards or other amendments issued but not yet effective:

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 1, 2022, Key amendments are as below:

Ind AS 16 – Property Plant and equipment-

The amendment clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment.

Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets –

The amendment specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that related directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

None of the amendments notified by MCA which are applicable from April 1, 2022 are expected to have any material impact on the financial statements of the Company.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 3 : Property, Plant and Equipment (Owned, Unless Otherwise Stated)

(₹ crores)

	Freehold Land	Buildings (Refer Footnote (ii), (iv) & (v))	Plant and Equipment	Furniture and Fixtures	Office Equipment	Vehicles	Total
Cost							
At April 1, 2020	**128.63**	**1,614.71**	**961.67**	**338.37**	**60.78**	**10.18**	**3,114.34**
Additions	22.11	115.44	68.55	29.80	3.55	0.40	239.85
Disposals	-	6.96	4.36	0.53	0.57	0.43	12.85
At March 31, 2021	**150.74**	**1,723.19**	**1,025.86**	**367.64**	**63.76**	**10.15**	**3,341.34**
Additions	0.85	40.39	29.90	9.71	7.41	0.29	88.55
Disposals	1.06	4.84	8.94	1.46	1.32	0.63	18.25
At March 31, 2022	**150.53**	**1,758.74**	**1,046.82**	**375.89**	**69.85**	**9.81**	**3,411.64**
Depreciation							
At April 1, 2020	**-**	**223.35**	**313.64**	**116.44**	**36.51**	**2.74**	**692.68**
Charge for the year	-	57.35	67.12	28.20	8.56	0.89	162.12
Disposals	-	1.06	3.14	0.37	0.53	0.39	5.49
At March 31, 2021	**-**	**279.64**	**377.62**	**144.27**	**44.54**	**3.24**	**849.31**
Charge for the year	-	59.94	65.81	29.78	6.88	0.81	163.22
Disposals	-	1.79	5.88	0.98	1.27	0.46	10.38
At March 31, 2022	**-**	**337.79**	**437.55**	**173.07**	**50.15**	**3.59**	**1,002.15**
Net Block							
At March 31, 2021	**150.74**	**1,443.55**	**648.24**	**223.37**	**19.22**	**6.91**	**2,492.03**
At March 31, 2022	**150.53**	**1,420.95**	**609.27**	**202.82**	**19.70**	**6.22**	**2,409.49**

Footnotes :

(i) **Capital work in progress ageing is as given below :**

(₹ crores)

	March 31, 2022	March 31, 2021
Capital work-in-progress	111.27	51.72

(₹ crores)

	Less than 1 year	1-2 years	2- 3 years	More than 3 years	Total
Projects in progress	74.68	10.54	21.31	1.37	107.90
	38.63	*9.23*	*0.87*	*0.39*	*49.12*
Projects temporarily suspended	0.16	0.68	0.05	-	0.89
	0.64	*0.03*	-	-	*0.67*
Other non-project CWIP	0.70	0.21	0.04	1.53	2.48
	0.35	*0.04*	*0.01*	*1.53*	*1.93*
	75.54	11.43	21.40	2.90	111.27
	39.62	*9.30*	*0.88*	*1.92*	*51.72*

Capital work in progress temporarily suspended ageing is as given below :

	Less than 1 year	1-2 years	2- 3 years	More than 3 years	Total
Hotel Renovations	0.16	0.68	0.05	-	0.89
	0.64	*0.03*	-	-	*0.67*

* Figures in italics are of the previous year

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

(ii) Cost includes improvements to buildings constructed on leasehold land - ₹1,311.62 crores (Previous year – ₹1,276.24 crores).

(iii) For details of pledged assets refer Note 16, footnote (ii).

(iv) Includes Building amounting to ₹0.72 crore (Previous year – ₹0.75 crore) acquired on amalgamation of TIFCO Holdings Ltd. is pending to be transferred in the name of the Company.

(v) Disposals include adjustment of ₹1.05 crores (Previous year – ₹1.07 crores) comprising of residential flats, re-classified as held for sale.

Note 4 : Right-of-use Assets

(₹ crores)

	Buildings	Leasehold Land	Office Premises	Plant and Equipment	Total
Cost					
At April 1, 2020	**774.63**	**82.71**	**35.60**	**-**	**892.94**
Additions	-	8.96	-	-	8.96
Reassessment of leases	-	-	10.27	-	10.27
At March 31, 2021	**774.63**	**91.67**	**45.87**	**-**	**912.17**
Additions	-	-	-	6.97	6.97
Reassessment of leases	5.75	-	-	-	5.75
At March 31, 2022	**780.38**	**91.67**	**45.87**	**6.97**	**924.89**
Amortisation					
At April 1, 2020	**24.33**	**1.10**	**7.00**	**-**	**32.43**
Charge for the year (Refer Footnote (i))	24.80	1.16	7.37	-	33.33
At March 31, 2021	**49.13**	**2.26**	**14.37**	**-**	**65.76**
Charge for the year (Refer Footnote (i))	24.88	1.19	7.41	0.15	33.63
At March 31, 2022	**74.01**	**3.45**	**21.78**	**0.15**	**99.39**
Net Block					
At March 31, 2021	**725.50**	**89.41**	**31.50**	**-**	**846.41**
At March 31, 2022	**706.37**	**88.22**	**24.09**	**6.82**	**825.50**

Footnote :

(i) Amortisation includes ₹0.10 crore (Previous year – ₹1.20 crores) which is capitalised during the year.

(ii) The Company's leased assets mainly comprise land and hotel properties and offices. Leases contain a wide range of different terms and conditions. The term of property leases ranges from 1 to 198 years. Many of the Company's property leases contain extension or early termination options, which are used for operational flexibility.

One of the land lease agreement with the Government has expired and is in an advanced stage of renewal. In the absence of a definitive agreement and uncertainty about the timing of the cash flows, this lease is not included in the calculation of Right-of-Use assets and corresponding Lease liabilities. The rental for this land continues to be provided as lease expense on a best estimate.

(iii) Amounts recognised in profit or loss:

The following amounts were recognised as expense:

(₹ crores)

	March 31, 2022	March 31, 2021
Depreciation of Right-of-use Assets (excluding Depreciation transferred to Capital Work-In-Progress)	33.53	32.13
Expense relating to variable lease payments	66.02	37.42
Interest on lease liabilities	85.63	82.40
Total recognised in the Company's statement of profit and loss	**185.18**	**151.95**

Variable lease payments are payable under certain of the Company's hotel leases and arise where the Company is committed to making additional lease payments that are contingent on the performance of the hotels. (Refer Note 35 (c))

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 5 (a): Intangible Assets (Acquired)

(₹ crores)

	Website Development Cost	Software (Refer Footnote (ii))	Service and Operating Rights	Total
Cost				
At April 1, 2020	**22.37**	**40.27**	**18.50**	**81.14**
Additions	0.46	1.05	0.01	1.52
Disposals	-	-	-	-
At March 31, 2021	**22.83**	**41.32**	**18.51**	**82.66**
Additions	-	2.26	-	2.26
Disposals	-	0.01	-	0.01
At March 31, 2022	**22.83**	**43.57**	**18.51**	**84.91**
Amortisation				
At April 1, 2020	**17.31**	**30.30**	**4.34**	**51.95**
Charge for the year	4.03	4.33	1.20	9.56
Disposals	-	-	-	-
At March 31, 2021	**21.34**	**34.63**	**5.54**	**61.51**
Charge for the year	0.83	2.88	2.57	6.28
Disposals	-	-	-	-
At March 31, 2022	**22.17**	**37.51**	**8.11**	**67.79**
Net Block				
At March 31, 2021	**1.49**	**6.69**	**12.97**	**21.15**
At March 31, 2022	**0.66**	**6.06**	**10.40**	**17.12**

Footnotes :

(i) **Ageing of Intangible assets under development is as given below :**

(₹ crores)

	March 31, 2022	March 31, 2021
Intangible assets under development	0.23	-

(₹ crores)

	Less than 1 year	1-2 years	2- 3 years	More than 3 years	Total
Projects in progress	0.23	-	-	-	0.23
	-	*-*	*-*	*-*	*-*

* Figures in italics are of the previous year

(ii) Software includes Customer Reservation System and other licensed software.

Note 5 (b): Depreciation and Amortisation Expenses

(₹ crores)

	March 31, 2022	March 31, 2021
Depreciation on Property, Plant and Equipment	163.22	162.12
Depreciation of Right-of-use Assets (excluding Depreciation transferred to Capital Work-In-Progress)	33.53	32.13
Amortisation on Intangible Assets	6.28	9.56
Total	**203.03**	**203.81**

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 6: Investments

	Face Value	March 31, 2022 Holdings As at	March 31, 2022 (₹ crores)	March 31, 2021 Holdings As at	March 31, 2021 (₹ crores)
(a) Non-Current Investments					
Fully Paid Unquoted Equity Investments					
Investments in Subsidiary Companies (at cost)					
KTC Hotels Ltd.	₹10	6,04,000	0.70	6,04,000	0.70
Roots Corporation Ltd. (3,48,51,356 shares purchased during the year) (Refer Footnote (vii))	₹10	9,14,19,350	555.22	5,65,67,994	101.11
Taj International Hotels (H.K.) Ltd.	US$1	23,00,00,000	1,111.98	23,00,00,000	1,111.98
IHOCO BV (18,02,691 shares allotted during the year)	US$1	2,81,85,546	2,543.34	2,63,82,855	2,390.41
United Hotels Ltd.	₹10	46,20,000	1.50	46,20,000	1.50
Piem Hotels Ltd.	₹10	19,64,770	89.87	19,64,770	89.87
Inditravel Ltd.	₹10	3,39,009	0.34	3,39,009	0.34
Taj Enterprises Ltd.	₹100	46,698	7.05	46,698	7.05
Taj Trade & Transport Co. Ltd.	₹10	16,16,999	3.20	16,16,999	3.20
Skydeck Properties and Developers Private Ltd (7,99,49,164 shares allotted during the year) (Refer Footnote (viii))	₹10	97,29,81,324	1,248.83	89,30,32,160	1,168.88
Ideal Ice Limited (erstwhile Ideal Ice and Cold Storage Company Limited) (48,98,270 shares allotted during the year) (Refer Footnote (ix))	₹10	58,77,924	4.90	9,79,654	-
ELEL Hotels and Investments Limited (4,02,846 shares purchased during the year) (Refer Footnote (x))	₹10	4,02,846	250.04	-	-
Genness Hospitality Private Limited (7,23,00,000 shares allotted during the year) (Refer Footnote (xi))	₹1	7,23,00,000	7.23	-	-
Qurio Hospitality Private Limited (5,14,50,000 shares allotted during the year) (Refer Footnote (xi))	₹1	5,14,50,000	5.15	-	-
			5,829.35		**4,875.04**
Investments in Joint Ventures (at cost)					
Taj Karnataka Hotels & Resorts Ltd.	₹10	10,98,740	1.10	10,98,740	1.10
Taj Kerala Hotels & Resorts Ltd.	₹10	1,91,41,093	20.66	1,91,41,093	20.66
Taj SATS Air Catering Ltd.	₹10	88,74,000	61.82	88,74,000	61.82
Taj Safaris Ltd.	₹10	1,85,50,122	17.76	1,85,50,122	17.76
Kaveri Retreats and Resorts Ltd.	₹10	1,31,76,467	44.80	1,31,76,467	44.80
			146.14		**146.14**
Investments in Associate Companies (at cost)					
BJETS Pte Ltd.	US$1	2,00,00,000	102.59	2,00,00,000	102.59
Taida Trading & Industries Ltd.	₹100	26,912	0.27	26,912	0.27
Taj Madurai Ltd.	₹10	9,12,000	0.95	9,12,000	0.95
Zarrenstar Hospitality Private Ltd.	₹1	1	-	1	-
			103.81		**103.81**
Carried over			**6,079.30**		**5,124.99**

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 6: Investments (contd.)

	Face Value	March 31, 2022 Holdings As at	March 31, 2022 (₹ crores)	March 31, 2021 Holdings As at	March 31, 2021 (₹ crores)
Brought over			**6,079.30**		**5,124.99**
Fully Paid Quoted Equity Investments:					
Investments in Subsidiary Company (at cost)					
Benares Hotels Ltd.	₹10	6,43,825	2.66	6,43,825	2.66
			2.66		**2.66**
Investments in Joint Ventures (at cost)					
Taj GVK Hotels & Resorts Ltd.	₹2	1,60,00,400	40.34	1,60,00,400	40.34
			40.34		**40.34**
Investments in Associate Companies (at cost)					
Oriental Hotels Ltd.	₹1	5,09,72,910	50.37	5,09,72,910	50.37
			50.37		**50.37**
Gross Investment in Subsidiaries, Joint Ventures and Associates			**6,172.67**		**5,218.36**
Less : Provision for Impairment in value of Investments (Refer Footnote (iv))			1,709.31		1,646.09
Net Investment in Subsidiaries, Joint Ventures and Associates			**4,463.36**		**3,572.27**
Fully Paid Unquoted Equity Investments					
Investments in Other Companies (Refer Footnote (v))					
Carried at fair value through Other Comprehensive Income:					
Hotels and Restaurant Co-op. Service Society Ltd. (₹1,000/-)	₹50	20	-	20	-
Tata Services Ltd. (Refer Footnote (vi))	₹1,000	421	0.03	421	0.03
Tata Sons Private Ltd. (Refer Footnote (vi))	₹1,000	4,500	25.00	4,500	25.00
Kumarakruppa Frontier Hotels Private Ltd.	₹10	96,432	7.72	96,432	7.92
Taj Air Ltd.	₹10	1,59,90,200	4.64	1,59,90,200	4.61
MPower Information Systems Pvt. Ltd.	₹10	4,98,000	-	4,98,000	-
Tata Industries Ltd (Refer Footnote (vi))	₹100	42,74,590	55.73	42,74,590	55.73
Tata International Ltd.	₹1,000	12,000	59.53	12,000	34.57
TP Kirnali Solar Limited (Refer Footnote (vi))	₹10	40,63,410	4.06	40,63,410	4.06
			156.71		**131.92**
Fully Paid Quoted Equity Investments :					
Investments in Other Companies (Refer Footnote (v))					
Carried at fair value through Other Comprehensive Income:					
HDFC Bank Ltd.	₹1	5,000	0.74	5,000	0.75
India Tourism Development Corporation Ltd.	₹10	67,50,275	255.87	67,50,275	259.24
Asian Hotels (North) Ltd.	₹10	2	-	2	-
Asian Hotels (East) Ltd.	₹10	2	-	2	-
Asian Hotels (West) Ltd.	₹10	2	-	2	-
EIH Ltd.	₹2	37	-	37	-
Hotel Leela Venture Ltd.	₹2	25	-	25	-
			256.61		**259.99**
Total Investment in Equity instruments			**4,876.68**		**3,964.18**
Investment in Preference Shares (carried at amortised costs)					
Central India Spinning Weaving & Manufacturing Co. Ltd.	₹500	50	-	50	-
(10% unquoted Cumulative Preference Shares) (₹27,888/-)					
Investment in Others (carried at amortised costs)					
National Savings Certificate (₹45,000/-)			-		-
Hindusthan Engineering & Industries Ltd (₹70/-)	₹10	7	-	7	-
			-		-
Total Non-current Investments - Net			**4,876.68**		**3,964.18**

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 6: Investments (contd.)

Footnotes:

(i)	Aggregate carrying amount of Quoted Investments	349.98	353.36
	Market value of Quoted Investments	954.70	633.05
(ii)	Aggregate carrying amount of Unquoted Investments	6,236.01	5,256.91
(iii)	Aggregate amount of impairment in value of investments	1,709.31	1,646.09

(iv) The cash losses in one of its properties in the United States of America and in South Africa, has led the Company to reassess the recoverable amount of its investment in IHOCO BV, a wholly owned subsidiary. During the year, the Company recognised an impairment loss of ₹63.22 crores (Previous year – ₹179.52 crores) in the Statement of Profit and Loss which has been classified under "Exceptional items" (Refer Note 28).

(v) For these investments, the Company has elected the fair value through Other Comprehensive Income irrevocable option since these investments are not held for trading.

(vi) For these investments, cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

(vii) During the year, the Company acquired 3,48,51,356 equity shares of Roots Corporation Limited ("RCL") aggregating to ~ 37.07% of the equity share capital of RCL from the existing shareholders of RCL, viz. Omega TC Holdings Pte Limited, Tata Capital Limited, and Piem Hotels Limited for an aggregate consideration of ₹454.11 crores.

(viii) During the year, the Company invested ₹79.95 crores in Skydeck Properties & Developers Pvt Limited, its 100% subsidiary, by subscribing to its Rights Issue of equity shares.

(ix) During the year, the Company invested ₹4.90 crores in Ideal Ice Limited, its 100% subsidiary, by subscribing to its Rights Issue of equity shares.

(x) During the year, the Company purchased 4,02,846 equity shares of ELEL Hotels and Investments Limited from its erstwhile shareholders, for an aggregate acquisition cost of ₹250.04 crores. With this the Company along with its subsidiaries Skydeck Properties & Developers Pvt Ltd and Sheena Investments Pvt Ltd now hold 100% the shareholding of ELEL Hotels and Investments Ltd.

(xi) During the year, the Company promoted two companies viz Genness Hospitality Private Limited and Qurio Hospitality Private Limited for hospitality projects. To meet the initial outlay on these projects the Company has invested in equity shares of these companies to the extent of ₹7.23 crores and ₹5.15 crores, respectively.

(xii) The fair value hierarchy and classification are disclosed in Note 36.

		March 31, 2022 Units As at	March 31, 2022 (₹ crores)	March 31, 2021 Units As at	March 31, 2021 (₹ crores)
(b)	**Current Investments**				
	Carried at fair value through profit and loss:				
	Investments in Mutual Fund Units (Unquoted)				
	TATA Overnight Fund Direct Plan Growth	8,91,829	100.01	8,21,000	89.16
	Axis Overnight Fund Direct Growth	8,59,954	96.65	6,09,783	66.34
	HDFC Overnight Fund Regular Growth	54,640	17.14	54,640	16.61
	HDFC Overnight Fund Direct Growth	3,54,766	112.02	61,458	18.79
	SBI Overnight Fund Direct Growth	2,13,143	73.78	1,55,381	52.08
	SBI Overnight Fund Regular Growth	2,91,988	100.01	-	-
	ICICI Prudential Overnight Direct Growth	84,79,486	97.18	56,28,415	62.46
	Kotak Overnight Fund Direct Growth	8,82,116	100.01	4,24,858	46.65
	Nippon Overnight Fund Direct Growth	87,65,325	100.03	-	-
	UTI Overnight Fund Direct Growth	3,43,694	100.01	-	-
	Aditya Birla Sun Life Overnight Fund Direct Plan Growth	-	-	2,00,355	22.30
			896.84		**374.39**
	Fully Paid Unquoted Equity Investments				
	Carried at fair value through Other Comprehensive Income:				
	TRIL Infopark Ltd. (7,11,00,000 shares sold during the year)	-	-	7,11,00,000	71.10
			896.84		**445.49**

Footnote:

(i)	Aggregate amount of Unquoted Investments:	896.84	445.49

(ii) During the year, the Company sold its entire shareholding in TRIL Infopark Ltd. for an aggregate consideration of ₹71.10 crores.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 7 : Loans

(₹ crores)

		March 31, 2022	March 31, 2021
(a)	**Non-Current Loans at amortised costs**		
	(Unsecured, considered good unless stated otherwise)		
	Loans to Related Parties (Refer Note 42)		
	Considered good	60.40	5.05
	Balances having significant increase in credit risk	-	-
	Credit impaired	-	3.17
		60.40	**8.22**
	Less: Allowance for credit impaired	-	3.17
		60.40	**5.05**
(b)	**Current Loans at amortised costs**		
	(Unsecured, considered good unless stated otherwise)		
	Loans to Related Parties (Refer Note 42)	1.60	4.53
		1.60	**4.53**

Note 8 : Other Financial Assets

(₹ crores)

		March 31, 2022	March 31, 2021
(a)	**Non-Current Financial Assets**		
	Long-term security deposits placed for Hotel Properties at amortised costs		
	Related Parties (Refer Note 42)	0.13	0.12
	External Parties	46.13	42.23
		46.26	**42.35**
	Less: Allowance for doubtful deposits	2.00	2.00
		44.26	**40.35**
	Deposits with Public Bodies and Others at amortised costs		
	Related parties (Refer Note 42)	0.56	0.56
	Public Bodies and Others	18.47	21.15
		19.03	**21.71**
	Less: Allowance for doubtful deposits	0.02	0.02
		19.01	**21.69**
	Contractual Financial Assets (Refer Footnote)	-	250.00
	Deposits with Banks (Refer Note 13)	0.38	0.39
	Others	1.04	0.85
		64.69	**313.28**

Footnote:

The Company had signed a binding agreement for acquisition of balance equity stake of 14.28% in ELEL Hotels & Investments Ltd ("ELEL"), a step down subsidiary, from its existing shareholders for a consideration of ₹250 crores payable in a phased manner on achievement of certain agreed milestones but not later than the end of December 2021. The final instalment of ₹175 crores was paid out of the proceeds of the Rights issue. Consequent to this acquisition, ELEL has become a wholly owned step down subsidiary of the Company effective December 28, 2021 and 100% leasehold owner of the landmark Sea rock hotel site.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 8 : Other Financial Assets (contd.)

(₹ crores)

		March 31, 2022	March 31, 2021
(b)	**Current Financial Assets**		
	Deposit with public bodies and others		
	Related Parties	-	-
	Others	36.41	29.39
		36.41	**29.39**
	Other advances		
	Considered good	4.35	14.26
	Considered doubtful	2.01	3.02
		6.36	**17.28**
	Less: Allowance for doubtful advances	2.01	3.02
		4.35	**14.26**
	Interest receivable		
	Related Parties (Refer Note 42)	0.06	0.02
	Others	0.69	0.51
		0.75	**0.53**
	Other receivables		
	Related Parties (Refer Note 42)	8.15	100.33
	Others	7.91	16.63
		16.06	**116.96**
		57.57	**161.14**

Note 9 : Other Assets

(₹ crores)

		March 31, 2022	March 31, 2021
(a)	**Other Non-Current Assets**		
	Capital Advances	20.24	14.62
	Prepaid Expenses	136.96	146.81
	Deposits adjustable against future rent payments	2.37	3.81
	Incentive receivable	5.00	24.02
	Deposits with Government Authorities	106.85	102.18
		271.42	**291.44**
(b)	**Other Current Assets**		
	Prepaid Expenses	49.55	39.60
	Indirect tax recoverable	23.57	23.28
	Advance to Suppliers	14.35	9.08
	Advance to Employees	0.99	1.42
	Deposits adjustable against future rent payments	0.25	0.25
	Incentive receivable	-	11.00
		88.71	**84.63**

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 10: Inventories (at Lower of Cost and Net Realisable Value)

(₹ crores)

	March 31, 2022	March 31, 2021
Food and Beverages	28.14	26.22
Stores and Operating Supplies	27.84	26.03
	55.98	**52.25**

Footnote:

i) The cost of inventories recognised as an expense amounted to ₹247.38 crores (Previous year – ₹157.61 crores).

ii) The cost of inventories recognised as an expense includes ₹0.48 crore (Previous year – ₹1.06 crore) in respect of write down of inventories to net realisable value.

Note 11: Trade Receivables

(₹ crores)

	March 31, 2022	March 31, 2021
Unsecured		
Considered good	218.50	196.96
Credit impaired	28.80	26.49
	247.30	**223.45**
Less : Allowance for credit impaired	28.80	26.49
	218.50	**196.96**

Footnote:

(₹ crores)

	March 31, 2022	March 31, 2021
i) Allowance for credit impaired		
Opening Balance	26.49	17.79
Add: Allowance during the year	2.93	9.07
	29.42	**26.86**
Less: Bad Debts written off/ Reversal of allowances no longer required	0.62	0.37
Closing Balance	**28.80**	**26.49**

ii) Trade Receivables include debts due from Directors - ₹ Nil (Previous year – ₹ Nil) in the ordinary course of business.

iii) For related party balances refer Note 42.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 11: Trade Receivables (contd.)

iv) Trade Receivables ageing schedule:

	Outstanding for following periods from transaction date					
	Less than 6 months #	6 months - 1 year	1- 2 years	2- 3 years	More than 3 years	Total
a) Undisputed Trade receivables – considered good	**175.08**	**15.58**	**10.99**	**8.69**	**7.83**	**218.17**
	121.83	*34.90*	*19.56*	*4.25*	*6.94*	*187.48*
b) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
	-	-	-	-	-	-
c) Undisputed Trade Receivables – credit impaired	-	**0.73**	**6.88**	**6.26**	**12.04**	**25.91**
	0.95	*1.51*	*8.65*	*2.13*	*10.69*	*23.93*
d) Disputed Trade Receivables–considered good	-	-	**0.29**	**0.04**	-	**0.33**
	9.48	-	-	-	-	*9.48*
e) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
	-	-	-	-	-	-
f) Disputed Trade Receivables – credit impaired	-	**0.10**	-	**0.55**	**2.24**	**2.89**
	-	-	*0.60*	-	*1.96*	*2.56*
Total	**175.08**	**16.41**	**18.16**	**15.54**	**22.11**	**247.30**
	132.26	*36.41*	*28.81*	*6.38*	*19.59*	*223.45*
a) Allowance for Undisputed Trade Receivables – credit impaired	-	**0.73**	**6.88**	**6.26**	**12.04**	**25.91**
	0.95	*1.51*	*8.65*	*2.13*	*10.69*	*23.93*
b) Allowance for Disputed Trade Receivables – credit impaired	-	**0.10**	-	**0.55**	**2.24**	**2.89**
	-	-	*0.60*	-	*1.96*	*2.56*
	-	**0.83**	**6.88**	**6.81**	**14.28**	**28.80**
	0.95	*1.51*	*9.25*	*2.13*	*12.65*	*26.49*
	175.08	**15.58**	**11.28**	**8.73**	**7.83**	**218.50**
	131.31	*34.90*	*19.56*	*4.25*	*6.94*	*196.96*

Figures in Italics are of the previous year

includes Unbilled Trade Receivables for ₹18.01 crores (Previous year – ₹6.26 crores)

Note 12: Cash and Cash Equivalents

(₹ crores)

	March 31, 2022	March 31, 2021
Cash on hand	1.21	1.38
Cheques, Drafts on hands, Funds in transit	0.72	1.69
Balances with bank in current account	43.35	20.25
Balances with bank in call and short-term deposit accounts (original maturity less than 3 months)	595.00	10.00
	640.28	**33.32**

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 13: Other Balances with Banks

(₹ crores)

	March 31, 2022	March 31, 2021
Call and Short-term deposit accounts	363.73	5.10
Deposits pledged with others	0.75	0.79
Margin money deposits	-	0.09
Earmarked balances	1.26	1.07
	365.74	**7.05**
Less: Term Deposit with Bank maturing after 12 months from the balance sheet date and other Earmarked/Margin Money/Pledged deposits classified as Non-Current Financial Asset (Refer Note 8 (a))	0.38	0.39
	365.36	**6.66**

Note 14: Equity Share Capital

(₹ crores)

	March 31, 2022	March 31, 2021
Authorised Share Capital		
200,00,00,000 (Previous year – 200,00,00,000) Equity Shares of ₹1 each	200.00	200.00
	200.00	**200.00**
Issued Share Capital		
142,04,57,199 (Previous year – 118,93,07,472) Equity Shares of ₹1 each	142.04	118.93
	142.04	**118.93**
Subscribed and Paid Up		
142,03,99,602 (Previous year – 118,92,58,445) Equity Shares of ₹1 each, Fully Paid (Refer Footnote (vii))	142.04	118.93
	142.04	**118.93**

Footnotes:

(i) The Company has one class of equity shares having a par value of ₹1 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(ii) On December 15, 2021, the Company allotted 13,21,31,257 Equity Shares of face value ₹1 each for cash, at a price of ₹150 per equity share (including premium of ₹149 per share), aggregating to ₹1981.97 crore to the existing shareholders on a "rights" basis in the ratio of 1 Equity Share for every 9 equity shares held by equity shareholders.

(iii) During the year ended March 31, 2022, the Company has issued 9,90,09,900 fully paid up equity shares equivalent to 7.5% of the then existing paid up equity capital of the Company to Qualified Institutional Buyers in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. These shares were issued at an issue price of ₹202 per share (including securities premium of ₹201 per share) for an aggregate consideration of ₹2,000 crores. The proceeds (net of share issue expenses) have been/will be utilised as per the objects of the issue.

(iv) Reconciliation of the shares outstanding at the beginning and at the end of the year

	March 31, 2022		March 31, 2021	
	No. of shares	₹ crores	No. of shares	₹ crores
As at the beginning of the year	1,18,92,58,445	118.93	1,18,92,58,445	118.93
Add: Shares issued on Rights basis	13,21,31,257	13.21	-	-
Add: Shares issued to QIB	9,90,09,900	9.90	-	-
As at the end of the year	**1,42,03,99,602**	**142.04**	**1,18,92,58,445**	**118.93**

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 14: Equity Share Capital (contd.)

(v) Shareholders holding more than 5% shares in the Company :

	March 31, 2022		March 31, 2021	
	No. of shares	% of Holding	No. of shares	% of Holding
Equity shares of ₹1 each fully paid				
Tata Sons Private Limited	50,76,55,313	35.74	45,30,05,131	38.09

(vi) Disclosure of Shareholding of Promoters and Promoter Group:

	March 31, 2022		March 31, 2021		Change in % of Holding
	No. of shares	% of Holding	No. of shares	% of Holding	
Equity shares of ₹1 each fully paid					
Promoters					
Tata Sons Private Limited	50,76,55,313	35.74	45,30,05,131	38.09	(2.35)
Promoter Group					
Tata Investment Corporation Ltd	1,78,57,265	1.26	1,60,71,539	1.35	(0.09)
Tata Chemicals Limited	1,18,77,053	0.84	1,06,89,348	0.90	(0.06)
Ewart Investments Limited	21,27,705	0.15	21,27,705	0.18	(0.03)
Taj Madurai Limited	11,25,393	0.08	11,25,393	0.09	(0.01)
Oriental Hotels Limited	8,35,997	0.06	7,52,398	0.06	(0.00)
Tata Industries Limited	7,39,197	0.05	6,65,278	0.06	(0.01)
Taida Trading And Industries Limited	1,87,818	0.01	1,87,818	0.02	(0.01)
Tata Capital Ltd	19,600	0.00	17,640	0.00	(0.00)

(vii) 57,597 (Previous year – 49,027) Equity Shares were issued but not subscribed to as at the end of the respective years and have been kept in abeyance pending resolution of legal dispute.

(viii) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash, bonus shares and shares bought back for the period of 5 years immediately preceding the balance sheet date Nil (Previous year – Nil)

(ix) Equity Shares held by associates

	March 31, 2022		March 31, 2021	
	No. of shares	% of Holding	No. of shares	% of Holding
Equity shares of ₹1 each fully paid				
Oriental Hotels Limited	8,35,997	0.06	7,52,398	0.06
Taida Trading and Industries Limited	1,87,818	0.01	1,87,818	0.02
Taj Madurai Limited	11,25,393	0.08	11,25,393	0.09

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 15: Other Equity

(₹ crores)

		March 31, 2022	March 31, 2021
(a)	**Reserves & Surplus**		
	Capital Reserve		
	Opening and Closing Balance	43.91	43.91
	Reserve on Transfer of Equity to Entities under Common Control		
	Opening and Closing Balance	79.38	79.38
	Capital Redemption Reserve		
	Opening and Closing Balance	1.12	1.12
	Securities Premium		
	Opening Balance	2,702.06	2,702.06
	Add : Premium on allocation of shares on Rights basis	1,968.76	-
	Add : Premium on allocation of shares to Qualified Institutional Buyers	1,990.10	-
	Less : Issue expenses written off (excluding GST)	(36.02)	-
	Closing Balance	**6,624.90**	**2,702.06**
	Debenture Redemption Reserve		
	Opening Balance	155.01	187.40
	Less : Transfer to General Reserve	(103.20)	(32.39)
	Closing Balance	**51.81**	**155.01**
	General Reserve		
	Opening Balance	622.88	590.49
	Add : Transfer from Debenture Redemption Reserve	103.20	32.39
	Closing Balance	**726.08**	**622.88**
	Retained Earnings		
	Opening Balance	250.64	808.52
	Add: Profit/ (Loss) for the year	(34.45)	(524.78)
	Add/(Less): Remeasurements of post employment benefit obligation, net of tax (item of other comprehensive income recognised directly in retained earnings)	6.05	26.36
	Less: Final Dividend	(47.57)	(59.46)
	Closing Balance	**174.67**	**250.64**
	Total	**7,701.87**	**3,855.00**
(b)	**Other Comprehensive Income**		
	Equity Instruments fair valued through Other Comprehensive Income		
	Opening Balance	234.45	51.75
	Add: Change in fair value of equity instruments designated irrevocably as fair value through Other Comprehensive Income	21.41	182.70
	Closing Balance	**255.86**	**234.45**
		7,957.73	**4,089.45**

Footnotes:

Description of nature and purpose of each reserve

a) **Capital Reserve:** Capital reserve mainly consists of reserves transferred on amalgamation of subsidiaries in earlier years.

b) **Reserve on Transfer of Equity to Entities under Common Control:** It consists of gain on transfer of equity shares between entities under common control.

c) **Capital Redemption Reserve:** Capital Redemption Reserve was created on redemption of Preference shares in earlier years.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 15 : Other Equity (contd.)

d) **Securities Premium:** Securities premium represents the premium charged to the shareholders at the time of issuance of equity shares. The securities premium can be utilised based on the relevant requirements of the Companies Act, 2013.

e) **Debenture Redemption Reserve:** The Company created Debenture Redemption Reserve out of the profits which is available for the purpose of redemption of debentures. On redemption of debentures, the same will be transferred to General Reserve.

f) **General Reserve:** General reserve was created from time to time by way of transfer of profits from retained earnings for appropriation purposes based on the provisions of the Companies Act prior to its amendment.

g) **Equity Instruments through Other Comprehensive Income:** This represents the cumulative gains and losses arising on the revaluation of investments in equity instruments measured at fair value through other comprehensive income, under an irrevocable option, net of amounts reclassified to retained earnings when such investments are disposed off.

Note 16: Borrowings

(₹ crores)

		Effective Rate of Interest (%)	Maturity	March 31, 2022		March 31, 2021	
				Face Value	Amortised cost	Face Value	Amortised cost
(a)	**Long-term borrowings**						
	Non-Convertible Debentures (NCDs)						
	Secured						
	a) 7.85% Non-Convertible Debentures	7.85	April 15, 2022	495.00	495.01	495.00	494.72
	b) 10.10% Non-Convertible Debentures	10.10	November 18, 2021	-	-	300.00	300.00
	c) 9.95% Non-Convertible Debentures	9.95	July 27, 2021	-	-	250.00	250.00
				495.00	**495.01**	**1,045.00**	**1,044.72**
	Unsecured						
	a) 7.50% Non-Convertible Debentures	7.50	April 23, 2023	150.00	149.59	150.00	149.26
	b) 7.95% Non-Convertible Debentures	7.95	June 5, 2023	300.00	297.93	300.00	296.42
				450.00	**447.52**	**450.00**	**445.68**
				945.00	**942.53**	**1,495.00**	**1,490.40**
	Term Loan from Banks						
	Secured (Refer Footnote (iv))				-		834.65
					-		**834.65**
	Term Loan from Others						
	Secured (Refer Footnote (v))				-		247.20
					-		**247.20**
					942.53		**2,572.25**
	Less: Current maturities of Long-term borrowings				495.01		638.00
					447.52		**1,934.25**
(b)	**Short-term borrowings**						
	Short-Term Borrowings from Related Parties (Refer Note 42)				-		15.00
	Current maturities of long-term borrowings				495.01		638.00
					495.01		**653.00**
	Total Borrowings				**942.53**		**2,587.25**

Footnotes:

(i) Non-Convertible Debentures – Secured include:

a) 4,950, 7.85% Secured Non-Convertible Debentures of ₹10 lakhs each aggregating ₹495 crores, allotted on January 20, 2017 are repayable at par after the end of 5 years and 3 months from the date of allotment i.e on April 13, 2022. This has been classified under current maturities of long-term borrowings.

b) 3,000, 10.10% Secured Non-Convertible Debentures of ₹10 lakhs each aggregating ₹300 crores, allotted on November 18, 2011 have been fully redeemed on due date i.e. November 18, 2021. In the previous year, this was classified under current maturities of long-term borrowings.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 16 : Borrowings (contd.)

c) 2,500, 9.95% Secured Non-Convertible Debentures of ₹10 lakhs each aggregating ₹250 crores, allotted on July 27, 2011 have been fully redeemed on due date i.e. July 27, 2021. In the previous year, this was classified under current maturities of long-term borrowings.

(ii) The Secured Non-Convertible Debentures are rated, listed and secured by a *pari passu* first charge on a hotel property of the Company.

(iii) **Non-Convertible Debentures – Unsecured include:**

a) 1,500, 7.50% Unsecured Non-Convertible Debentures of ₹10 lakhs each aggregating ₹150 crores, allotted on April 23, 2020 are repayable at par on April 23, 2023 i.e at the end of 3rd year from the date of allotment.

b) 3,000, 7.95% Unsecured Non-Convertible Debentures of ₹10 lakhs each aggregating ₹300 crores, allotted on June 05, 2020 are repayable at par on June 05, 2023 i.e at the end of 3rd year from the date of allotment.

c) During the year, the Company issued 2,500, 6.70% Unsecured Non-Convertible Debentures of ₹10 lakhs each aggregating ₹250 crores, allotted on July 07, 2021. These Debentures were repayable at par on July 06, 2024 i.e at the end of 3rd year from the date of allotment and had Call Option after every six months from the date of allotment. The Company exercised the Call option and the unsecured Non-Convertible Debentures have been fully redeemed on January 07, 2022.

(iv) **Term Loan from Banks (Secured) include:**

a) Secured term loan from a bank has been fully prepaid/paid during the year (Previous year – ₹475 crores). In the previous year, the current maturity of the said loan amounting to ₹50 crores was classified under current maturities of long-term borrowings. This loan was linked to MCLR of the bank and carried an average interest rate of 7.80%. The Company had created partial charge, on *pari passu* basis, on certain identified immovable properties against this loan.

b) Secured term loan from a bank has been fully prepaid/paid during the year (Previous year – ₹361 crores). In the previous year, the current maturity of the said loan amounting ₹38 crores was classified under current maturities of long-term borrowings. This loan was linked to MCLR of the bank and carried an average interest rate of 7.50%. The Company had created charge, on *pari passu* basis, on certain identified immovable properties against this loan.

(v) **Term Loan from Others (Secured) include:**

Secured term loan from a Financial Institution has been fully prepaid during the year (Previous year ₹250 crores).

vi) **Disclosure of changes in liabilities arising from financing activities (read with cash flow statement)**

This section sets out an analysis of net debt and the movement in net debt for each of the periods presented below.

Financial liability statement

(₹ crores)

		March 31, 2022	March 31, 2021
a)	**Net debt**		
	Cash and cash equivalents	640.28	33.32
	Current investments	896.84	374.39
	Bank Balances (Excluding Earmarked balances)	363.73	5.10
	Total Liquid investment (a)	**1,900.85**	**412.81**
	Long-term borrowings (including current maturities shown under Other Current financial liabilities)	942.53	2,572.25
	Short-term borrowings	-	15.00
	Gross Debt (b)	**942.53**	**2,587.25**
	Net Debt ((b) – (a))	**(958.32)**	**2,174.44**
b)	**Other financial liabilities**		
	Liability on derivative contracts	-	152.62
	Interest accrued but not due/Unclaimed interest	40.60	70.18
	Total Other financial liabilities	**40.60**	**222.80**
	Grand Total	**(917.72)**	**2,397.24**

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 16 : Borrowings (contd.)

(₹ crores)

	Liquid Assets			Liabilities from Financing activities				
	Cash and cash equivalents	Bank Balances (Excluding Earmarked balances)	Current Investments	Gross Debt	Net Debt	Derivatives	Interest accrued but not due/ Unclaimed interest	Total
	(a)	(b)	(c)	(d)	(e) = (d)-(a)-(b)-(c)	(f)	(g)	(h) = (e)+(f)+(g)
Net Debt as at April 1, 2020	131.47	15.15	408.72	1,938.65	1,383.31	177.22	53.57	1,614.10
Cash flows	(98.15)	(10.05)	(42.16)	656.00	806.36	0.40	-	806.76
Interest/Other Borrowing Cost	-	-	-	2.23	2.23	-	197.52	199.75
Interest/Other Borrowing Cost paid	-	-	-	(9.63)	(9.63)	-	(180.88)	(190.51)
Transferred to IEPF	-	-	-	-	-	-	(0.03)	(0.03)
Other non-cash movements:								
Fair value adjustments realised/ unrealised	-	-	7.83	-	(7.83)	(25.00)	-	(32.83)
Net Debt as at March 31, 2021	**33.32**	**5.10**	**374.39**	**2,587.25**	**2,174.44**	**152.62**	**70.18**	**2,397.24**
Cash flows	606.96	358.63	515.19	(1,651.00)	(3,131.78)	(146.33)	-	(3,278.11)
Interest/Other Borrowing Cost	-	-	-	8.56	8.56	-	190.07	198.63
Interest/Other Borrowing Cost paid	-	-	-	(2.28)	(2.28)	-	(219.65)	(221.93)
Other non-cash movements:								
Fair value adjustments realised/ unrealised	-	-	7.26	-	(7.26)	(6.29)	-	(13.55)
Net Debt as at March 31, 2022	**640.28**	**363.73**	**896.84**	**942.53**	**(958.32)**	**-**	**40.60**	**(917.72)**

Note 17: Other Financial Liabilities

(₹ crores)

		March 31, 2022	March 31, 2021
(a)	**Other Non-Current financial liabilities**		
	Deposits from others		
	Unsecured	8.81	5.00
	Other Contractual Liabilities	20.22	18.72
		29.03	**23.72**
(b)	**Other Current financial liabilities**		
	Liability on derivative contracts	-	152.62
	Contract Liability towards Loyalty Programmes (Refer Note 34 (iii) (b))	38.94	47.57
	Other Contractual Liabilities	-	165.14
	Other Payables		
	Related Parties (Refer Note 42)	7.45	5.15
	Others	6.46	3.08
		13.91	**8.23**
	Deposits from others		
	Option Deposit (Secured)(Refer Footnote (iv))	-	71.10
	Unsecured	20.05	19.24
		20.05	**90.34**
Carried over		**72.90**	**463.90**

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 17: Other Financial Liabilities (contd.)

(₹ crores)

	March 31, 2022	March 31, 2021
Brought over	**72.90**	**463.90**
Interest accrued but not due on borrowings	40.60	70.18
Creditors for capital expenditure	24.45	14.29
Unclaimed dividend (Refer Footnote (ii))	1.26	1.06
Unclaimed matured deposits and interest accrued thereon (Refer Footnote (ii))	-	-
Unclaimed matured debentures and interest accrued thereon ₹25,153 (Previous year – ₹25,153) (Refer Footnote (ii))	-	-
Employee related liabilities	83.04	54.60
Others	65.17	46.51
	287.42	**650.54**

Footnotes:

(i) The fair value hierarchy and classification are disclosed in Note 36.

(ii) A sum of ₹ Nil (Previous year – ₹0.34 crores) due for transfer to the Investor Education and Protection Fund during the year has been transferred and there are no dues in this respect which have remained unpaid as at the Balance Sheet date.

(iii) For related party balances refer Note 42.

(iv) Pursuant to the exercise of the option for an existing contract, the deposit was fully refunded.

Note 18: Provisions

(₹ crores)

	March 31, 2022	March 31, 2021
(a) Non-Current provisions		
Employee Benefit Obligation		
Compensated absences	25.50	28.81
Gratuity (Refer Note 38)	8.92	6.24
Post-employment medical benefits (Refer Note 38)	6.87	6.84
Post-retirement pension (Refer Note 38)	21.10	20.14
	62.39	**62.03**
(b) Current provisions		
Employee Benefit Obligation		
Compensated absences	19.04	21.23
Post-employment medical benefits (Refer Note 38)	0.50	0.46
Post-retirement pension (Refer Note 38)	1.63	1.59
	21.17	**23.28**
Provision for disputed claims (Refer Footnote (i))	134.53	112.87
	155.70	**136.15**

Footnote:

(i) Provision for disputed claims includes the following:

(₹ crores)

	Opening Balance	Addition/ (Deletion)	Closing Balance
For taxes, levies and duties	**112.46**	**21.66**	**134.12**
	97.01	*15.45*	*112.46*
For contractual matters	**0.41**	**-**	**0.41**
	0.41	*-*	*0.41*
As at March 31, 2022	**112.87**	**21.66**	**134.53**
As at March 31, 2021	*97.42*	*15.45*	*112.87*

a) The above matters are under litigation/ negotiation and the ultimate outcome and timing of the cash flows, if any, cannot be currently determined.

b) Figures in italics are in respect of previous periods.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 19: Deferred Tax Liabilities (Net)

(₹ crores)

	March 31, 2022	March 31, 2021
Deferred Tax Liabilities:		
Property, plant and equipment & Intangible assets	286.53	292.71
Unamortised borrowing costs	0.62	2.20
Fair valuation changes of derivative contracts	-	0.27
Unrealised gain on equity shares carried at fair value through Other Comprehensive Income (Refer Footnote (i))	7.06	6.18
Gain/Loss on Fair Value of Non-equity Instruments - FVTPL	0.36	0.63
	294.57	**301.99**
Deferred Tax Assets:		
Provision for Employee Benefits	19.18	19.87
Allowance for doubtful debts/ advances	7.76	8.23
Unused tax losses (Business)	89.29	110.31
Fair valuation changes of derivative contracts	-	-
Right-of-Use assets (net of Lease Liabilities)	57.65	52.07
Unrealised loss on equity shares carried at fair value through Other Comprehensive Income (Refer Footnote (i))	7.06	6.18
Reward Points	8.72	11.89
Provision for disputed claims	9.18	4.77
Others	15.13	15.87
	213.97	**229.19**
	80.60	**72.80**

Footnotes:

(i) Deferred tax assets on account of changes in fair value of investments routed through OCI has been restricted to the extent of deferred tax liability on this account.

(ii) Refer Note 41 for detailed disclosures.

Note 20: Trade Payables

(₹ crores)

	March 31, 2022	March 31, 2021
Dues of small enterprises and micro enterprises (Refer Footnote (i) and (ii))	12.37	8.17
Dues of creditors other than small enterprises and micro enterprises:		
Vendor Payables	88.11	83.83
Accrued expenses and others	139.80	111.38
	227.91	**195.21**
	240.28	**203.38**

Footnotes:

(i) The amount due to Micro and Small Enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information collected by the Management.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 20: Trade Payables (contd.)

(ii) The disclosures relating to Micro and Small Enterprises are as under:

(₹ crores)

	March 31, 2022	March 31, 2021
a) The principal amount remaining unpaid to supplier as at the end of the accounting year	12.37	8.17
b) The interest due thereon remaining unpaid to supplier as at the end of the accounting year	-	-
c) The amount of interest paid in terms of Section 16, along with the amount of payment made to the supplier beyond the appointed day during the year	-	-
d) The amount of interest due and payable for the year	-	-
e) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
f) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

(iii) Trade Payables ageing schedule

	Outstanding for following periods from transaction date						
	Accrued Expenses	Not Due	Less than 1 year	1-2 years	2- 3 years	More than 3 years	Total
a) MSME	-	0.59	11.76	0.02	-	-	12.37
	-	*-*	*8.01*	*0.12*	*0.04*	*-*	*8.17*
b) Others	139.80	0.06	83.22	2.90	1.47	0.38	227.83
	111.38	*0.06*	*78.98*	*2.89*	*1.56*	*0.20*	*195.07*
c) Disputed dues – MSME	-	-	-	-	-	-	-
	-	*-*	*-*	*-*	*-*	*-*	*-*
d) Disputed dues - Others	-	-	-	-	-	0.08	0.08
	-	*-*	*-*	*0.05*	*-*	*0.09*	*0.14*
	139.80	0.65	94.98	2.92	1.47	0.46	240.28
	111.38	*0.06*	*86.99*	*3.06*	*1.60*	*0.29*	*203.38*

Figures in Italics are of the previous year

(iv) For related party balances refer Note 42.

Note 21: Other Current Liabilities

(₹ crores)

	March 31, 2022	March 31, 2021
Income received in advance (Refer Footnote (i))	37.61	25.00
Deferred Revenue (Refer Footnote (i))	34.67	58.28
Advances collected from customers (Refer Footnote (i))	116.77	94.90
Statutory dues (Refer Footnote (ii))	41.45	21.43
	230.50	**199.61**

Footnote:

(i) For detailed disclosure relating to Ind AS 115 - Revenue from Contracts with Customers refer Note 34 (iii).

(ii) Statutory dues includes amount payable towards indirect taxes, tax deducted at source and employee related dues.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 22: Revenue from Operations

(₹ crores)

	March 31, 2022	March 31, 2021
Room Income, Food, Restaurants and Banquet Income	1,562.66	873.35
Shop rentals	24.97	27.96
Membership fees	118.45	77.38
Management and operating fees	198.65	90.48
Other Operating Income	98.61	63.98
	2,003.34	**1,133.15**

Footnotes:

(i) For detailed disclosure relating to Ind AS 115 - Revenue from Contracts with Customers refer Note 34.

Note 23: Other Income

(₹ crores)

	March 31, 2022	March 31, 2021
Interest Income from financial assets at amortised cost		
Deposits with banks	5.31	4.45
Deposits with Related Parties (Refer Note 42)	1.18	1.11
Amortisation of Interest on security deposits	3.73	3.40
Others	0.31	23.44
	10.53	**32.40**
Interest on Income Tax Refunds	56.37	5.46
	66.90	**37.86**
Dividend Income from Investments		
- from Investments in Subsidiaries, Joint Ventures and Associates which are measured at cost	7.26	6.74
- from Investments that are fair valued through Other Comprehensive Income	0.16	0.69
- from Investments that are fair valued through Profit and Loss	-	-
	7.42	**7.43**
Profit on disposal of Property, plant and equipment (Net)	27.14	21.32
Gain on investments carried at fair value through statement of profit and loss	1.44	2.51
Profit on sale of Investments (Net)	5.82	5.32
Exchange Gain (Net)	0.24	-
Others (Refer Footnote)	40.12	36.08
	149.08	**110.52**

Footnote:

Includes waiver of lease payments of ₹16.45 crores (Previous year – ₹26.79 crores) on certain hotel properties/ office premises. Refer Note 2(i).

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 24: Food and Beverages Consumed

(₹ crores)

	March 31, 2022	March 31, 2021
Opening Stock	26.22	32.15
Add : Purchases	174.91	102.00
	201.13	**134.15**
Less : Closing Stock	28.14	26.22
	172.99	**107.93**

Note 25: Employee Benefit Expenses and Payment to Contractors

(₹ crores)

	March 31, 2022	March 31, 2021
Salaries, Wages, Bonus etc.	471.35	416.70
Company's Contribution to Provident and Other Funds (Refer Note 38)	33.88	27.16
Reimbursement of Expenses on Personnel Deputed to the Company	25.74	24.94
Payment to Contractors	34.05	29.27
Staff Welfare Expenses	59.46	40.57
	624.48	**538.64**

Footnote:

Employee benefit expenses of ₹0.07 crore (Previous year – ₹0.28 crores) to the extent attributable to construction or renovation of hotel buildings has been capitalised.

Note 26: Finance Costs

(₹ crores)

	March 31, 2022	March 31, 2021
Interest Expense at effective interest rate on borrowings which are measured at amortised cost	198.60	199.75
Add : Other borrowing costs	0.08	-
	198.68	**199.75**
Interest cost on Lease liability	85.63	82.40
On Tax Demands	12.39	6.43
Other interest costs	12.22	6.48
	308.92	**295.06**
Less : Interest Capitalised (Refer Footnote)	4.42	0.27
	304.50	**294.79**

Footnote:

The Company has capitalised the Interest cost on borrowings relating to certain qualifying assets under construction using capitalisation rate of 8.30% (Previous year – 8.43%).

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 27: Other Operating and General Expenses

(₹ crores)

	March 31, 2022	March 31, 2021
(i) Operating expenses consist of the following :		
Linen and Room Supplies	28.25	17.41
Catering Supplies	23.96	16.56
Other Supplies	6.54	6.21
Fuel, Power and Light (net)	145.50	109.17
Repairs to Buildings	34.92	23.91
Repairs to Machinery	46.84	33.12
Repairs to Others	8.12	3.89
Linen and Uniform Washing and Laundry Expenses	11.83	7.65
Security charges and Others	20.88	18.32
Guest Transportation	23.92	11.29
Travel Agents' Commission	37.62	22.89
Discount to Collecting Agents	17.56	9.58
Other Operating Expenses	41.78	17.35
	447.72	**297.35**
(ii) General expenses consist of the following :		
Rent	26.86	23.80
Lease cost (Refer Footnote (ii) and Note 35)	66.02	37.42
Rates and Taxes	55.02	45.23
Insurance	12.68	13.17
Advertising and Publicity	47.56	27.63
Printing and Stationery	4.89	3.55
Passage and Travelling	2.47	1.49
Provision for Doubtful Debts/ Bad debts written off	2.93	9.07
Expenditure on Corporate Social Responsibility (Refer Footnote (iii))	1.87	14.26
Professional Fees	29.28	22.58
Outsourced Support Services	43.03	39.48
Exchange Loss (Net)	-	0.40
Payment made to Statutory Auditors (Refer Footnote (iv))	3.60	3.62
Directors' Remuneration, Fees and Commission	2.50	1.69
Other Expenses (Refer Footnote (v))	71.17	42.74
	369.88	**286.13**
	817.60	**583.48**

Footnotes:

(i) The following direct expenses incurred during the year and to the extent attributable to construction or renovation of hotel buildings have been capitalised:

(₹ crores)

	March 31, 2022	March 31, 2021
Fuel, power and light	-	0.20
	-	**0.20**

(ii) Lease cost include ₹6.16 crores (Previous year – ₹6.21 crores) towards amortisation of Lease premium on account of measurement of interest free refundable security deposits at amortised cost.

(iii) The gross amount required to be spent by the Company during the year is ₹1.87 crores (Previous year – ₹7.60 crores). The Company has spent ₹1.87 crores (Previous year – ₹17.26 crores) on projects other than construction/acquisition of assets. The entire amount has been disbursed/ committed prior to the end of the financial year. Out of the excess amount spent, the Company has carried forward ₹ Nil (Previous year – ₹3.00 crores) to next years to offset against the mandatory spend in subsequent 3 years.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 27: Other Operating and General Expenses (contd.)

(₹ crores)

	March 31, 2022	March 31, 2021
Details of Expenditure on Corporate Social Responsibility:		
(a) Gross amount required to be spent by the Company during the year	1.87	7.60
(b) Amount approved by the Board to be spent during the year	1.87	7.60
(c) Amount spent during the year on:		
CSR Project or Activities identified		
(i) Amount from previous year balance carried forward	3.00	-
(ii) Building Livelihoods	-	0.60
(iii) Supporting Education	-	0.81
(iv) Being a Responsible Neighbour	-	1.22
(v) Covid-19 Relief and support	-	14.27
(vi) Other administrative overheads	-	0.36
	3.00	**17.26**
Less: Excess amount spent carried forward to next year	1.13	3.00
Total	**1.87**	**14.26**
(d) Amount unspent	Nil	Nil

(iv) Payment made to Statutory Auditors:

(₹ crores)

	March 31, 2022	March 31, 2021
As auditors	2.82	2.82
As tax auditors	0.48	0.48
For other services	0.14	0.11
For out-of pocket expenses	0.15	0.18
GST on above [Net of credit availed – ₹0.64 crore (Previous year – ₹0.64 crore)]	0.01	0.03
	3.60	**3.62**

Excludes ₹2.10 crores (Previous year – ₹ Nil) adjusted against Securities Premium Account.

(v) Other expenses include Assets written off – ₹2.62 crores (Previous year – ₹3.27 crores).

Note 28: Exceptional Items

(₹ crores)

	March 31, 2022	March 31, 2021
Exceptional Items comprises the following:		
Change in fair value of derivative contracts	6.29	25.00
Provision for impairment of investment in subsidiaries that incurred losses (Refer Note 6(a), Footnote (iv))	(63.22)	(179.52)
Provision for impairment in the value of investment in a Joint Venture	-	(0.78)
	(56.93)	**(155.30)**

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 29:Capital Raised by the Company

a) During the year the Company has allotted 13,21,31,257 Rights Equity Shares of face value of ₹1 each at a price of ₹150 per Rights equity share (including securities premium of ₹149 per share) to the eligible equity shareholders of the Company as on record date for an amount aggregating ₹1981.97 crores on Rights Basis.

The Proceeds of the issue are utilised in accordance with the details set forth below:

(₹ crores)

Sr. No	Item Head	Amount as proposed in the Letter of Offer document dated 09.11.2021	Amount utilised	Amount unutilised amount as on 31.03.2022
1	Repayment, pre-payment or redemption, in full or part, of certain borrowings availed by the Company	1200.00	1200.00	-
2	Payment for the acquisition of 3,48,51,356 equity shares (aggregating 37.07% of the paid-up equity share capital) of Roots Corporation Limited from its existing shareholders, namely, Omega TC Holdings Pte Limited, Tata Capital Limited and Piem Hotels Limited	454.11	454.11	-
3	Part payment for the acquisition of 4,02,846 equity shares (aggregating 14.28% of the paid-up equity share capital) of ELEL from Excalibur	175.00	175.00	-
4	Investment in our step-down Subsidiary, namely, United Overseas Holding Inc. through our WOS namely IHOCO BV, for repayment or pre-payment of certain borrowings availed by such Subsidiary	75.00	75.00	-
5	General corporate purposes	66.63	66.50	-
6	Share Issue Expenses	11.36	11.36	-
	Total	**1982.10**	**1981.97**	**-**

*The total allotment of equity shares under the above Rights Issue is net of 8570 Equity Shares that have been kept in abeyance against custodian cases. Consequently, the Issue amount of ₹0.13 crores pertaining to such cases has been reduced from the General corporate purposes.

b) During the year ended March 31, 2022 the Company has issued 9,90,09,900 fully paid up equity shares equivalent to 7.5% of the then existing paid up equity capital of the Company to Qualified Institutional Buyers in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. These shares were issued at an issue price of ₹202 per share (including securities premium of ₹201 per share) for an aggregate consideration of ₹2,000 crores.

The Proceeds of the issue are utilised in accordance with the details set forth below:

Particulars	(₹ crores)
Gross QIP Proceeds	2000.00
Less: Issue Expenses	27.55
Net Proceeds	**1972.45**
Utilisation:	
Prepayment of borrowings	357.00
Investment as ICD to a Subsidiary Company	50.00
Total Utilisation	407.00
Balance deposited with banks and short-term liquid investments	**1565.45**

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 30: Investments in subsidiary

a) The Company had signed a binding agreement for acquisition of balance equity stake of 14.28% in ELEL Hotels & Investments Ltd ("ELEL"), a step down subsidiary, from its existing shareholders for a consideration of ₹250 crores payable in a phased manner on achievement of certain agreed milestones but not later than the end of December 2021. The final instalment of ₹175 crores was paid out of the proceeds of the Rights issue. Consequent to this acquisition, ELEL has become a wholly owned step down subsidiary of the Company effective December 28, 2021 and 100% leasehold owner of the landmark Sea rock hotel site.

b) The Board of Directors at its meeting on October 21, 2021 had approved the purchase of balance stake in Roots Corporation Limited ("RCL") aggregating to ~ 39.84% of the equity share capital of RCL from the existing shareholders of RCL, viz. Omega TC Holdings Pte Limited, Tata Capital Limited, Tata Investment Corporation Limited and Piem Hotels Limited, at an acquisition cost not exceeding ₹500 crores. The foregoing transaction will result in RCL becoming a wholly owned subsidiary of the Company. During the year, the Company has completed purchase of:

- 65,35,948 shares from PIEM Hotels Limited aggregating to ₹85.16 crores (~ 6.95 % of the equity share capital of RCL) out of the proceeds of the Rights issue
- 2,60,23,954 shares from Omega TC Holdings Pte Ltd aggregating to ₹339.09 crores (~ 27.68 % of the equity share capital of RCL)
- 22,91,454 share from Tata Capital Limited aggregating to ₹29.86 crores (~ 2.44 % of the equity share capital of RCL)

The acquisition of balance 26,14,379 shares (~ 2.78 % of the equity share capital of RCL) from Tata Investment Corporation Limited has been completed on April 26, 2022.

c) During the year, the Company has won bid for the development (including operation and maintenance) of two hotels – a 4 star hotel and a 3 star hotel in Kevadia, site of Statue of Unity, Gujarat. As per the bid condition, the successful bidder is required to incorporate new companies to incubate these projects. Accordingly, the Company has incorporated two companies namely Genness Hospitality Private Limited and Qurio Hospitality Private Limited by investing an initial sum of ₹7.23 crores and ₹5.15 crores respectively to acquire the lease rights of the site. Presently, these are wholly owned subsidiaries of IHCL. These projects are under development.

d) Additional disclosures under the regulatory requirement:

Investments made in the equity share capital of IHOCO B.V., our direct Wholly Owned Subsidiary (WOS) in the Netherlands during the year:

Date	Amount ($ Mn)	Amount (₹ crores)
April 15, 2021	7.00	52.62
August 18, 2021	3.10	23.04
December 21, 2021	10.00	75.59
Total	**20.10**	**151.25**

The above investment by the Company is made based on the prior approval from the Reserve Bank of India in compliance with the relevant provisions of the Foreign Exchange Management Act, 1999 and the Companies Act, 2013.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 30: Investments in subsidiary (contd.)

Investments made by IHOCO B.V. during the year:

Investee Company	Relationship with IHCL	Nature of Investment	Date	Amount ($mn)
United Overseas Holdings Inc	WOS in USA	Equity	April 16, 2021	5.00
Good Hope Palace Hotels Pty Ltd	WOS in South Africa	Equity	July 16, 2021	0.93
St James Court Hotel Ltd	Subsidiary in UK	Loan	July 30, 2021	0.63
United Overseas Holdings Inc	WOS in USA	Equity	December 22, 2021	10.00
Good Hope Palace Hotels Pty Ltd	WOS in South Africa	Equity	January 19, 2022	0.30
Total				**16.86**

The balance money in IHOCO BV will be utilised for making investments in the underlying subsidiary or for the general corporate purposes.

Note 31: Contingent Liabilities (to the extent not provided for) and Contingent Assets:

The Company is involved in a number of appellate, judicial and arbitration proceedings (including those described below) concerning matters arising in the course of conduct of the Company's businesses and is exposed to other contingencies arising from having issued guarantees to lenders of its subsidiaries and other entities. Some of these proceedings in respect of matters under litigation are in early stages, and in some other cases, the claims are indeterminate.

(a) On account of matters in dispute:

Amounts in respect of claims asserted by various revenue authorities on the Company, in respect of taxes, etc., which are in dispute, are as under:

(₹ crores)

	March 31, 2022	March 31, 2021
Income tax	153.72	208.67
Entertainment tax	2.22	2.22
Sales tax/State Value added tax	19.43	19.30
Property tax	225.61	206.65
Service tax	16.03	15.61
Licence Fees	22.50	-
Others	32.32	30.09

Footnote:

i) The above figures excludes interest demands of ₹90.36 crores (Previous year – ₹43.28 crores).

ii) In respect of Income Tax matters, the Company has ongoing disputes with Income Tax Authorities relating to treatment of certain items/ adjustments carried out by the Department. The Company's appeals are pending before various Appellate Authorities. Most of these disallowances/ adjustments, being repetitive in nature, have been raised by the income tax authorities consistently in most of the years. Cash outflows for the above are determinable only on receipt of judgements pending with various authorities/ Tribunals. The Company expects to sustain its position on ultimate resolution of the appeals.

iii) In respect of regulatory matters please refer Note 39.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 31: Contingent Liabilities (to the extent not provided for) and Contingent Assets: (contd.)

(b) On account of lease agreements:

In respect of a plot of land provided to the Company under a lease agreement, on which the Company has constructed a hotel, the lessor has made a claim of ₹577.43 crores to date, (13 times the previous annual rental) for increase in the rentals with effect from 2006-07. The Company believes these claims to be untenable. The Company has contested the claim based upon legal advice, by filing a suit in the Honourable High Court of Judicature at Bombay on grounds of the lessor's inconsistent stand on automatic renewal of lease, levy of lease rentals and method of computing such lease rent, within the terms of the then existing lessor's policy as also a Supreme Court judgement on related matters. Even taking recent enactments into consideration, in the opinion of the Company, the computation cannot stretch beyond ₹163.56 crores (excluding interest/penalty), and this too is being contested by the Company on merit.

Further, a "Notice of Motion" has been filed by the Company before the Honourable High Court of Judicature at Bombay, inter alia, for a stay against any further proceedings by the lessor, pending a resolution of this dispute by the Honourable Bombay High Court, and the Company has obtained a stay order from the court.

(c) Others:

Management is generally unable to reasonably estimate a range of possible loss for proceedings or disputes other than those included in the estimate above, including where:

(i) plaintiffs/parties have not claimed an amount of money damages, unless management can otherwise determine an appropriate amount;

(ii) the proceedings are in early stages;

(iii) there is uncertainty as to the outcome of pending appeals or motions or negotiations; and

(iv) there are significant factual issues to be resolved; and/or there are novel legal issues presented

The Company's management does not believe, based on currently available information, that the outcomes of the above matters will have a material adverse effect on the Company's financial position, though the outcomes could be material to the Company's operating results for any particular period, depending, in part, upon the operating results for such period. It is not practicable for the Company to estimate the timings of cash flows, if any, in respect of the above.

(d) Claims filed by the Company:

The Company had invested in a Greenfield Project in Guwahati, Assam which is eligible as "Mega Project" under the Industrial and Investment Policy of Assam, 2014 and is entitled to apply for the revenue grant under the Assam Industrial Policy. The Company had made application for the grant/subsidy which is essentially is the form of reimbursement of SGST and Luxury Tax paid for a period of 10 years upto a maximum of 150% of the original capital outlay.

The Company's application was processed by the Industries Department of State Government of Assam and "Eligibility and Entitlement Certificate" was issued by Commissioner of Taxes, Guwahati, Assam.

The Company has received ₹12.62 crores during the current financial year against the past years claim of ₹13.14 crores. During the current financial year, the Company further accrued ₹2.32 crores in the "Other Operating Income", of which ₹0.66 crores are received.

Note 32: Guarantees given

i) Guarantees/Letters of Comfort given by the Company in respect of loans obtained by the Company's subsidiaries and outstanding as on March 31, 2022 – ₹997.37 crores (Previous year – ₹411.58 crores).

ii) The Company has given letter of support to certain subsidiaries during the year.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 33: Capital Commitments

Commitments includes the amount of purchase order (net of advance) issued to parties for completion of assets. Estimated amount of contracts remaining to be executed on capital account net of capital advances and not provided for is ₹192.34 crores (Previous year – ₹215.86 crores).

Note 34: Revenue from contracts with customers

The Company's revenue primarily comprises of Revenue from Hotel operations, Management and Operating Fee and Membership fees income as tabulated below.

i) Details of revenue from contracts with customers recognised by the Company, net of indirect taxes in its Statement of Profit and Loss:

(₹ crores)

	March 31, 2022	March 31, 2021
Revenue from operations		
Revenue from contract with customers		
Room Revenue, Food & Beverages and Banquets	1562.66	873.35
Management fee	198.65	90.48
Membership fee	118.45	77.38
Other revenue from contract with customers	101.72	72.27
	1981.48	**1113.48**
Other operating revenue		
Export Incentive	-	0.44
Other revenue	21.86	19.23
	21.86	**19.67**
Total Revenue from operations	**2003.34**	**1133.15**

ii) Disaggregate Revenue

The following table presents Company revenue disaggregated by type of revenue stream and by reportable segment:

(₹ crores)

	March 31, 2022	March 31, 2021
Revenue based on geography		
Revenue from contract with customers		
India	1950.72	1102.79
Overseas	30.76	10.69
	1981.48	**1113.48**
Other Operating Revenue		
India	21.86	19.67
Overseas	-	-
	21.86	**19.67**
	2003.34	**1133.15**

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 34: Revenue from contracts with customers (contd.)

(₹ crores)

	March 31, 2022	March 31, 2021
Revenue based on product and services		
Revenue from contract with customers		
Room Revenue	848.19	471.55
Food & Beverages and Banquets	714.47	401.80
Management fee (including reimbursement)	198.65	90.48
Membership fee	118.45	77.38
Others revenue from contract with customers	101.72	72.27
	1981.48	**1113.48**
Other Operating Revenue		
Export Incentives	-	0.44
Other revenue	21.86	19.23
	21.86	**19.67**
	2003.34	**1133.15**

iii) Contract Balances

The contract liabilities primarily relate to the unredeemed customer loyalty points and the advance consideration received from customers for which revenue is recognised when the performance obligation is over/ services delivered.

a) Advance Collections is recognised when payment is received before the related performance obligation is satisfied. This includes advances received from the customer towards rooms/restaurant/banquets. Revenue is recognised once the performance obligation is met i.e. on room stay/ sale of food and beverage/provision of banquet services. It also includes membership fee received for Chambers Membership, Epicure membership and Spa and Health Club Memberships and disclosed as Income received in advance.

b) Loyalty programme liability represents the liability of the Company towards the points earned by the members.

(₹ crores)

	March 31, 2022	March 31, 2021
Contract liabilities		
Income received in advance	37.61	25.00
Deferred Revenue	34.67	47.28
Advances collected from customers	116.77	94.90
Loyalty programme liability	38.94	47.57
	227.99	**214.75**

Footnote: Considering the nature of business of the Company, the above contract liabilities are generally materialised as revenue within the same operating cycle.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 35: Leases – Ind AS 116

The Company has taken land and immovable properties on lease which are generally long-term in nature with varying terms, escalation clauses and renewal rights expiring within five to one hundred and ninety eight years. On renewal, the terms of the leases are renegotiated.

a) Total lease liabilities are analysed as under:

(₹ crores)

	March 31, 2022	March 31, 2021
Current *	24.42	24.21
Non-current	979.15	978.72
Total	**1003.57**	**1002.93**

* The Current Portion of the lease liability is excluding the interest component on the lease liability. Actual Lease Payments (including notional interest as per Ind AS 116) would be ₹96.12 crores. Refer note (b) below for the Maturity Analysis of the Lease Payments.

b) Exposure to future cash flows:

The following are the undiscounted contractual cash flows of lease liabilities. The payment profile has been based on management's forecasts and could in reality be different from expectations:

(₹ crores)

	March 31, 2022	March 31, 2021
Maturity analysis:		
Less than 1 year	96.12	93.47
Between 1 and 5 years	376.62	375.90
More than 5 years	6044.88	6104.86
Total	**6517.62**	**6574.23**

In addition, in certain circumstances the Company is committed to making additional lease payments that are contingent on the performance viz. gross operating profits, revenues etc. of the hotels that are being leased for which no lease liability has been recognised as it is contingent in nature.

c) Overall lease rentals (including provisions and amount adjusted against advances) for the year ended March 31, 2022 are as below:

(₹ crores)

	March 31, 2022	March 31, 2021
Minimum Lease Payments/ Fixed Rentals	65.60	62.13
Contingent rents	66.02	37.42
Total	**131.62**	**99.55**

The payment of lease liability as disclosed in the cash flow statement also includes payment towards interest.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 36. Financial Instruments measurements and disclosures

a) Financial instruments by category:

As on March 31, 2022

(₹ crores)

	FVTPL	FVTOCI	Amortised cost	Total carrying value
Financial assets:				
Measured at fair value				
Investments (Refer Footnote):				
Equity shares	-	413.32	-	413.32
Mutual fund units	896.84	-	-	896.84
Total	**896.84**	**413.32**	**-**	**1310.16**
Not measured at fair value				
Trade Receivables	-	-	218.50	218.50
Cash and cash equivalents	-	-	640.28	640.28
Other Balances with Banks	-	-	365.36	365.36
Loans	-	-	62.00	62.00
Security Deposits	-	-	99.68	99.68
Other financial assets	-	-	22.58	22.58
	-	**-**	**1408.40**	**1408.40**
Total	**896.84**	**413.32**	**1408.40**	**2718.56**
Financial liabilities:				
Not measured at fair value				
Borrowings	-	-	942.53	942.53
Lease Liabilities	-	-	1003.57	1003.57
Trade Payables including Creditors for capital expenditure	-	-	264.73	264.73
Deposits	-	-	28.86	28.86
Other financial liabilities	-	-	263.14	263.14
Total	**-**	**-**	**2502.83**	**2502.83**

Footnote:

The above excludes investments in subsidiaries, joint ventures and associates amounting to ₹4,463.36 crores. Also, refer Note 32 for guarantees given by the Company.

As on March 31, 2021

(₹ crores)

	FVTPL	FVTOCI	Amortised cost	Total carrying value
Financial assets:				
Measured at fair value				
Investments (Refer Footnote):				
Equity shares	-	463.01	-	463.01
Mutual fund units	374.39	-	-	374.39
Total	**374.39**	**463.01**	**-**	**837.40**
Not measured at fair value				
Trade Receivables	-	-	196.96	196.96
Cash and cash equivalents	-	-	33.32	33.32
Other Balances with Banks	-	-	6.66	6.66
Loans	-	-	9.58	9.58
Security Deposits	-	-	91.43	91.43
Other financial assets	-	-	382.99	382.99
	-	**-**	**720.94**	**720.94**
Total	**374.39**	**463.01**	**720.94**	**1558.34**

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 36: Financial Instruments measurements and disclosures (contd.)

(₹ crores)

	FVTPL	FVTOCI	Amortised cost	Total carrying value
Financial liabilities:				
Measured at fair value				
Derivative instruments	152.62	-	-	152.62
Not measured at fair value				
Borrowings	-	-	2591.79	2591.79
Lease Liabilities	-	-	1002.93	1002.93
Trade Payables including Creditors for capital expenditure	-	-	217.67	217.67
Deposits	-	-	95.34	95.34
Other financial liabilities	-	-	407.47	407.47
Total	**152.62**	**-**	**4315.20**	**4467.82**

Footnote:

The above excludes investments in subsidiaries, joint ventures and associates amounting to ₹3572.27 crores. Also, refer Note 32 for guarantees given by the Company.

b) Fair value hierarchy

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis, it also includes the financial instruments which are measured at amortised cost for which fair values are disclosed.

As on March 31, 2022

(₹ crores)

	Level 1	Level 2	Level 3	Total
Financial assets:				
Measured at fair value				
Investments:				
Equity shares	256.61	-	156.71	413.32
Mutual fund units	896.84	-	-	896.84
Total	**1,153.45**	**-**	**156.71**	**1,310.16**
Not measured at fair value (Refer Footnotes)				
Total	**1,153.45**	**-**	**156.71**	**1,310.16**
Financial liabilities:				
Not measured at fair value (Refer Footnotes)				
Borrowings				
Non-Convertible Debentures	-	955.54	-	955.54
Total	**-**	**955.54**	**-**	**955.54**

Footnotes:

(i) The Company has not disclosed the fair value of financial instruments such as trade receivables, trade payables, short-term loans, deposits etc. because their carrying amounts are a reasonable approximation of fair value.

(ii) The carrying amounts of the borrowings (excluding non-convertible debentures) that are not measured at fair value are reasonable approximation of fair value, as they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 36: Financial Instruments measurements and disclosures (contd.)

As on March 31, 2021

(₹ crores)

	Level 1	Level 2	Level 3	Total
Financial assets:				
Measured at fair value				
Investments:				
Equity shares	259.99	-	203.02	463.01
Mutual fund units	374.39	-	-	374.39
Total	**634.38**	**-**	**203.02**	**837.40**
Not measured at fair value (Refer Footnotes)				
Total	**634.38**	**-**	**203.02**	**837.40**
Financial liabilities:				
Measured at fair value				
Derivative instruments	-	152.62	-	152.62
Not measured at fair value (Refer Footnotes)				
Borrowings				
Non-Convertible Debentures	-	1541.10	-	1541.10
Total	**-**	**1693.72**	**-**	**1693.72**

Footnotes:

(i) The Company has not disclosed the fair value of financial instruments such as trade receivables, trade payables, short-term loans, deposits etc. because their carrying amounts are a reasonable approximation of fair value.

(ii) The carrying amounts of the borrowings (excluding non-convertible debentures) that are not measured at fair value are reasonable approximation of fair value, as they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

c) **Fair value hierarchy:**

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 includes listed equity instruments, traded debentures and mutual funds that have quoted price/ declared NAV. 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.

(b) **Level 2:** Level 2 hierarchy includes financial instruments that are not traded in an active market (for example, traded bonds/debentures, over the counter derivatives). The fair value in this hierarchy is determined using valuation techniques which maximise 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.

(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 Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 36: Financial Instruments measurements and disclosures (contd.)

d) **Inter level transfers:**

There are no transfers between levels 1 and 2 as also between levels 2 and 3 during the year.

e) **Valuation technique used to determine fair value**

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices for the equity instruments
- the fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves
- the fair value of non-convertible debentures is valued using FIMMDA guidelines.
- the fair value for the cross currency swaps/principal swap is determined using forward exchange rates at the balance sheet date
- the fair value of certain unlisted shares are determined based on the income approach or the comparable market approach. For these unquoted investments categorised under Level 3, their respective cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.
- the fair value of the remaining financial instruments is determined using the discounted cash flow analysis

f) **Reconciliations of level 3 fair values**

The following table shows reconciliation from the opening balances to closing balances for Level 3 fair values:

(₹ crores)

	Assets
	Equity Instruments
Balance as at April 1, 2020	**181.46**
Add: Shares purchased during the year	10.66
Net change in fair value (unrealised)	10.90
Balance as at March 31, 2021	**203.02**
Less: Shares sold during the year	(71.10)
Net change in fair value (unrealised)	24.79
Balance as at March 31, 2022	**156.71**

Note 37. Financial risk management

Risk management framework

The Company's Board of Directors has the overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established a Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The Committee reports regularly to the Board of Directors on its activities.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 37. Financial risk management (contd.)

The Company's risk management policies are established to identify and analyse the risk faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company's Audit Committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Audit Committee is assisted in its oversight role by the internal audit team. The internal audit team undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

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

- Credit risk;
- Liquidity risk;
- Market risk

a) Credit risk

Credit risk arises from the possibility that customers or counterparty to financial instruments may not be able to meet their obligations. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable. Credit risks arises from cash and cash equivalents, deposits with banks, financial institutions and others, as well as credit exposures to customers, including outstanding receivables.

The Company's policy is to place cash and cash equivalents and short-term deposits with reputable banks and financial institutions

The Company has established a credit policy under which each new customer is analysed individually for creditworthiness before entering into contract. Credit limits are established for each customer, reviewed regularly and any sales exceeding those limits require approval from the appropriate authority. There are no significant concentrations of credit risk within the Company.

b) 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 conditions, without incurring unacceptable losses or risking damage to Company's reputation.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Company does not breach borrowing limits or covenants on any of its borrowing facilities, Such forecasting takes into consideration the Company's debt financing plans, covenant compliance and compliance with internal statement of financial position ratio targets. Also refer note 46.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 37: Financial risk management (contd.)

i) Financing arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting period:

(₹ crores)

Particulars	March 31, 2022	March 31, 2021
Expiring within one year:		
Bank overdraft and Short-term loans	124.00	110.00
Long-term Bank loans	-	600.00
Total	**124.00**	**710.00**

The bank overdraft facilities may be drawn at any time by the Company.

The breakup of the borrowings into fixed and floating interest rates is as follows:

(₹ crores)

Particulars	March 31, 2022	March 31, 2021
Fixed interest rate	942.53	1490.40
Floating interest rate	-	1096.85
Total	**942.53**	**2587.25**

ii) Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual redemption premium payments on low coupon debentures.

(₹ crores)

March 31, 2022	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after	Total
Non-derivative financial liabilities:					
Borrowings (including redemption premium)	495.00	450.00	-	-	945.00
Trade and other payables	240.28	-	-	-	240.28
Interest on the borrowings	36.59	4.93	-	-	41.52
Other financial liabilities	287.42	8.81	20.22	-	316.45
Total	**1,059.29**	**463.74**	**20.22**	**-**	**1,543.25**
Lease liabilities	96.12	98.42	278.20	6,044.88	6,517.62
Financial guarantee contracts	48.96	746.81	128.24	35.40	959.41
Total financial liabilities	**1,204.37**	**1,308.97**	**426.66**	**6,080.28**	**9,020.28**

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 37: Financial risk management (contd.)

(₹ crores)

March 31, 2021	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after	Total
Non-derivative financial liabilities:					
Borrowings (including redemption premium)	653.00	600.86	1217.14	129.54	2600.54
Trade and other payables	217.67	-	-	-	217.67
Interest on the borrowings	190.00	118.06	150.09	20.42	478.57
Other financial liabilities	408.91	2.57	19.46	-	430.94
Total	**1,469.58**	**721.49**	**1,386.69**	**149.96**	**3,727.72**
Derivative financial liabilities	152.62	-	-	-	152.62
Lease liabilities	93.47	94.58	281.32	6104.86	6574.23
Financial guarantee contracts	155.45	38.79	195.39	21.95	411.58
Total financial liabilities	**1,871.12**	**854.86**	**1,863.40**	**6,276.77**	**10,866.15**

iii) Capital Risk Management

The Company manages its capital to ensure that it will be able to continue as a going concern. The structure is managed to maintain an investment grade credit rating, to provide ongoing returns to shareholders and to service debt obligations, whilst maintaining maximum operational flexibility.

Consistent with others in the industry, the Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by Equity. Net debt is calculated as total borrowings (including 'current and non-current term loans' as shown in the balance sheet) less cash and cash equivalents and current investments.

(₹ crores)

Particulars	Note	March 31, 2022	March 31, 2021
Borrowings	16	942.53	2,587.25
Less: Cash and cash equivalents	12	640.28	33.32
Less: Other Balances with Banks (Call and Short-term deposit accounts)	13	363.73	5.10
Less: Current Investments in mutual funds	6 (b)	896.84	374.39
Net debt/ (Net cash)		**(958.32)**	**2,174.44**
Equity	14/15	8,099.77	4,208.38
Gearing ratio		-	0.52

c) Market risk

Market risk is the risk that the changes in market prices such as foreign exchange rates, interest rates and equity prices 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 risk exposures within acceptable parameters, while optimising the return.

The Company uses derivatives to manage its exposure to foreign currency risk and interest rate risk. All such transactions are carried out within the guidelines set by the risk management committee.

i) Foreign Currency risk

The predominant currency of the Company's revenue and operating cash flows is Indian Rupees (INR). The Company's reported debt has an exposure to borrowings held in US dollars. Further, the Company has foreign currency exposure for its investments (equity and shareholder's loan) in its international subsidiaries. Movements in foreign exchange rates can affect the Company's reported profit, net assets.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 37: Financial risk management (contd.)

The Company's investment in foreign subsidiaries is offset partially by US dollar denominated derivative instruments and bank loan which mitigates the foreign currency risk arising from the subsidiary's net assets.

The Company uses interest rate swaps and currency swaps to hedge its exposure in foreign currency and interest rates. The information on derivative instruments is as follows:-

Derivative Instruments outstanding:

Nature of Derivative	March 31, 2022		March 31, 2021	
	Notional principal (US$ million)	Fair values (₹ crores)	Notional principal (US$ million)	Fair values (₹ crores)
Cross currency Interest rate Swap	-	-	55.17	152.62
Total	**-**	**-**	**55.17**	**152.62**

Sensitivity

This derivative instrument has been settled during the year. For the year ended March 31, 2021, every 3% depreciation in the exchange rate between the Indian rupee and US dollar, shall reduce the Company's profit before tax by approximately 1.54% and every 3% appreciation in the exchange rate between the Indian rupee and US dollar, shall increase the Company's profit before tax by approximately 2.39% respectively.

Un-Hedged Foreign currency exposure receivable/ (payable):

	March 31, 2022	March 31, 2021
Currency		
United States Dollar (Million)	(0.62)	(0.62)

Sensitivity

For the year ended March 31, 2022 and March 31, 2021, every 3% depreciation/ appreciation in the exchange rate between the Indian rupee and US dollar, shall affect the Company's profit before tax by approximately 0.52 % and 0.03 % respectively.

ii) Interest rate risk

The Company adopts a policy to hedge the interest rate movement in order to mitigate the risk with regards to floating rate linked loans based on the market outlook on interest rates. This is achieved partly by entering into fixed rate instruments and partly by borrowing at a floating rate and using interest rate swaps as hedges of the variability in cash flows attributable to interest rate risk.

The total borrowing at variable rate was ₹ Nil crores as at March 31, 2022 (Previous year – ₹1096.85 crores). The carrying value of the long-term debt approximates fair value since the current interest rate approximates the market rate.

iii) Other market price risks

The Company's exposure to equity securities price risk arises from investments held by the Company and classified in the balance sheet as fair value through Other Comprehensive Income. If the equity prices of quoted investments are 3% higher/ lower, the Other Comprehensive Income for the year ended March 31, 2022 would increase/decrease by 28.03% (for the year ended March 31, 2021: increase/ decrease by 3.73%).

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 37: Financial risk management (contd.)

d) Risk towards Global Pandemic COVID-19

Financial instruments carried at fair value as at March 31, 2022 is ₹1,310.16 crores (Previous year – ₹837.40 crores) and financial instruments carried at amortised cost as at March 31, 2022 is ₹1,408.40 crores (Previous year – ₹720.94 crores). A significant part of the financial assets are classified as Level 1 having fair value of ₹1,153.45 crores as at March 31, 2022 (Previous year – ₹634.38 crores). The fair value of these assets is marked to an active market which factors the uncertainties arising out of COVID-19. The financial assets carried at fair value by the Company are mainly investments in equity shares of listed entities wherein the uncertainties arising out of COVID-19 has already been factored by the stock market as at March 31, 2021 and liquid debt securities wherein no material volatility is expected.

Trade receivables of ₹218.50 crores as at March 31, 2022 (Previous year – ₹196.96 crores) forms a significant part of the financial assets carried at amortised cost. Trade receivables do not have any concentrated risk and the Company does expect to recover these outstanding in due course. Further, adequate credit loss provision has been created based on the policy of the Company. The Company has specifically evaluated the potential impact with respect to customers in Airline and Travel Agents segments which could have an immediate impact though the outstanding is not significant. Further, the Company expects that there could be some delay in payments from trade receivables, over and above the credit cycle. Basis the management's internal assessment and the provisioning policy of the Company, the allowance for doubtful trade receivables of ₹28.80 crores as at March 31, 2022 (Previous year – ₹26.49 crores) is considered adequate.

Note 38: Employee Benefits

(a) The Company has recognised the following expenses as defined contribution plan under the head "Company's Contribution to Provident Fund and Other Funds" (net of recoveries):

(₹ crores)

	March 31, 2022	March 31, 2021
Provident Fund	9.16	9.84
Superannuation Fund	3.66	4.15
Total	**12.82**	**13.99**

(b) The Company operates post retirement defined benefit plans as follows:-

a. **Funded :**

i. Provident Fund

ii. Post Retirement Gratuity

iii. Pension to Employees – Post retirement minimum guaranteed pension scheme for certain categories of employees, which is funded by the Company and the employees.

b. **Unfunded :**

i. Pension to Executive Directors and Employees – Post retirement minimum guaranteed pension scheme for select existing and retired executive directors and certain categories of employees, which is unfunded.

ii. Post Employment Medical Benefits to qualifying employees

(c) Provident Fund:

The Company operates Provident Fund Scheme through a Trust – 'The Indian Hotels Company Limited Employees Provident Fund' ('the Plan'), set up by the Company and for certain categories contributions are made to State Plan.

The Plan guarantees minimum interest at the rate notified by the Provident Fund Authorities. The contribution by the employer and employee together with the interest accumulated thereon are payable to employees at the time of

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 38: Employee Benefits (contd.)

separation from the Company or retirement, whichever is earlier. The benefit vests immediately on rendering of the services by the employee. In terms of the guidance note issued by the Institute of Actuaries of India for measurement of provident fund liabilities, the actuary has provided a valuation of provident fund liability and based on the assumptions provided below, there is no shortfall as at March 31, 2021 and March 31, 2020.

The details of fund and plan asset position are given below:

(₹ crores)

	March 31, 2022	March 31, 2021
Plan Assets as at period end	743.61	687.57
Present Value of Funded Obligation at period end	702.70	687.57
Amount recognised in the Balance Sheet	-	-
Amount not recognised due to asset ceiling	40.91	-

Assumptions used in determining the present value obligation of the interest rate guarantee under the Deterministic Approach:

	March 31, 2022	March 31, 2021
Guaranteed Rate of Return	8.10%	8.50%
Discounted Rate for remaining term to Maturity of Investment	6.80%	6.80%
Expected Rate of Return on Investment	8.45%	8.70%

The Company contributed ₹11.30 crores and ₹11.80 crores towards provident fund to the Plan during the year ended March 31, 2022 and March 31, 2021 respectively and the same has been recognised in the statement of profit and loss.

In light of the Supreme Court judgement dated February 28, 2019 regarding the definition of wages for calculation of Provident fund contribution, the Company as advised, on a prudent basis, has provided for the liability prospectively from date of judgement.

(d) Pension Scheme for Employees:

The Company has formulated a funded pension scheme for certain employees. The actuarial liability arising on the above, after allowing for employees' contribution is determined as at the year end, on the basis of uniform accrual benefit, with demographic assumptions taken as Nil.

(e) The above defined benefit plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to government security yields prevailing as at the Balance Sheet date. If the return on plan asset is below this rate, it will create a plan deficit. The current plan has a relatively balanced mix of investments in equity, government securities, bonds and other debt instruments. Due to the long-term nature of the plan liabilities, the Trustees of the Fund consider it appropriate that a reasonable portion of the plan assets should be invested in equity securities to leverage the return generated by the Fund.
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 38: Employee Benefits (contd.)

Defined Benefit Plans – As per Actuarial Valuation on March 31, 2022:-

(i) Amount to be recognised in Balance Sheet and movement in net liability

(₹ crores)

	Gratuity Funded	Post Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff Funded
Present Value of Funded Obligations	**194.07**	-	-	-	**8.05**
	197.71	-	-	-	*8.08*
Present Value of Unfunded Obligations	-	**7.37**	**2.56**	**20.17**	-
	-	*7.30*	*3.30*	*18.44*	-
Fair Value of Plan Assets	**185.15**	-	-	-	**11.33**
	191.47	-	-	-	*11.18*
Amount not recognised due to asset limit	-	-	-	-	**1.11**
	-	-	-	-	*1.05*
Net (Asset)/Liability	**8.92**	**7.37**	**2.56**	**20.17**	**(2.16)**
	6.24	*7.30*	*3.30*	*18.44*	*(2.05)*

(ii) Expenses recognised in the Statement of Profit and Loss

(₹ crores)

	Gratuity Funded	Post Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff Funded
Current Service Cost	**10.85**	**0.10**	**0.14**	-	**0.15**
	11.30	*0.11*	*0.20*	-	*0.17*
Past service Cost	-	-	-	**1.31**	-
	-	-	-	-	-
Interest Cost	**(0.09)**	**0.48**	**0.20**	**1.24**	**(0.14)**
	1.34	*0.47*	*0.24*	*1.20*	*(0.11)*
Total	**10.76**	**0.58**	**0.34**	**2.55**	**0.01**
	12.64	*0.58*	*0.44*	*1.20*	*0.06*

Footnote:

Amount charged to the Statement of Profit and Loss in respect of gratuity is net of recovery ₹1.04 crores (Previous year – ₹1.02 crores).

(iii) Expenses recognised in Other Comprehensive Income (OCI)

(₹ crores)

	Gratuity Funded	Post Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff Funded
Remeasurements due to actuarial loss/ (gain) arising from:					
Changes in financial assumptions	-	-	-	-	-
	(1.88)	*(0.11)*	*(0.06)*	*(0.25)*	*(0.09)*
Changes in demographic assumptions	-	-	-	-	-
	-	-	-	-	-
Experience adjustments	**(5.45)**	**(0.17)**	**0.42**	**0.72**	**(0.03)**
	(5.11)	*(0.31)*	*0.18*	*0.10*	*(0.19)*
Actual return on plan assets less interest on plan assets	**(2.63)**	-	-	-	**(0.00)**
	(27.17)	-	-	-	*(0.24)*
Adjustment to recognise the effect of asset ceiling	-	-	-	-	**0.01**
	-	-	-	-	*0.16*
Total	**(8.08)**	**(0.17)**	**0.42**	**0.72**	**(0.04)**
	(34.16)	*(0.42)*	*0.12*	*(0.15)*	*(0.36)*

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 38: Employee Benefits (contd.)

(iv) Reconciliation of Defined Benefit Obligation

(₹ crores)

	Gratuity Funded	Post Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff Funded
Opening Defined Benefit Obligation	**197.71**	**7.30**	**2.96**	**18.44**	**8.08**
	203.51	*7.35*	*3.62*	*18.58*	*8.26*
Current Service Cost	**10.85**	**0.10**	**0.14**	-	**0.15**
	11.30	*0.11*	*0.20*	-	*0.17*
Past Service Cost	-	-	-	**1.31**	-
	-	-	-	-	-
Interest Cost	**11.97**	**0.48**	**0.20**	**1.24**	**0.52**
	12.18	*0.47*	*0.24*	*1.20*	*0.53*
Remeasurements due to actuarial loss/ (gain) arising from:					
Changes in financial assumptions	-	-	-	-	-
	(1.88)	*(0.11)*	*(0.06)*	*(0.25)*	*(0.09)*
Changes in demographic assumptions	-	-	-	-	-
	-	-	-	-	-
Experience adjustments	**(5.45)**	**(0.17)**	**(0.42)**	**0.72**	**(0.03)**
	(5.11)	*(0.31)*	*0.18*	*0.10*	*(0.19)*
Benefits Paid	**(21.01)**	**(0.34)**	**(0.32)**	**(1.54)**	**(0.68)**
	(22.29)	*(0.21)*	*(0.88)*	*(1.19)*	*(0.60)*
Liabilities assumed/(settled)	-	-	-	-	-
	-	-	-	-	-
Closing Defined Benefit Obligation	**194.07**	**7.37**	**2.56**	**20.17**	**8.05**
	197.71	*7.30*	*3.30*	*18.44*	*8.08*

(v) Reconciliation of Fair Value of Plan Assets

(₹ crores)

	Gratuity Funded	Post Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff Funded
Opening Fair Value of Plan Assets	**191.47**	-	-	-	**11.18**
	175.76	-	-	-	*10.73*
Interest on Plan Assets	**12.06**	-	-	-	**0.73**
	10.83	-	-	-	*0.69*
Remeasurements due to:					
Actual return on plan assets less interest on plan assets	**2.63**	-	-	-	-
	27.17	-	-	-	*0.23*
Contribution by Employer	-	**0.34**	**0.32**	**1.54**	**0.09**
	-	*0.21*	*0.88*	*1.19*	*0.13*
Benefits Paid	**(21.01)**	**(0.34)**	**(0.32)**	**(1.54)**	**(0.68)**
	(22.29)	*(0.21)*	*(0.88)*	*(1.19)*	*(0.60)*
Assets acquired/(settled)	-	-	-	-	-
	-	-	-	-	-
Closing Fair Value of Plan Assets	**185.15**	-	-	-	**11.33**
	191.47	-	-	-	*11.18*
Expected Employer's contribution/ outflow next year	**15.00**	-	-	-	-
	15.00	-	-	-	-

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 38: Employee Benefits (contd.)

(vi) Actuarial Assumptions

	Gratuity Funded	Post Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff Funded
Discount rate (p.a.) in %	**6.80%**	**6.80%**	**6.80%**	**6.80%**	**6.80%**
	6.80%	*6.80%*	*6.80%*	*6.80%*	*6.80%*
Salary Escalation Rate (p.a.) in %	**4%-5%**	-	**4.00%**	-	-
	4%-5%	-	*4.00%*	-	-
Pension Escalation Rate (p.a.) in %	-	-	-	**4.00%**	-
	-	-	-	*4.00%*	-
Annual increase in healthcare costs (p.a.) in %	-	**6.00%**	-	-	-
	-	*6.00%*	-	-	-
Mortality Table *					
Mortality table in service	**Table 1**	**Table 1**	**Table 1**	**NA**	**NA**
	Table 1	*Table 1*	*Table 1*	*NA*	*NA*
Mortality table in retirement	**NA**	**Table 2**	**Table 2**	**Table 2**	**Table 2**
	NA	*Table 2*	*Table 2*	*Table 2*	*Table 2*

* Table 1 – Indian Assured Lives Mortality (2012-14) Ult table

Table 2 – UK Published S1PA Mortality table

(vii) Disaggregation of Plan Assets (Managed by an Insurance Company)

a) Gratuity Funded

	March 31, 2022				March 31, 2021			
	Quoted (₹ crores)	Unquoted (₹ crores)	Total (₹ crores)	%	Quoted (₹ crores)	Unquoted (₹ crores)	Total (₹ crores)	%
Government Debt Instruments	72.83	-	72.83	39%	93.52	-	93.52	49%
Other Debt Instruments	48.80	-	48.80	27%	52.31	-	52.31	27%
Other Equity Instruments	35.92	-	35.92	19%	33.01	-	33.01	17%
Others	26.85	0.75	27.60	15%	12.17	0.46	12.63	7%
Total	**184.40**	**0.75**	**185.15**	**100%**	**191.01**	**0.46**	**191.47**	**100%**

b) Pension Staff Funded

	March 31, 2022				March 31, 2021			
	Quoted (₹ crores)	Unquoted (₹ crores)	Total (₹ crores)	%	Quoted (₹ crores)	Unquoted (₹ crores)	Total (₹ crores)	%
Government Debt Instruments	6.63	-	6.63	59%	4.72	-	4.72	42%
Other Debt Instruments	3.26	-	3.26	29%	3.60	-	3.60	32%
Other Equity Instruments	0.98	-	0.98	8%	0.21	-	0.21	2%
Others	-	0.46	0.46	4%	-	2.65	2.65	24%
Total	**10.87**	**0.46**	**11.33**	**100%**	**8.53**	**2.65**	**11.18**	**100%**

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 38: Employee Benefits (contd.)

(viii) Sensitivity Analysis (for each defined benefit plan)

March 31, 2022	Gratuity		Pension Top up		Pension Staff Funded		
	March 31, 2022		March 31, 2022		March 31, 2022		
	Discount rate	Salary Escalation rate	Discount rate	Life Expectancy	Discount rate	Life Expectancy	Pension rate
	(%)	(%)	(%)	(%)	(%)	(%)	(%)
Impact of increase in 50 bps on DBO	(3.04)	3.28	(5.81)		(3.47)		
Impact of decrease in 50 bps on DBO	3.22	(3.11)	6.35		3.73		
Impact of life expectancy 1 year decrease				(1.90)			
Impact of life expectancy 1 year Increase				1.82			

	Post- Employment Medical Benefits Unfunded			Pension Director Unfunded		
	March 31, 2022			March 31, 2022		
	Discount rate	Life Expectancy	Health care Cost	Discount rate	Life Expectancy	Pension rate
	(%)	(%)	(%)	(%)	(%)	(%)
Impact of increase in 50 bps on DBO	(4.58)			(4.04)		
Impact of decrease in 50 bps on DBO	4.98			4.36		
Impact of life expectancy 1 year decrease		(3.74)			(5.47)	
Impact of life expectancy 1 year Increase		3.55			5.26	
Defined benefit obligation on pension decrease rate minus 100 bps						(8.07)
Defined benefit obligation on pension increase rate plus 100 bps						9.24
Defined benefit obligation on healthcare costs rate minus 100 bps			(4.32)			
Defined benefit obligation on healthcare costs rate plus 100 bps			5.05			

Sensitivity Analysis (for each defined benefit plan)

March 31, 2021	Gratuity		Pension Top up		Pension Staff Funded		
	March 31, 2021		March 31, 2021		March 31, 2021		
	Discount rate	Salary Escalation rate	Discount rate	Life Expectancy	Discount rate	Life Expectancy	Pension rate
	(%)	(%)	(%)	(%)	(%)	(%)	(%)
Impact of increase in 50 bps on DBO	(3.04)	3.29	(6.08)		(3.58)		
Impact of decrease in 50 bps on DBO	3.23	(3.12)	6.65		3.85		
Impact of life expectancy 1 year decrease				(1.90)			
Impact of life expectancy 1 year Increase				1.82			

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 38: Employee Benefits (contd.)

	Post- Employment Medical Benefits Unfunded			Pension Director Unfunded		
	March 31, 2021			March 31, 2021		
	Discount rate	Life Expectancy	Health care Cost	Discount rate	Life Expectancy	Pension rate
	(%)	(%)	(%)	(%)	(%)	(%)
Impact of increase in 50 bps on DBO	(4.68)			(4.37)		
Impact of decrease in 50 bps on DBO	5.10			4.72		
Impact of life expectancy 1 year decrease		(3.61)			(4.19)	
Impact of life expectancy 1 year Increase		3.43			4.04	
Defined benefit obligation on pension decrease rate minus 100 bps						(8.70)
Defined benefit obligation on pension increase rate plus 100 bps						10.02
Defined benefit obligation on healthcare costs rate minus 100 bps			(4.45)			
Defined benefit obligation on healthcare costs rate plus 100 bps			5.23			

(ix) Movement in Asset Ceiling

(₹ crores)

	March 31, 2022	March 31, 2021
Opening value of asset ceiling	1.05	0.84
Interest on Opening balance of asset ceiling	0.07	0.05
Remeasurement due to:		
Change in Surplus/(deficit)	0.01	0.16
Closing value of asset ceiling	**1.11**	**1.05**

Footnote: Figures in italics under (i) to (vi) are of the previous year.

(x) Expected future benefit payments:

(₹ crores)

	Gratuity	Post-Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff funded
Within one year	**39.17**	**0.50**	**0.05**	**1.63**	**0.85**
	43.31	0.46	-	1.26	0.77
Between one and five years	**75.76**	**2.11**	**2.08**	**6.44**	**3.22**
	76.04	2.06	2.11	5.34	3.03
After five years	**212.01**	**14.57**	**1.36**	**33.53**	**11.07**
	214.38	14.85	2.09	33.60	11.54
Weighted average duration of the Defined Benefit Obligation (in years)	**6.26**	**9.54**	**3.92**	**8.40**	**6.84**
	6.27	9.77	12.85	9.08	7.05

Due to the restrictions in the type of investments that can be held by the gratuity and pension fund as per the prevalent regulations, it is not possible to explicitly follow an asset-liability matching strategy to manage risk actively.

The estimate of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotions and other relevant factors. The above information has been certified by the actuary and has been relied upon by the Auditors.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 38: Employee Benefits (contd.)

Code on Social Security, 2020:

The date of implementation of the Code on Social Security, 2020 ('the Code') relating to employee benefits is yet to be notified by the Government and when implemented will impact the contributions by the Company towards benefits such as Provident Fund, Gratuity etc. The Company will assess the impact of the Code and give effect in the financial results when the Code and Rules thereunder are notified.

Note 39: Other regulatory matters

The Company, on a review of its foreign operations had, in the past, made voluntary disclosures to the appropriate regulator, of what it considered to be possible irregularities, in relation to foreign exchange transactions relating to the period prior to 1998. Arising out of such disclosures, the Company received show cause notices and the Company had replied to the notices. Prior to 2018, the Company has received adjudication cum demand of ₹10.89 crores on certain matters which has been disputed by the Company. This has been disclosed as Contingent Liability. The Company has filed appeal against the adjudication cum demand, and the appeal is pending. During the financial year 2018-19, the Company received adjudication cum demand aggregating ₹1.12 crores on three other matters being contested. The Company has filed appeals against these adjudication cum demand orders and the same are pending. For the balance Show Cause Notices, adjudication proceedings are pending.

Note 40: Deposits and Advances in the nature of loans to Subsidiaries, Joint Ventures and Associates

(₹ crores)

Particulars	Maximum amount outstanding during the year	Balance Outstanding as on March 31, 2022	Maximum amount outstanding during the previous year	Balance Outstanding as on March 31, 2021
Subsidiaries				
Ideal Ice Limited	12.00	12.00	-	-
Roots Corporation Limited	50.00	50.00	-	-
Joint Ventures				
Taj Karnataka Hotels & Resorts Ltd.	5.35	-	5.35	5.05
Associates				
Taida Trading and Industries Ltd.	7.70	-	7.70	7.70

Note 41: Tax Disclosures

i) Income Tax recognised in the Statement of Profit and Loss:

(₹ crores)

Particulars	March 31, 2022	March 31, 2021
Current Tax		
In respect of the current year	-	-
In respect of earlier years	1.49	-
	1.49	**-**
Deferred Tax		
In respect of the current year	5.85	(115.50)
In respect of earlier years	-	-
	5.85	**(115.50)**
Total tax expense recognised in the current year relating to continuing operations	**7.34**	**(115.50)**

The Company reviews its income tax treatments in order to determine its impact on the financial statements. As a practice, where the interpretation of income tax law is not clear, management relies on the some or all of the following factors to determine the probability of its acceptance by the tax authority:

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 41: Tax Disclosures (contd.)

- Strength of technical and judicial argument and clarity of the legislation;
- Past experience related to similar tax treatments in its own case;
- Legal and professional advice or case law related to other entities.

After analysing above factors for each of such uncertain tax treatments, where the Company expects that the probability to sustain its position on ultimate resolution of such uncertain tax treatment is remote, the Company ensures that such uncertain tax positions are adequately provided for in the Company's financial Statements.

ii) A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the profit before tax is summarised below:

(₹ crores)

Particulars	March 31, 2022	March 31, 2021
Profit/ (Loss) before tax from continuing operations (a)	(27.11)	(640.28)
Income tax rate as applicable (b)	25.17%	25.17%
Calculated taxes based on above, without any adjustments for deductions [(a) x (b)]	(6.82)	(161.15)
Permanent tax differences due to:		
Effect of income that are not taxable in determining taxable profit	(10.84)	(5.80)
Effect of expenses that are not deductible in determining taxable profit	4.91	5.66
Tax impact on Impairment losses on investments that are not deductible	15.91	45.38
Others	2.69	0.41
	5.85	**(115.50)**
Prior year taxes as shown above	1.49	-
Income tax expense recognised in the Statement of Profit and Loss	**7.34**	**(115.50)**

iii) Income tax recognised in other comprehensive income:

(₹ crores)

Particulars	March 31, 2022	March 31, 2021
Current Tax		
Tax impact on profit on sale of investment in equity shares at fair value through Other Comprehensive Income	-	-
Deferred tax		
(a) Arising on income and expenses recognised in other comprehensive income:		
Net fair value gain on investments in equity shares at fair value through Other Comprehensive Income	-	-
Remeasurement of defined benefit obligation	1.97	8.61
	1.97	**8.61**
(b) Arising on income and expenses reclassified from equity to profit or loss:		
Relating to financial assets measured at fair value through other comprehensive income	-	-
Total income tax recognised in other comprehensive income	**1.97**	**8.61**
(c) Bifurcation of the income tax recognised in other comprehensive income into:		
Items that will not be reclassified to profit or loss	1.97	8.61
Items that may be reclassified to profit or loss	-	-
	1.97	**8.61**

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 41: Tax Disclosures (contd.)

iv) The following is the analysis of deferred tax assets/ (liabilities) presented in the balance sheet:

(₹ crores)

Particulars	March 31, 2022	March 31, 2021
Deferred Tax assets	213.97	229.19
Deferred Tax liabilities	(294.57)	(301.99)
Net Deferred Tax Liability	**(80.60)**	**(72.80)**

Significant components of net deferred tax assets and liabilities for the year ended March 31, 2022 are as follows:

(₹ crores)

March 31, 2022	Opening Balance	Recognised in the statement of profit and loss	Recognised in other comprehensive income	Closing balance
Deferred tax assets/(liabilities):				
Property, plant and equipment & Intangible Assets	(292.71)	6.18	-	(286.53)
Unrealised gain/loss on non-equity instruments carried at fair value through Profit and Loss	(0.63)	0.27	-	(0.36)
Unamortised borrowing cost	(2.20)	1.58	-	(0.62)
Unrealised gain on equity shares carried at fair value through Other Comprehensive Income	(6.18)	-	(0.88)	(7.06)
Fair valuation changes of derivative contracts	(0.27)	0.27	-	-
Provision for Employee Benefits	19.87	1.28	(1.97)	19.18
Unused tax losses (Business)	110.31	(21.02)	-	89.29
Right-of-Use assets (ROU) Net of Lease Liability	52.07	5.58	-	57.65
Reward Points	11.89	(3.17)	-	8.72
Provision for disputed claims	4.77	4.41	-	9.18
Allowance for Doubtful Debts	6.67	0.58	-	7.25
Allowance for Doubtful Advances	1.56	(1.05)	-	0.51
Unrealised loss on equity shares carried at fair value through Other Comprehensive Income	6.18	-	0.88	7.06
Others	15.87	(0.74)	-	15.13
Total Deferred Tax Liabilities	**(72.80)**	**(5.83)**	**(1.97)**	**(80.60)**

Significant components of net deferred tax assets and liabilities for the year ended March 31, 2021 are as follows:

(₹ crores)

March 31, 2021	Opening Balance	Recognised in the statement of profit and loss	Recognised in other comprehensive income	Closing balance
Deferred tax assets/(liabilities):				
Property, plant and equipment & Intangible Assets	(299.27)	6.56	-	(292.71)
Unrealised gain/loss on non-equity instruments carried at fair value through Profit and Loss	(0.07)	(0.56)	-	(0.63)
Unamortised borrowing cost	(0.34)	(1.86)	-	(2.20)
Unrealised gain on equity shares carried at fair value through Other Comprehensive Income	(3.85)	-	(2.33)	(6.18)
Fair valuation changes of derivative contracts	5.93	(6.20)	-	(0.27)
Provision for Employee Benefits	33.73	(5.25)	(8.61)	19.87
Carried Over	**(263.87)**	**(7.31)**	**(10.94)**	**(282.12)**

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 41: Tax Disclosures (contd.)

(₹ crores)

March 31, 2021	Opening Balance	Recognised in the statement of profit and loss	Recognised in other comprehensive income	Closing balance
Brought Over	**(263.87)**	**(7.31)**	**(10.94)**	**(282.12)**
Unused tax losses (Business)	-	110.31	-	110.31
Right-of-Use assets (ROU) Net of Lease Liability	46.67	5.40	-	52.07
Reward Points	12.31	(0.42)	-	11.89
Provision for disputed claims	3.34	1.43	-	4.77
Allowance for Doubtful Debts	4.48	2.19	-	6.67
Allowance for Doubtful Advances	0.19	1.37	-	1.56
Unrealised loss on equity shares carried at fair value through Other Comprehensive Income	3.85	-	2.33	6.18
Others	13.34	2.53	-	15.87
Total Deferred Tax Liabilities	**(179.69)**	**115.50**	**(8.61)**	**(72.80)**

Deferred tax asset of ₹ Nil (Previous year – ₹110.31 crores) has been created by the Company for the unused tax losses, out of which ₹21.02 crores have been utilised in the current year. These tax losses essentially represents business losses and unabsorbed depreciation.

The recoverability of the deferred tax assets has been assessed based on:

- Internal budgets, profit forecasts prepared by management, after duly considering the potential impact of COVID-19 in the future business of the Company.
- applying tax principles to those forecasts; and
- following the methodology required by Ind AS 12 – Income Taxes.

The Company continues to carry forward deferred tax assets of ₹89.29 crores (Previous year – ₹110.31 crores) based on the reasonable certainty that it will be able to fully utilise its carry forward tax losses of ₹354.79 crores (comprising carried forward tax business loss and unabsorbed depreciation) in the subsequent years within stipulated time. Under the prevailing tax laws, the Company is allowed to set off unabsorbed depreciation tax losses for infinite period and business losses expires in 8 years. The Company is reasonable certain that it will have sufficient future taxable income considering the size of the Company, growth trajectory and past performance that these deferred tax asset is fully recoverable. The management will continue to monitor and review these assets based on the profit forecasts in future.

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 42: Related Party Disclosures

(a) The names of related parties of the Company are as under:

i. Company having significant influence

Name of the Company	Country of Incorporation
Tata Sons Pvt. Ltd. (including its subsidiaries and joint ventures)	India

ii. Subsidiary Companies

Name of the Company	Country of Incorporation
Domestic	
KTC Hotels Ltd.	India
United Hotels Ltd.	India
Roots Corporation Ltd.	India
Taj Enterprises Ltd.	India
Taj Trade and Transport Co Ltd.	India
Benares Hotels Ltd.	India
Inditravel Ltd.	India
Piem Hotels Ltd.	India
Northern India Hotels Ltd.	India
Skydeck Properties and Developers Pvt. Ltd.	India
Sheena Investments Pvt. Ltd.	India
ELEL Hotels & Investments Ltd.	India
Luthria & Lalchandani Hotel & Properties Pvt. Ltd.	India
Ideal Ice Limited	India
Genness Hospitality Private Limited 1	India
Qurio Hospitality Private Limited 2	India
[1] became a subsidiary w.e.f. February 1, 2022	
[2] became a subsidiary w.e.f. February 2, 2022	
International	
IHOCO BV	Netherlands
United Overseas Holding Inc. and its subsidiaries	United States of America
St. James Court Hotel Ltd.	United Kingdom
Taj International Hotels Ltd.	United Kingdom
Taj International Hotels (H.K.) Ltd.	Hong Kong
PIEM International (H.K.) Ltd.	Hong Kong
IHMS Hotels (SA) (Proprietary) Ltd.	South Africa
Goodhope Palace Hotels (Proprietary) Limited	South Africa

iii. Joint Ventures

Name of the Company	Country of Incorporation
Domestic	
Taj Sats Air Catering Ltd. and its Subsidiaries	India
Taj Karnataka Hotels & Resorts Ltd.	India
Taj Kerala Hotels & Resorts Ltd.	India
Taj GVK Hotels & Resorts Ltd.	India
Taj Safaris Ltd.	India
Kaveri Retreats and Resorts Ltd.	India
International	
TAL Hotels & Resorts Ltd. and its Subsidiaries	Hong Kong

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 42: Related Party Disclosures (contd.)

iv. Associates

Name of the Company	Country of Incorporation
Domestic	
Oriental Hotels Limited and its subsidiaries	India
Taj Madurai Limited	India
Taida Trading & Industries Ltd. and its subsidiaries	India
Zarrenstar Hospitality Private Limited	India
International	
Lanka Island Resort Ltd.	Sri Lanka
TAL Lanka Hotels PLC	Sri Lanka
BJETS Pte Ltd., Singapore	Singapore

v. Key Management Personnel

Particulars	Relation
Puneet Chhatwal	Managing Director & CEO

vi. Post Employment benefit plans

Particulars
The Indian Hotels Company Limited Employees Provident Fund
The Indian Hotels Company Limited Superannuation Scheme
The Indian Hotels Employees Gratuity Trust

(b) The details of related party transactions during the year ended March 31, 2022 and March 31, 2021 are as follows:

(₹ crores)

Particulars	Company having significant influence *	Key Management Personnel	Subsidiaries	Associates #	Joint Ventures#	Post Retirement benefit plans
Interest income	-	-	**0.08**	**0.68**	**0.43**	-
	-	*-*	*-*	*0.63*	*0.48*	*-*
Interest expense	**1.19**	-	-	-	-	-
	0.65	*-*	*-*	*-*	*-*	*-*
Dividend income	**4.65**	-	**2.61**	-	-	-
	4.50	*-*	*0.94*	*1.29*	*-*	*-*
Dividend Paid	**18.88**	-	-	**0.08**	-	-
	23.59	*-*	*-*	*0.10*	*-*	*-*
Operating/Licence fees expense	-	-	**0.15**	-	-	-
	-	*-*	*0.15*	*-*	*-*	*-*
Management and Operating Fees Income	**0.75**	-	**43.68**	**18.75**	**20.90**	-
	0.94	*-*	*21.30*	*9.22*	*10.98*	*-*
Purchase of goods and services	**46.09**	-	**9.97**	**0.44**	**3.65**	-
	45.45	*-*	*9.36*	*0.43*	*1.33*	*-*
Sale of goods and services	**25.73**	-	**12.67**	**0.01**	**1.02**	-
	13.93	*-*	*2.25*	*-*	*0.93*	*-*

Notes to Standalone Financial Statements (Contd.)
for the year ended March 31, 2022

Note 42: Related Party Disclosures (contd.)

(₹ crores)

Particulars	Company having significant influence *	Key Management Personnel	Subsidiaries	Associates #	Joint Ventures#	Post Retirement benefit plans
Deputed Staff reimbursements	**0.03**	-	**7.00**	**3.50**	**4.33**	-
	0.04	*-*	*7.33*	*3.07*	*4.10*	*-*
Other Cost reimbursements	-	-	**1.08**	**0.23**	**0.40**	-
	0.04	*-*	*1.16*	*0.09*	*0.17*	*-*
Loyalty expense (Net of redemption credit)	**0.01**	-	**1.87**	**0.75**	**0.80**	-
	-	*-*	*0.68*	*0.38*	*0.02*	*-*
Deputed Staff Out	**0.49**	-	**19.19**	**12.00**	**11.70**	-
	0.81	*-*	*18.91*	*11.15*	*10.84*	*-*
Contribution to Funds	-	-	-	-	-	**15.86**
	-	*-*	*-*	*-*	*-*	*16.45*
Inter Corporate Deposit ("ICD") Placed	-	-	**64.00**	-	-	-
	-	*-*	*-*	*1.11*	*-*	*-*
ICD Encashed	-	-	**2.00**	**4.53**	**5.05**	-
	-	*-*	*-*	*-*	*0.30*	*-*
ICD Taken	-	-	-	-	-	-
	15.00	*-*	*-*	*-*	*-*	*-*
ICD Repaid	**15.00**	-	-	-	-	-
	-	*-*	*-*	*-*	*-*	*-*
Purchase of Shares	**29.86**	-	**333.63**	-	-	-
	6.60	*-*	*273.87*	*-*	*4.99*	*-*
Issue of Shares	**847.68**	-	-	**1.25**	-	-
	-	*-*	*-*	*-*	*-*	*-*
Remuneration Paid/Payable (Refer Footnote (ii))	-	**8.08**	-	-	-	-
	-	*7.23*	*-*	*-*	*-*	*-*
Guarantees/Letter of Comfort withdrawn	-	-	**120.93**	-	-	-
	-	*-*	*109.75*	*-*	*-*	*-*
Guarantees/Letter of Comfort extended and utilised	-	-	**706.72**	-	-	-
	-	*-*	*117.55*	*-*	*-*	*-*
Guarantees/Letter of Comfort extended but not utilised	-	-	-	-	-	-
	-	*-*	*485.01*	*-*	*-*	*-*

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 42: Related Party Disclosures (contd.)

The details of amounts due to or from related parties as at March 31, 2022 and March 31, 2021 are as follows:

(₹ crores)

Particulars	Company having significant influence *	Key Management Personnel	Subsidiaries	Associates #	Joint Ventures#	Post Retirement benefit plans
Trade Receivables (Refer Note 11)	**4.71**	-	**14.18**	**7.13**	**29.35**	-
	4.24	-	*10.17*	*9.84*	*24.19*	-
Trade Payables (Refer Note 20)	**3.57**	-	**3.58**	**0.76**	**0.51**	-
	5.96	-	*2.39*	*0.14*	*1.00*	-
Other Receivables/(Other Payables) (Refer Note 8 and Note 17)	**0.70**	-	**0.27**	**0.69**	**(1.05)**	-
	0.57	-	*84.54*	*5.15*	*9.46*	-
Interest Receivable (Refer Note 8)	-	-	**0.06**	-	-	-
	-	-	-	*0.02*	-	-
Interest Payable (Refer Note 17)	-	-	-	-	-	-
	0.06	-	-	-	-	-
Deposits Receivable (Refer Note 7 and Note 8)	**0.08**	-	**65.95**	-	-	-
	0.08	-	*3.98*	*7.70*	*5.05*	-
Deposits Payable (Refer Note 16)	**0.05**	-	-	-	-	-
	15.05	-	*4.54*	-	-	-
Option Deposit (Refer Note 6(b)(ii))	-	-	-	-	-	-
	71.10	-	-	-	-	-
Guarantees/Letter of Comfort utilised and outstanding (Refer Note 32)	-	-	**997.37**	-	-	-
	-	-	*411.58*	-	-	-
Guarantees/Letter of Comfort extended but not utilised (Refer Note 32)	-	-	-	-	-	-
	-	-	*485.01*	-	-	-

* including its subsidiaries and joint ventures

\# including its subsidiaries

Footnotes:

(i) Figures in italics are of the previous period.

(ii) Managerial remuneration excludes provision for gratuity and compensated absences, since these are provided on the basis of an actuarial valuation for the Company as a whole.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 42: Related Party Disclosures (contd.)

(c) Statement of Material Transactions

(₹ crores)

Name of the Company	March 31, 2022	March 31, 2021
Company having substantial interest and its subsidiaries and joint ventures:		
Tata Sons Pvt. Ltd.		
Dividend income	4.50	4.50
Dividend paid	18.12	22.65
Sale of goods and services	4.24	3.06
Issue of Shares	819.75	-
Tata Consultancy Services Ltd.		
Trade Payables	1.60	3.91
Purchase of goods and services	16.69	18.62
Tata Digital Ltd.		
Deposit Payable	0.05	0.05
Tata Realty and Infrastructure Ltd.		
Deposit Closing position – Option Deposit	-	71.10
Tata AIG General Insurance Company Ltd.		
Purchase of goods and services	15.21	17.99
Tata SIA Airlines Ltd.		
Sale of goods and services	12.68	4.22
Tata International Limited		
Interest expense	1.19	0.65
ICD Repaid	15.00	-
Deposit Payable	-	15.00
Remuneration to Key Management Personnel		
Mr. Puneet Chhatwal	8.08	7.23
Subsidiaries:		
KTC Hotels Ltd.		
Operating/Licence Fees expense	0.15	0.15
Deposit given outstanding	3.50	3.50
Piem Hotels Ltd.		
Dividend Income	2.61	-
Trade Receivables	7.75	5.97
Operating fees income	23.90	14.19
Deputed Staff Out	15.24	15.31
Deputed Staff Reimbursement	5.70	5.80
Other Cost reimbursements	0.66	0.90
Purchase of Shares	85.16	-

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 42: Related Party Disclosures (contd.)

(₹ crores)

Name of the Company	March 31, 2022	March 31, 2021
Roots Corporation Ltd.		
Other receivables/(Other payables)	1.47	-
Deposit given outstanding	50.00	-
ICD Placed	50.00	-
Skydeck Properties and Developers Private Limited		
Purchase of Shares	79.95	-
Ideal Ice Ltd.		
Sale of goods and services	10.04	-
Trade Payables	1.23	-
Other Cost reimbursements	0.22	-
Other receivables/(Other payables)	1.10	0.04
Deposit given outstanding	12.00	-
Interest Receivable	0.05	-
ICD Placed	14.00	-
ICD Encashed	2.00	-
United Overseas Holdings Inc.		
Purchase of goods and services	6.51	6.60
Loyalty expense (Net of redemption credit)	0.49	0.03
Guarantees/Letter of Comfort extended and utilised	161.52	117.55
Guarantees/ Letter of Comfort withdrawn	119.65	-
Guarantees/Letter of Comfort extended but not utilised	-	51.23
Guarantees/ Letter of Comfort given on behalf and outstanding – Closing position	272.39	230.52
St. James Court Hotel Ltd.		
Loyalty expense (Net of redemption credit)	1.34	0.39
Other receivables/(Other payables)	1.36	0.47
Trade Payables	1.22	1.75
Guarantees/Letter of Comfort extended but not utilised	-	433.78
Guarantees/Letter of Comfort extended and utilised	538.60	-
Guarantees/ Letter of Comfort given on behalf and outstanding – Closing position	538.60	-
Taj International Hotels (H.K.) Ltd.		
Other receivables/(Other payables)	(4.71)	(4.54)
IHOCO BV		
Purchase of Shares	151.25	273.84
Goodhope Palace Hotels (Proprietary) Limited		
Guarantees/Letter of Comfort extended and utilised	6.60	-
Guarantees/ Letter of Comfort withdrawn	1.28	109.75
Guarantees/ Letter of Comfort given on behalf and outstanding – Closing position	186.38	181.07

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 42: Related Party Disclosures (contd.)

(₹ crores)

Name of the Company	March 31, 2022	March 31, 2021
Joint Ventures:		
Taj GVK Hotels & Resorts Ltd.		
Operating Fees income	11.26	4.41
Deputed Staff Out	5.96	5.02
Deputed Staff Reimbursement	2.83	2.43
Other Cost reimbursements	0.27	0.12
Trade Receivables	21.37	15.71
Other receivables/(Other payables)	(1.84)	5.43
TAL Hotels and Resorts Ltd.		
Loyalty expense (Net of redemption credit)	0.95	0.07
Taj Karnataka Hotels & Resorts Ltd.		
Interest income	0.43	0.48
Deposit given outstanding	-	5.05
ICD Encashed	5.05	0.30
Taj Kerala Hotels & Resorts Limited		
Other receivables/(Other payables)	0.83	3.91
Associates:		
Taida Trading & Industries Ltd.		
Interest Income	0.68	0.63
ICD Encashed	4.53	-
Deposit given outstanding	-	7.70
Oriental Hotels Ltd.		
Operating fees income	18.12	9.80
Deputed Staff Out	11.91	11.06
Loyalty expense (Net of redemption credit)	0.64	0.36
Deputed Staff reimbursement	3.50	3.07
Other Cost reimbursements	0.23	0.07
Trade Receivable	6.60	9.70
Post-employment benefit plans		
Contribution to Superannuation Fund	4.56	4.65
Contribution to Provident Fund	11.30	11.80
Contribution to Gratuity Fund	-	-

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 43: Segment Information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The Managing Director and Chief Executive Officer who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the chief operating decision-maker. From the internal organisation of the Company's activities and consistent with the internal reporting provided to the chief operating decision-maker and after considering the nature of its services, the ultimate customer availing those services and the methods used by it to provide those services, "Hotel Services" has been identified to be the Company's sole operating segment. Hotel Services include "Revenue from Operations" including Management and Operating Fees where hotels are not owned or leased by the Company. The organisation is largely managed separately by property based on centrally driven policies and the results and cash flows of the period, financial position as of each reporting date aggregated for the assessment by the Managing Director and Chief Executive Officer. The Company's management reporting and controlling systems principally use accounting policies that are the same as those described in Note 2 in the summary of significant accounting policies under Ind AS. As the Company is engaged in a single operating segment, segment information that has been tabulated below is Company-wide:

(₹ crores)

Country	Revenue from Hotel Services by location of customers		Non-current assets (see footnote below)	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
India	1972.58	1122.46	3804.14	3878.23
Overseas locations	30.76	10.69	-	-
Total	**2003.34**	**1133.15**	**3804.14**	**3878.23**

Footnote: Non-current assets exclude financial assets.

No single customer contributes 10% or more of the Company's total revenue for the years ended March 31, 2022 and March 31, 2021.

Note 44: Earnings Per Share (EPS):

Earnings Per Share is calculated in accordance with Ind AS 33 – 'Earnings Per Share'. Earnings per share for the year ended March 31, 2021 have been retrospectively adjusted for the bonus element in respect of the Rights issue. Refer Note 29.

Particulars	March 31, 2022	March 31, 2021
Profit/ (Loss) after tax (₹ crores)	**(34.45)**	**(524.78)**
Opening balance of fully subscribed shares	118,92,58,445	118,92,58,445
Effect of fresh issue of shares for cash on Rights basis	6,50,26,272	3,71,95,910
Effect of issue of shares to Qualified Institutional Buyers	16,27,560	-
Weighted average number of Equity Shares	**125,59,12,277**	**122,64,54,355**
Earnings Per Share:		
Basic and Diluted (₹)	(0.27)	(4.28)
Face Value per Equity Share (₹)	1.00	1.00

Note: Earnings per share for the year ended March 31, 2021 has been adjusted for the bonus element in respect of the Rights issue.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 45: The list of investments in subsidiaries, joint ventures and associates are as given below:

a) Subsidiary Companies

	Principal place of business/ Country of incorporation	As at March 31, 2022 Held directly by Parent or through its subsidiaries (%)	As at March 31, 2022 Effective Holding (%)	As at March 31, 2021 Held directly by Parent or through its subsidiaries (%)	As at March 31, 2021 Effective Holding (%)
Domestic					
Benares Hotels Limited	India	53.70	51.68	53.70	51.68
Inditravel Limited	India	96.67	78.88	96.67	78.88
KTC Hotels Limited	India	100.00	100.00	100.00	100.00
Northern India Hotels Limited	India	94.17	48.56	94.17	48.56
Piem Hotels Limited	India	51.57	51.57	51.57	51.57
Roots Corporation Limited	India	97.22	97.22	67.11	63.74
Taj Enterprises Limited	India	93.40	93.40	93.40	93.40
Taj Trade & Transport Limited	India	89.51	73.03	89.51	73.03
United Hotels Limited	India	55.00	55.00	55.00	55.00
Skydeck Properties & Developers Private Limited	India	100.00	100.00	100.00	100.00
Sheena Investments Private Limited	India	100.00	100.00	100.00	100.00
ELEL Hotels & Investments Limited	India	100.00	100.00	85.72	85.72
Luthria & Lalchandani Hotels and Properties Private Limited	India	100.00	100.00	87.15	87.15
Ideal Ice & Cold Storage Company Limited	India	100.00	100.00	100.00	100.00
Genness Hospitality Private Limited*	India	100.00	100.00	-	-
Qurio Hospitality Private Limited**	India	100.00	100.00	-	-

	Principal place of business/ Country of incorporation	As at March 31, 2022 Held directly by Parent or through its subsidiaries (%)	As at March 31, 2022 Effective Holding (%)	As at March 31, 2021 Held directly by Parent or through its subsidiaries (%)	As at March 31, 2021 Effective Holding (%)
International					
IHOCO BV	Netherlands	100.00	100.00	100.00	100.00
United Overseas Holding Inc	United States of America	100.00	100.00	100.00	100.00
Piem International (HK) Ltd.	Hong Kong	100.00	51.57	100.00	51.57
St. James Court Hotel Ltd.	United Kingdom	89.39	72.25	89.39	72.25
Taj International Hotels (HK) Ltd.	Hong Kong	100.00	100.00	100.00	100.00
Taj International Hotels Ltd.	United Kingdom	100.00	100.00	100.00	100.00
IHMS Hotels (SA)(Pty) Ltd.	South Africa	100.00	100.00	100.00	100.00
Good Hope Palace Hotels Proprietary Ltd.	South Africa	100.00	100.00	100.00	100.00

* Incorporated on February 1, 2022 (Refer Note 30 (c))

** Incorporated on February 2, 2022 (Refer Note 30 (c))

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 45: The list of investments in subsidiaries, joint ventures and associates are as given below: (contd.)

b) Joint Ventures

	Principal place of business/ Country of incorporation	As at March 31, 2022		As at March 31, 2021	
		Held directly by Parent or through its subsidiaries (%)	Effective Holding (%)	Held directly by Parent or through its subsidiaries (%)	Effective Holding (%)
Domestic					
Taj SATS Air Catering Ltd.	India	51.00	51.00	51.00	51.00
Taj Karnataka Hotels & Resorts Ltd.	India	49.40	44.27	49.40	44.27
Taj Kerala Hotels & Resorts Ltd.	India	28.78	28.78	28.78	28.78
Taj GVK Hotels & Resorts Ltd.	India	25.52	25.52	25.52	25.52
Taj Safaris Ltd.	India	45.42	41.81	45.42	41.81
Kaveri Retreat & Resorts Ltd.	India	50.00	50.00	50.00	50.00
International					
TAL Hotels & Resorts Ltd.	Hong Kong	28.26	27.49	28.26	27.49

c) Associates

	Principal place of business/ Country of incorporation	As at March 31, 2022		As at March 31, 2021	
		Held directly by Parent or through its subsidiaries (%)	Effective Holding (%)	Held directly by Parent or through its subsidiaries (%)	Effective Holding (%)
Domestic					
Oriental Hotels Ltd.	India	37.05	35.67	37.05	35.67
Taj Madurai Ltd.	India	26.00	26.00	26.00	26.00
Taida Trading and Industries Ltd.	India	48.74	34.78	48.74	34.78
Zarrenstar Hospitality Private Ltd.	India	50.00	50.00	50.00	50.00
International					
BJets Pte Ltd.	Singapore	45.69	45.69	45.69	45.69
Lanka Island Resorts Limited	Sri Lanka	24.66	24.66	24.66	24.66
TAL Lanka Hotels PLC	Sri Lanka	24.62	24.62	24.62	24.62

Footnote:

All the above investments have been accounted at cost in accordance with the provisions of Ind AS – 27 "Separate Financial Statements"

Note 46: Going Concern

Impact of COVID-19

The business has been impacted during the year on account of COVID-19. During the first three months of the year, the Company witnessed softer revenues due to the second wave of COVID-19 and consequent lockdowns in several states across the country. Also there was a third wave in the month of January 2022, resulting in restrictions in some states, which also adversely impacted the revenues. However, with increased vaccinations and consequent reduction in number of cases and easing of all restrictions, the Company has witnessed recovery in both leisure and business segments in all the other months. The Company has considered internal and external sources of information and has performed sensitivity analysis on the assumptions used and based on current estimates, expects to recover the carrying amount of these assets. The impact of

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 46: Going Concern (contd.)

COVID-19 may be different from that estimated as at the date of approval of the financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

The Company has adequate funds at its disposal for the next 12 months to prevent any disruption of the operating cash flows and to enable the Company meet its debts and obligations as they fall due. Accordingly, the financial statements of the Company have been prepared on a going concern basis.

Note 47: Additional disclosure under the regulatory requirements:

a) Ratios:

Sr. No.	Ratio	in times/%	Numerator	Denominator	Current Year	Previous Year
a)	Current Ratio	in times	Current Assets	Current Liabilities excluding current maturities of long-term borrowings	2.48	0.80
b)	Debt – Equity	in times	Non-Current Borrowings + Current Borrowings	Total Equity	0.12	0.61
c)	Debt service coverage	in times	Profit before Tax + Interest (Net) + Provision for impairment of investments + Depreciation and amortisation expenses	Interest (Net) + Lease Payments + Principal Repayment of long-term Debt)]	0.20	-
d)	Net Capital Turnover	in times	Net Sales	*Working Capital i.e., (Average Current Assets - Average Current Liabilities)	341.87	(2.35)
e)	Return on Equity	in %	Profit/(Loss) after tax	Average Total Equity	(0.56)	(11.94)
f)	Inventory Turnover (refer note 9(a) below)		NA	NA	NA	NA
g)	Trade Receivable Turnover	in days	Average Trade Receivables	Revenue from operations per day	38	72
h)	Trade Payable Turnover	in days	Average Trade Payables	Total expenses other than Payroll Cost, Finance Cost and Depreciation per day	82	121
i)	Net Profit Ratio	in %	Profit/(Loss) after tax	Total Income	(1.60)	(42.20)
j)	Return on capital employed	in %	EBIT	Average Equity + Average Debt + Average Leases + Average Deferred Tax Liabilities	3.70	(2.50)
k)	Return on Investment	in %	NA	NA	NA	NA

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 47: Additional disclosure under the regulatory requirements: (contd.)

Explanations to variance in Ratios:

1. Current ratio was higher due to temporary surplus funds from the recently concluded issue of shares to Qualified Institutional Buyers (QIB) and repayment of contractual commitments
2. Debt-equity ratio has reduced due to increase in equity arising from issue of shares on rights basis and to QIB which was utilised to repay outstanding debt
3. Debt service coverage ratio has increased due to increase in cash operating earnings in comparison to the previous year and considers principal payments during the year which was higher than the outstanding debt at the balance sheet date.
4. Trade receivables turnover ratio increased due to better efficiency in collections
5. Trade payables turnover ratio increased with increase in volume of business activity during the year.
6. Net capital turnover ratio increased with improved with increasing net sales. The ratios for the two years are strictly not comparable due to the inclusion of temporary surplus funds from the recently concluded QIB issue.
7. Net profit ratio improved over the previous year with an improvement in business volumes and cost containment measures during the year.
8. Return on capital employed and return on equity improved with improvement in operating margins during the year. Equity and capital employed increased due to the equity issue net of repayment of debt during the year.
9. The Company has not presented the following ratios due to the reasons given below:
   (a) Inventory turnover ratio: since the Company holds inventory for consumption in the service of food and beverages and the proportion of such inventory is insignificant to Total Assets
   (b) Return on investments: since the Company holds surplus funds which are temporary in nature to ensure adequate liquidity during the year and from its recent equity issues at the end of the year.

b) Transaction with Struck off Companies:
The Company has reviewed transactions to identify if there are any transactions with struck off companies. To the extent information is available on struck off companies, there are no transactions with struck off companies.

c) Title deeds of leased assets not held in the name of the Company:
The title deeds, comprising all the immovable properties of land and buildings, are held in the name of the Company as at the balance sheet date except in respect of one commercial/residential building aggregating to ₹0.72 crores (Gross block ₹1.30 crores) constructed on the leased land, which is in the possession of the Company, acquired pursuant to a scheme of amalgamation of TIFCO Holding Limited (a wholly owned subsidiary). The lease of the said land has expired in the year 2000. Erstwhile TIFCO Holdings Limited has filed a writ Petition in High Court of Mumbai on 15 January 2013 for renewal of lease.

d) There are no borrowings from banks or financial institutions on the basis of security of current assets of the Company.

e) The Company has used funds borrowed for the specific purposes only for the purposes which it has been borrowed.

f) With reference to Schedule 16 – Borrowings of financial statements for the year ended March 31, 2022, we confirm that all charges created/satisfied during FY 2021-22 have been registered with the Ministry of Corporate Affairs.

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Note 47: Additional disclosure under the regulatory requirements: (contd.)

g) The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) any funds other than as disclosed in Note 30 (d), that have been to or in any other persons or entities, 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 to or on behalf of the Ultimate Beneficiaries.

h) The Company has not received any funds from any persons or entities, 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 from or on behalf of the Ultimate Beneficiaries.

Note 48: Dividends

Dividends paid during the year ended March 31, 2022 out of Retained Earnings was ₹0.40 per equity share for the year ended March 31, 2021, aggregating to ₹47.57 crores.

The dividends declared by the Company are based on the profits available for distribution as reported in the standalone financial statements of the Company. Accordingly, the retained earnings reported in these financial statements may not be fully distributable. As of March 31, 2022, retained earnings not transferred to reserves available for distribution was ₹174.67 crores.

On April 27, 2022, the Board of Directors of the Company have proposed a final dividend of ₹0.40 per equity share in respect of the year ended March 31, 2022, subject to the approval of shareholders at the Annual General Meeting. If approved, the dividend would result in a cash outflow of ₹56.82 crores.

As per our report of even date as attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Tarun Kinger
Partner
Membership No. 105003

Mumbai, April 27, 2022

For and on behalf of the Board

N. Chandrasekaran
Chairman
DIN: 00121863

Puneet Chhatwal
Managing Director & CEO
DIN: 07624616

Nasser Munjee
Director
DIN: 00010180

Giridhar Sanjeevi
Executive Vice President &
Chief Financial Officer

Beejal Desai
Senior Vice President - Corporate Affairs
& Company Secretary (Group)

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Financial Statistics

Year		Capital Accounts					
		Share Capital	Reserves and Surplus (Other Equity)	Borrowings	Gross Block (Including Right-of-Use assets)	Net Block (Including Right-of-Use assets)	Investments
		₹ crores	₹ crores	` crores	₹ crores	₹ crores	₹ crores
1979-80	*	5.09	5.58	5.56	20.48	14.31	0.74
1980-81		5.09	8.53	7.76	25.01	17.60	1.10
1981-82	**	6.90	9.20	8.87	28.79	20.06	1.13
1982-83	***	6.35	12.34	26.71	49.54	39.22	2.65
1983-84		6.35	17.45	32.25	58.48	44.40	3.77
1984-85		6.35	22.23	42.20	67.77	44.55	11.70
1985-86	a	7.85	28.70	38.82	71.69	53.72	6.21
1986-87		7.85	32.73	53.58	89.73	67.56	5.53
1987-88	+	9.86	41.97	63.47	107.70	80.08	6.90
1988-89		9.86	48.54	74.06	127.39	93.56	9.34
1989-90	!!	14.78	51.44	97.13	161.28	119.95	11.19
1990-91		14.78	56.77	121.07	178.61	128.43	12.37
1991-92		14.78	73.72	123.53	194.44	135.89	13.76
1992-93	!!!	19.96	124.44	106.86	210.68	142.53	16.93
1993-94		19.96	165.65	100.86	234.64	156.21	32.54
1994-95	æ	39.92	205.84	245.05	293.59	201.92	36.04
1995-96	=	45.12	567.16	200.18	384.01	273.21	142.09
1996-97		45.12	671.86	219.75	500.10	364.08	214.80
1997-98		45.12	767.68	197.31	581.48	414.57	218.09
1998-99		45.12	844.35	178.42	665.67	466.77	259.09
1999-00		45.12	913.96	432.32	842.01	606.86	337.75
2000-01		45.12	980.10	555.31	942.16	665.06	422.13
2001-02		45.12	844.13	809.21	946.15	655.08	541.34
2002-03		45.12	842.17	799.50	985.71	677.77	571.64
2003-04		45.12	844.79	1412.46	1159.69	813.13	600.83
2004-05	¶	50.25	1081.80	1052.03	1290.70	885.20	607.01
2005-06	¶	58.41	1657.83	544.34	1308.34	843.01	656.57
2006-07	△	60.29	1738.39	943.94	2014.34	1360.05	962.81
2007-08		60.29	1956.29	1134.18	2072.16	1371.60	977.58
2008-09	Ω	72.34	2975.29	1766.47	2362.23	1585.40	2026.88
2009-10		72.35	2616.87	2650.55	2408.32	1561.26	2445.63
2010-11	&	75.95	3028.59	2341.44	2605.18	1725.74	3026.78
2011-12		75.95	3176.70	2679.38	2830.66	1838.75	3622.19
2012-13	§	80.75	3226.90	2522.27	2861.65	1756.46	3369.14
2013-14		80.75	2613.09	2690.60	2910.27	1697.41	2761.64
2014-15		80.75	2534.40	3208.99	3329.33	2011.80	2977.96
2015-16	±	98.93	2276.65	2157.65	2267.37	2142.27	1954.71
2016-17		98.93	2668.27	2048.98	2456.58	2187.53	3029.15
2017-18	¥	118.93	4275.03	1783.88	2814.61	2398.50	4161.46
2018-19		118.93	4364.81	1784.05	3066.39	2486.34	4112.70
2019-20		118.93	4464.63	1943.32	4088.42	3311.36	4151.50
2020-21		118.93	4089.45	2587.25	4336.17	3359.59	4409.67
2021-22	#	142.04	7957.73	942.53	4421.44	3252.11	5773.52

* Issue of Bonus Shares in the Ratio 4:5
** Issue of Bonus Shares in the Ratio 2:5
*** After redemption of Preference Share of ₹0.55 crore
a After conversion of a part of the 15,000,000 Convertible debenture at a premium of ₹15/- per share
\+ After conversion of a part of the 20,01,121 Convertible debenture at a premium of ₹15/- per share
!! After issue of bonus share in the Ratio 1:2
!!! After Right issue of Shares in the Ratio of 1:3
æ Issue of Bonus Shares in the Ratio of 1:1
= Issue of Global Depository Shares
¶ Conversion of foreign currency bonds into share capital
△ Split of Shares of face value ₹10/- each to share of Face value ₹1/- each
Ω After Right issue of Shares in the Ratio of 1:5
& Allotment of Shares on preferential basis to promoters
§ Conversion of Warrants into Equity on exercise of warrants
± After conversion of 18,18,01,228 Compulsorily Convertible Debentures at a premium of ₹54/- per share
¥ After Right issue of Shares in the Ratio of 1:5
\# After Right issue of Shares in the Ratio of 1:9 and Qualified Institutional Placement (QIP) of 9,90,09,900 shares

Notes to Standalone Financial Statements (Contd.)

for the year ended March 31, 2022

Financial Statistics

Year	Revenue accounts										
	Gross Revenue	Expenditure (including Interest)	Depreciation	Profit/ (Loss) before Tax	Tax Expenses	Net Profit/ (Loss) for the year	Other Comprehensive Income	Total Comprehensive Income	Net Transfer to General Reserves	Dividend	Rate of Dividend on Ordinary Shares
	₹ crores	₹ crores	₹ crores	₹ crores	₹ crores	₹ crores	₹ crores	₹ crores	₹ crores	₹ crores	%
1979-80	26.49	18.59	1.04	6.86	3.63	3.23			2.18 â	1.05	25.00
1980-81	31.54	23.13	1.24	7.17	3.17	4.00			2.95 â	1.45	22.00
1981-82	36.09	26.72	1.33	8.04	4.10	3.94			2.49 â	1.45	22.00
1982-83	42.98	36.87	1.62	4.49	0.00	4.49			2.99 â	1.50	23.00
1983-84	54.69	43.79	3.80	7.10	0.40	6.70			5.11	1.59	25.00
1984-85	65.50	55.39	2.66	7.45	1.08	6.37			4.78	1.59	25.00
1985-86	78.48	69.32	3.44	7.66	1.60	6.06			4.22	1.84	25.00
1986-87	93.05	79.68	4.25	9.12	2.75	6.37			4.02	2.35	30.00
1987-88	105.69	90.98	5.55	9.16	2.40	6.76			4.23	2.53	30.00
1988-89	117.72	100.61	6.24	10.87	1.50	9.37			6.42	2.96	30.00
1989-90	141.50	120.93	7.80	12.77	1.25	11.52			7.83	3.70	25.00
1990-91	159.11	139.42	9.11	10.58	1.55	9.03			5.33	3.70	25.00
1991-92	206.79	169.52	++8.85	27.58	6.50	21.08			16.75	5.17	35.00
1992-93	239.21	188.24	9.77	41.20	9.00	32.20			24.86	8.68	50.00
1993-94	301.92	223.49	10.90	67.53	15.50	52.03			41.21	13.97	70.00
1994-95	381.88	263.20	13.67	105.11	23.00	82.11			60.15	21.96	55.00
1995-96	547.36	347.42	20.37	179.57	39.00	140.57			107.10	33.47	75.00
1996-97	613.33	405.67	27.18	180.48	33.60	146.48			104.70	38.35	85.00
1997-98	623.91	427.53	32.42	163.96	26.00	137.96			95.78	38.35	85.00
1998-99	623.34	435.36	33.84	154.14	35.00	119.14			76.57	38.35	85.00
1999-00	650.91	482.49	37.69	130.73	17.50	113.23			70.66 @	38.35	85.00
2000-01	742.92	560.47	45.16	137.29	20.50	116.79			67.07	45.12	100.00
2001-02	617.55	589.81	47.49	98.14	17.44	80.70			40.00	36.09	80.00
2002-03	609.91	575.43	38.98	53.80	13.72	40.48			7.50	31.58	70.00
2003-04	727.09	646.89	48.58	80.20	19.55	60.65			8.57	36.09	80.00
2004-05	896.23	754.55	56.77	141.68	35.82	105.86			11.00	50.25	100.00
2005-06	1154.80	890.90	65.90	272.00	88.22	183.78			20.00	77.95	130.00
2006-07	1618.83	1146.47	91.44	474.64	152.25	322.39			35.00	96.46	160.00
2007-08	1823.16	1254.11	85.48	580.47	203.01	377.46			38.00	114.54	190.00
2008-09	1706.52	1348.42	94.46	362.30	128.27	234.03			30.00	86.81	120.00
2009-10	1520.36	1358.48	104.14	218.25	65.15	153.10			15.31	72.35	100.00
2010-11	1737.14	1509.90	108.40	221.45	80.20	141.25			14.13	75.95	100.00
2011-12	1864.72	1628.69	113.90	229.92	84.57	145.35			14.54	75.95	100.00
2012-13	1924.79	1701.67	125.02	(209.79)	66.82	(276.61)			- *	69.40	80.00
2013-14	1977.33	1761.13	122.26	(520.90)	69.59	(590.49)			-	-	-
2014-15	2103.60	1873.02	117.85	1.88	83.90	(82.02)			-	-	-
2015-16	2374.12	2088.32	126.02	152.89	68.74	84.15	71.40	155.55	-	29.68	30.00
2016-17	2459.58	2079.74	151.31	262.04	118.86	143.18	124.43	267.61	-	34.62	35.00
2017-18	2639.34	2148.58	151.34	284.23	136.46	147.77	29.23	177.00	-	47.57	40.00
2018-19	2870.91	2209.61	169.10	417.54	153.84	263.70	(120.59)	143.11	-	59.47	50.00
2019-20	2877.88	2219.96	203.78	437.74	36.33	401.41	(123.98)	277.43	-	59.46	50.00
2020-21	1243.67	1524.84	203.81	(640.28)	(115.50)	(524.78)	209.06	(315.72)	-	47.57	40.00
2021-22	2152.42	1919.57	203.03	(27.11)	7.34	(34.45)	27.46	(6.99)	- $$	56.82	40.00

â Preference and Ordinary Dividend
@ Ordinary/Interim dividend for the year
* Includes ₹4.80 crores dividend paid for previous year
$$ Dividend Proposed

Independent Auditor's Report

To the Members of The Indian Hotels Company Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of The Indian Hotels Company Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates and its joint ventures which comprise the consolidated balance sheet as at 31 March 2022, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of such subsidiaries, associates, and joint ventures as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associates and joint ventures as at 31 March 2022, of its consolidated loss and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its associates, and joint ventures in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of reports of other auditors referred to in paragraph (a) of the "Other Matters" section below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matters

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

Impairment of testing of goodwill See note 5 to the consolidated financial statements

Goodwill – evaluation of adequacy of provision for impairment of goodwill

As a result of past acquisitions, the Group carries goodwill aggregating ₹622.91 Crore. Management performs an impairment assessment on an annual basis as required by Ind AS 36 Impairment of Assets.

For the Cash generating units (CGUs) which contain goodwill, the determination of recoverable amount, being the higher of fair value less costs to sell and value -in-use, requires judgement on the part of management in both identifying and then valuing the relevant CGUs.

Recoverable amounts of these CGU's are based on management's view of variables such as future average revenue per available room, room occupancy, room rates, rate per cover etc. and operating expenditure and the most appropriate discount rate.

We considered goodwill impairment to be key audit matter due to the extent of judgement and assumptions involved in the assessment process.

Independent Auditor's Report (Contd.)

How the matter was addressed in our audit

In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence. Our procedures included challenging management on the suitability of the impairment model and reasonableness of the assumptions through performing the following:

- Obtained and assessed the valuation working prepared by the management for its impairment assessment;
- Testing the appropriateness of management's basis to identify relevant CGUs for which Goodwill is tested for impairment;
- Evaluated key assumptions applied in valuation models used to determine recoverable amount including assumptions of projected EBITDA, growth rate, room occupancy, room rate, projected capital expenditure, discount rates. We also evaluated the forecasts based on historical performance;
- Assessed the sensitivity of the outcome of impairment assessment;
- Assessed and validated the appropriateness of the disclosures made in the consolidated financial statements.

Other Information

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and based on the audit report of other auditors, 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.

Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its associates and joint ventures in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for assessing the ability of

Independent Auditor's Report (Contd.)

Independent Auditor's Report (Contd.)

each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and joint ventures to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of such entities or business activities within the Group and its associates and joint ventures to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled "Other Matters" in this audit report.

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

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

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

Other Matters

(a) We did not audit the financial statements of seventeen subsidiaries, whose financial statements reflect total assets (before consolidation adjustments) of ₹ 2,596.51 crore as at 31 March 2022, total revenue (before consolidation adjustments) of ₹ 412.45 crore and net cash inflows (before consolidation adjustments) amounting to ₹ 24.01 crore for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (and other comprehensive income) of ₹ 26.38 crore for the year ended 31 March 2022, in respect of six associate companies and six joint ventures, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, joint ventures and associates is based solely on the reports of the other auditors.

(b) The financial statements of two subsidiaries, whose financial statements reflect total assets (before consolidation adjustments) of ₹ 13.84 crore as at 31 March 2022, total revenues (before consolidation adjustments) of Nil and net cash inflows (before consolidation adjustments) amounting to ₹ 1.76 crore for the year ended on that date, as considered in the consolidated financial statements, have not been audited either by us or by other auditors. The consolidated financial statements also include the Group's share of net loss (and other comprehensive income) of Nil for the year ended on 31 March 2022, as considered in the consolidated financial statements, in respect of one associate, whose financial statements have not been audited by us or by other auditors. These unaudited financial statements have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures and associates, and our report in terms of sub-sections (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries, joint ventures and associates, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of other auditors and the financial statements certified by the Management.

Independent Auditor's Report (Contd.)

Independent Auditor's Report (Contd.)

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 the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 (A) As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiaries, associates and joint ventures as were audited by other auditors, as noted in the "Other Matters" paragraph, we report, to the extent applicable, that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2022 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, associate companies and joint ventures incorporated in India, none of the directors of the Group companies, its associate companies and joint ventures incorporated in India is disqualified as on 31 March 2022 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 financial statements of the Holding Company and its subsidiary companies, associate companies and joint ventures incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries, associates and joint ventures, as noted in the "Other Matters" paragraph:

a) The consolidated financial statements disclose the impact of pending litigations as at 31 March 2022 on the consolidated financial position of the Group, its associates and joint ventures. Refer Note 34 and Note 43 to the consolidated financial statements.

b) The Group, its associates and joint ventures did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended on 31 March 2022.

c) There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies, associate companies and joint ventures incorporated in India during the year ended 31 March 2022.

d) (i) The respective Managements of the Company and its subsidiaries, associates and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, associates and joint ventures respectively that, to the best of their knowledge and belief, other than those disclosed in the note 50 (c) to the accounts, 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 or any of such subsidiaries, associates and joint ventures to or in any other persons or entities, 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 by or on behalf of the Company or any of such subsidiaries, associates and joint ventures ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The respective Managements of the Company and its subsidiaries, associates and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, associates and joint ventures respectively that, to the best of their knowledge and belief, as disclosed in the note 50 (d) to the accounts, no funds have been received by the Company or any of such subsidiaries, associates and joint ventures from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries, associates and joint ventures shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries, associates and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditors' notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) of the Act, 2014 contain any material mis-statement.

e) The dividend declared or paid during the year by the Holding Company and its subsidiary company, is in compliance with Section 123 of the Act.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

Independent Auditor’s Report (Contd.)

In our opinion and according to the information and explanations given to us and based on the reports of the statutory auditors of such subsidiary companies, associate companies and joint ventures incorporated in India which were not audited by us, the remuneration paid during the current year by the Holding Company and its subsidiary companies, associate companies and joint ventures to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiary companies, associate companies and joint venture companies is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP
Chartered Accountants
Firm’s Registration No. 101248W/W-100022

Tarun Kinger
Partner
Membership No. 105003
UDIN: 22105003AHXDOI4815

Place: Mumbai
Date: 27 April 2022

Annexure “A”

to the Independent Auditor’s Report on Consolidated Financial Statements of the Indian Hotels Company Limited
(Referred to in our report of even date)

With reference to the Annexure A referred to in the Independent Auditors’ Report to the members of the Company on the consolidated financial statements for the year ended 31 March 2022, we report the following:

(i) In our opinion and according to the information and explanations given to us, following companies incorporated in India and included in the consolidated financial statements, have unfavourable remarks, qualifications or adverse remarks given by the respective auditors in their reports under the Companies (Auditor’s Report) Order, 2020 (CARO):

Sr. No.	Name of the entities	CIN	Holding Company/Subsidiary/ JV/ Associate	Clause number of the CARO report
1	The Indian Hotels Company Limited	L74999MH1902PLC000183	Holding Company	(3) (i) c
2	Northern India Hotels Limited	U55101UP1971PLC003838	Subsidiary	(3) (i) c
3	Piem Hotels Limited	U55101MH1968PLC013960	Subsidiary	(3) (i) c
4	Roots Corporation Limited	U55100MH2003PLC143639	Subsidiary	(3) (i) c
5	Taj SATS Air Catering Limited	U55204MH2001PLC133177	Joint Venture	(3) (i) c
6	Taj Karnataka Hotels and Resorts Limited	U85110KA1995PLC017192	Joint Venture	(3) (i) c

The above does not include comments, if any, in respect of the following entity as the report under section 143(11) of the Act is not available:

Name of the entities	CIN	Subsidiary/ JV/ Associate
TAJ GVK HOTELS AND RESORTS LIMITED	L40109TG1995PLC019349	Joint Venture

For B S R & Co. LLP
Chartered Accountants
Firm’s Registration No. 101248W/W-100022

Tarun Kinger
Partner
Membership No. 105003
UDIN: 22105003AHXDOI4815

Place: Mumbai
Date: 27 April 2022

Annexure "B"

to the Independent Auditors' report on the consolidated financial statements of The Indian Hotels Company Limited

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013

(Referred to in paragraph "A(f)" under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2022, we have audited the internal financial controls with reference to consolidated financial statements of The Indian Hotels Company Limited (hereinafter referred to as "the Holding Company") and such companies incorporated in India under the Companies Act, 2013 which are its subsidiary companies, its associate companies and its joint venture companies, as of that date.

In our opinion, the Holding Company and such companies incorporated in India which are its subsidiary companies, its associate companies and joint venture companies have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2022, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The respective Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note. 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 respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. 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 consolidated 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 consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of the internal controls based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the relevant subsidiary companies, associate companies and joint venture Companies in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

Annexure "B" (Contd.)

Meaning of Internal Financial controls with Reference to Consolidated Financial Statements

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial controls with Reference to consolidated Financial Statements

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

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to thirteen subsidiary companies, three associate companies and four joint venture companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No. 101248W/W-100022

Tarun Kinger
Partner
Place: Mumbai — Membership No. 105003
Date: 27 April 2022 — UDIN: 22105003AHXDOI4815

Consolidated Balance Sheet

as at March 31, 2022

₹ crores

	Note	March 31, 2022	March 31, 2021
Assets			
Non-current assets			
Property, Plant and Equipment	3	5,725.93	5,728.00
Capital work-in-progress	3 (i)	193.31	164.99
Right-of-Use assets	4	1,513.42	1,529.74
Goodwill	5	622.91	610.97
Intangible assets	6	553.08	568.99
Intangible assets under development	6 (i)	0.23	-
Investments accounted using the equity method	7	547.72	578.37
Financial assets			
Investments	8(a)	516.61	456.17
Loans	9(a)	-	5.05
Other financial assets	10(a)	85.22	78.19
Deferred tax assets (net)	11(a)	158.00	117.98
Advance income tax (net)		199.53	203.40
Other non-current assets	12(a)	299.56	316.98
		10,415.52	**10,358.83**
Current assets			
Inventories	13	100.83	92.88
Financial assets			
Investments	8(b)	902.47	448.63
Trade receivables	14	255.34	219.84
Cash and cash equivalents	15	783.53	94.27
Other balances with banks	16	404.28	59.36
Loans	9(b)	6.31	16.68
Other financial assets	10(b)	80.17	88.95
Other current assets	12(b)	140.12	132.20
		2,673.05	**1,152.81**
Assets classified as held for sale	3(vii)	1.05	1.07
		2,674.10	**1,153.88**
Total		**13,089.62**	**11,512.71**
Equity and liabilities			
Equity			
Equity share capital	17	142.04	118.93
Other equity	18	6,920.21	3,529.51
Equity attributable to owners of the company		**7,062.25**	**3,648.44**
Non-controlling interests		593.01	634.57
Total equity		**7,655.26**	**4,283.01**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	19(a)	1,387.91	2,223.83
Lease liabilities	37	1,860.41	1,846.38
Other financial liabilities	21(a)	28.83	25.71
Provisions	22(a)	95.11	91.74
Deferred tax liabilities (net)	11(b)	87.58	78.05
Other non-current liabilities	23(a)	10.78	15.93
		3,470.62	**4,281.64**
Current liabilities			
Financial liabilities			
Borrowings	19(b)	596.85	1,409.01
Lease liabilities	37	42.70	39.11
Trade payables	20	387.33	317.81
Other financial liabilities	21(b)	378.05	709.49
Provisions	22(b)	195.83	170.76
Current income tax liabilities (net)		34.70	34.95
Other current liabilities	23(b)	328.28	266.93
		1,963.74	**2,948.06**
Total liabilities		**5,434.36**	**7,229.70**
Total		**13,089.62**	**11,512.71**
The accompanying notes form an integral part of the consolidated financial statements	1 - 51		

As per our report of even date as attached

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 101248W/W-100022

Tarun Kinger
Partner
Membership No. 105003

Mumbai, April 27, 2022

For and on behalf of the Board

N. Chandrasekaran
Chairman
DIN: 00121863

Puneet Chhatwal
Managing Director & CEO
DIN: 07624616

Nasser Munjee
Director
DIN: 00010180

Giridhar Sanjeevi
Executive Vice President &
Chief Financial Officer

Beejal Desai
Senior Vice President – Corporate Affairs &
Company Secretary (Group)

Consolidated Statement of Profit and Loss

for the year ended March 31, 2022

₹ crores

	Note	March 31, 2022	March 31, 2021
INCOME			
Revenue from operations	24	3,056.22	1,575.16
Other income	25	155.16	164.72
Total income		**3,211.38**	**1,739.88**
EXPENSES			
Food and beverages consumed		257.23	143.82
Employee benefit expense and payment to contractors	26	1,150.24	894.01
Finance costs	27	427.66	402.82
Depreciation and amortisation expenses	28	406.05	409.63
Other operating and general expenses	29	1,244.00	899.09
Total expenses		**3,485.18**	**2,749.37**
Profit/(Loss) before exceptional items, tax and share of profit of equity accounted investees		(273.80)	(1,009.49)
Exceptional items	30	15.62	159.95
Profit/(Loss) before tax and share of profit of equity accounted investees		**(258.18)**	**(849.54)**
Tax expense			
Current tax		2.51	1.01
Deferred tax credit		(38.29)	(156.34)
Total tax expense		**(35.78)**	**(155.33)**
Profit/(Loss) after tax before share of profit of equity accounted investees		**(222.40)**	**(694.21)**
Share of Profit/(Loss) of associates and joint venture (net of tax)		**(42.57)**	**(101.42)**
Profit/(Loss) for the year		**(264.97)**	**(795.63)**
Other comprehensive income			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement of defined benefit obligation		7.79	37.62
Change in fair value of equity instruments designated irrevocably as fair value through other comprehensive income		60.44	209.90
Share of other comprehensive income in associates and joint ventures (net of tax)		7.34	2.92
Add/(Less) : Income tax credit/(expense) on the above		(6.32)	(11.78)
Net other comprehensive income not to be reclassified subsequently to profit or loss		**69.25**	**238.66**
Items that will be reclassified subsequently to profit or loss			
Exchange differences on translating the financial statement of foreign operations		36.16	31.20
Share of other comprehensive income in associates and joint ventures (net of tax)		4.87	(2.59)
Add/(Less) : Income tax credit/(expense) on the above		-	-
Net other comprehensive income to be reclassified subsequently to profit or loss		**41.03**	**28.61**
Other comprehensive income for the year, net of tax		110.28	267.27
Total comprehensive income for the year		**(154.69)**	**(528.36)**
Profit/(Loss) for the year attributable to:			
Owners of the company		(247.72)	(720.11)
Non-controlling interests		(17.25)	(75.52)
		(264.97)	**(795.63)**
Total comprehensive Income for the year attributable to:			
Owners of the company		(152.23)	(479.75)
Non-controlling interests		(2.46)	(48.61)
		(154.69)	**(528.36)**
Earnings per share :	47		
Basic and Diluted - (₹)		(1.97)	(5.87)
Face value per equity share - (₹)		1.00	1.00
The accompanying notes form an integral part of the consolidated financial statements	1 - 51		

As per our report of even date as attached

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 101248W/W-100022

Tarun Kinger
Partner
Membership No. 105003

Mumbai, April 27, 2022

For and on behalf of the Board

N. Chandrasekaran
Chairman
DIN: 00121863

Puneet Chhatwal
Managing Director & CEO
DIN: 07624616

Nasser Munjee
Director
DIN: 00010180

Giridhar Sanjeevi
Executive Vice President &
Chief Financial Officer

Beejal Desai
Senior Vice President – Corporate Affairs &
Company Secretary (Group)

Consolidated Statement of Changes in Equity

for the year ended March 31, 2022

₹ crores

	A. Equity Share Capital	B. Other Equity											
		Reserves and surplus						Items of Other Comprehensive Income					
	Equity Share Capital Subscribed	Capital Reserve	Capital Reserve on Consolidation	Securities Premium	General Reserve	Other Reserves	Retained Earnings	Equity Instruments through Other Comprehensive Income	Exchange differences on translating the financial statement of foreign operations	Total Other Equity	Equity attributable to owners of the company	Non Controlling Interests	Total Equity
Balance as at April 1, 2020	118.93	43.91	111.57	2,702.05	692.56	194.30	152.26	94.25	246.98	4,237.88	4,356.81	764.90	5,121.71
Profit / (Loss) for the year ended March 31, 2021	-	-	-	-	-	-	(720.11)	-	-	(720.11)	(720.11)	(75.52)	(795.63)
Other Comprehensive Income for the year ended March 31, 2021, net of taxes	-	-	-	-	-	-	29.97	195.81	14.58	240.36	240.36	26.91	267.27
Total Comprehensive Income for the year ended March 31, 2021	**-**	**-**	**-**	**-**	**-**	**-**	**(690.14)**	**195.81**	**14.58**	**(479.75)**	**(479.75)**	**(48.61)**	**(528.36)**
Adjustment on account of change in non controlling interest (Refer Note 32 (a))	-	-	-	-	-	-	(169.16)	-	-	(169.16)	(169.16)	(80.87)	(250.03)
Dividend	-	-	-	-	-	-	(59.46)	-	-	(59.46)	(59.46)	(0.85)	(60.31)
Transfer from Debenture Redemption Reserve to General Reserve	-	-	-	-	32.39	(32.39)	-	-	-	-	-	-	-
Realised loss on sale of investment transferred from Other Comprehensive Income	-	-	-	-	-	-	5.80	(5.80)	-	-	-	-	-
Balance as at March 31, 2021	**118.93**	**43.91**	**111.57**	**2,702.05**	**724.95**	**161.91**	**(760.70)**	**284.26**	**261.56**	**3,529.51**	**3,648.44**	**634.57**	**4,283.01**
Profit / (Loss) for the year ended March 31, 2022	-	-	-	-	-	-	(247.72)	-	-	(247.72)	(247.72)	(17.25)	(264.97)
Other Comprehensive Income for the year ended March 31, 2022, net of taxes	-	-	-	-	-	-	7.37	45.29	42.83	95.49	95.49	14.79	110.28
Total Comprehensive Income for the year ended March 31, 2022	**-**	**-**	**-**	**-**	**-**	**-**	**(240.35)**	**45.29**	**42.83**	**(152.23)**	**(152.23)**	**(2.46)**	**(154.69)**
Adjustment on account of change in non controlling interest (Refer Note 32 (a))	-	-	-	-	-	-	(0.04)	-	-	(0.04)	(0.04)	-	(0.04)
Dividend	-	-	-	-	-	-	(47.57)	-	-	(47.57)	(47.57)	(2.45)	(50.02)
Transfer from Debenture Redemption Reserve to General Reserve	-	-	-	-	103.20	(103.20)	-	-	-	-	-	-	-
Allocation of Shares on Rights basis (including share premium)	13.21	-	-	1,968.76	-	-	-	-	-	1,968.76	1,981.97	-	1,981.97
Allocation of Shares to Qualified Institutional Buyers (including share premium)	9.90	-	-	1,990.10	-	-	-	-	-	1,990.10	2,000.00	-	2,000.00
Issue expenses written off against Securities Premium	-	-	-	(36.01)	-	-	-	-	-	(36.01)	(36.01)	-	(36.01)
Change in ownership interests in subsidiaries	-	-	-	-	-	(332.31)	-	-	-	(332.31)	(332.31)	(36.65)	(368.96)
Transfer of capital reserve on acquisition adjustment on account of change in non controlling interest	-	-	(110.03)	-	-	110.03	-	-	-	-	-	-	-
Balance as at March 31, 2022	**142.04**	**43.91**	**1.54**	**6,624.90**	**828.15**	**(163.57)**	**(1,048.66)**	**329.55**	**304.39**	**6,920.21**	**7,062.25**	**593.01**	**7,655.26**

Gain of ₹ 7.37 crores (Previous Year ₹ 29.97 crores) on remeasurement of defined employee benefit plans (net of tax) is recognised as part of retained earnings.

The accompanying notes form an integral part of the consolidated financial statements (Refer Note 1 - 51)

As per our report of even date as attached

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 101248W/W-100022

Tarun Kinger
Partner
Membership No. 105003

Mumbai, April 27, 2022

For and on behalf of the Board

N. Chandrasekaran
Chairman
DIN: 00121863

Nasser Munjee
Director
DIN : 00010180

Giridhar Sanjeevi
Executive Vice President &
Chief Financial Officer

Puneet Chhatwal
Managing Director & CEO
DIN: 07624616

Beejal Desai
Senior Vice President – Corporate Affairs &
Company Secretary (Group)

Consolidated Statement of Cash Flows

for the year ended March 31, 2022

₹ crores

	March 31, 2022	March 31, 2021
Cash Flow From Operating Activities		
Profit / (Loss) Before Tax	(258.18)	(849.54)
Adjustments to reconcile net profit to net cash provided by operating activities:		
Depreciation and amortisation expenses on Property, plant and equipment	341.84	347.66
Amortisation expenses on Right-of-Use assets	64.21	61.97
Gain arising out of acquiring controlling stake in a joint venture	-	(82.04)
Profit on sale of investments	(6.05)	(5.63)
Profit on sale of a hotel property	(7.12)	(25.74)
Profit on disposal of Property, plant and equipment	(25.84)	(18.58)
Allowance for Doubtful Debts and advances	(1.72)	12.51
Dividend Income	(4.97)	(5.43)
Interest Income	(73.49)	(44.79)
Finance Cost	269.10	248.51
Interest on lease liability	158.56	154.31
Exchange (Gain)/ Loss on Long term borrowing/Assets (net)	(3.40)	(56.38)
Assets and Claims written off	21.69	3.29
Provision for disputed claims	26.39	10.69
Provision for Employee Benefits	2.05	11.32
Gain on investments carried at fair value through statement of profit and loss	(1.46)	(2.51)
Fair valuation (Gain)/ Loss on derivative contracts	(6.29)	(25.00)
	753.50	**584.16**
Cash Operating Profit before working capital changes	**495.32**	**(265.38)**
Adjustments for increase / decrease in operating assets and liabilities:		
Inventories	(7.95)	11.67
Other financial assets	25.34	107.38
Other financial liabilities	103.80	(195.72)
	121.19	**(76.67)**
Cash Generated from Operating Activities	**616.51**	**(342.05)**
Income taxes refund/(paid)	55.12	23.36
Net Cash Generated From Operating Activities (A)	**671.63**	**(318.69)**
Cash Flow From Investing Activities		
Payments for purchase of property, plant & equipment	(318.02)	(215.47)
Proceeds from disposal of property, plant and equipment	32.94	28.30
Capital subsidy received from Government	-	1.10
Purchase of current investments	(2,339.39)	(1,512.32)
Proceeds from sale / redemption of current investments	1,821.95	1,579.30
Additional Investment in a joint venture and a subsidiary	(543.94)	(73.00)
Disposal of long term investment	71.10	11.31
Option Deposit against purchase of shares repaid	(71.10)	-
Interest Receivable	11.70	17.60
Dividend received (includes dividend from joint ventures and associates)	7.58	6.98
Long Term Deposits repaid by joint venture	9.58	-
Bank Balances not considered as Cash & Cash Equivalents	(344.92)	14.60
Long Term Deposits refunded/ (placed)	11.39	(6.22)
Short term Loans (given) /repaid by other company	-	-
Proceeds from sale of hotel properties	16.00	31.69
Long-term deposits placed for hotel properties (net)	(1.50)	(3.04)
Short-term deposits placed with Others Companies	(5.84)	(0.49)
Net Cash Generated /(Used) In Investing Activities (B)	**(1,642.47)**	**(119.66)**
Carried over	**(970.84)**	**(438.35)**

Consolidated Statement of Cash Flows (Contd.)

for the year ended March 31, 2022

₹ crores

	March 31, 2022	March 31, 2021
Brought over	**(970.84)**	**(438.35)**
Cash Flow From Financing Activities		
Share issue and Loan arrangement expenses	(35.81)	(0.15)
Proceeds from issue of ordinary Shares	3,981.97	-
Interest and other borrowing costs paid	(280.57)	(232.08)
Payment of lease liability (including Interest)	(150.76)	(138.93)
Proceeds from long-term borrowings	1,286.38	1,040.57
Repayment of long-term borrowings	(2,819.54)	(402.24)
Proceeds from short-term borrowings	234.12	100.02
Repayment of short-term borrowings	(356.74)	(25.98)
Dividend and (including tax on dividend in previous period and Unclaimed dividend)	(52.44)	(60.05)
Settlement of cross currency Interest rate swap (net)	(147.83)	(0.79)
Net Cash Generated/(Used) In Financing Activities (C)	**1,658.78**	**280.37**
Net Increase/(Decrease) In Cash and Cash Equivalents (A + B + C)	**687.94**	**(157.98)**
Cash and Cash Equivalents - Opening	94.27	250.82
Add: Opening cash balance of Subsidiary on acquisition	-	1.60
Exchange difference on translation of foreign currency cash and cash equivalents	1.32	(0.17)
Cash and Cash Equivalents - Closing	**783.53**	**94.27**
Refer Note 19 (viii) for movement in financing activity		
The accompanying notes form an integral part of the consolidated financial statements (Refer Note 1 - 51)		

As per our report of even date as attached

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 101248W/W-100022

Tarun Kinger
Partner
Membership No. 105003

Mumbai, April 27, 2022

For and on behalf of the Board

N. Chandrasekaran
Chairman
DIN: 00121863

Puneet Chhatwal
Managing Director & CEO
DIN: 07624616

Nasser Munjee
Director
DIN: 00010180

Giridhar Sanjeevi
Executive Vice President &
Chief Financial Officer

Beejal Desai
Senior Vice President – Corporate Affairs &
Company Secretary (Group)

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 1. Corporate information

The Indian Hotels Company Limited ("IHCL" or the "Company"), and its subsidiaries (referred collectively as the "Group") is primarily engaged in the business of owning, operating & managing hotels, palaces and resorts. These consolidated financial statements of the Group also include the Group's interest in associates and joint ventures.

The Company is domiciled and incorporated in India in 1902 and has its registered office at Mandlik House, Mandlik Road, Mumbai –400 001, India. It is promoted by Tata Sons Private Limited (Formerly Tata Sons Limited), which holds a significant stake in the Company.

These consolidated financial statements for the year ended March 31, 2022 were approved by the Board of Directors and authorised for issue on April 27, 2022.

Note 2. Basis of preparation, Principles of consolidation and equity accounting, Critical accounting estimates and judgements, Significant accounting policies and Recent accounting pronouncements

The consolidated financial statements have been prepared on the following basis:

(a) Statement of compliance

These consolidated financial statements have been prepared in accordance with Ind AS as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and other provisions of the Companies Act, 2013 as amended from time to time.

(b) Basis of preparation

The Consolidated financial statements have been prepared on the historical cost basis, except for certain financial instruments that are measured at fair value at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

All assets and liabilities are classified as current and non-current as per company's normal operating cycle of 12 months which is based on the nature of business of the Group. 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.

(c) Principles of consolidation and equity accounting

(i) Subsidiaries

Subsidiaries are entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of that entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intra-Group transactions, balances and unrealised gains on transactions between entities within the Group are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group. Non-controlling interests in the results and equity of subsidiaries are shown separately in the Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and the Consolidated Balance Sheet respectively.

(ii) Joint ventures, associates and equity method accounting

Joint ventures are joint arrangements whereby the parties that have joint control of the arrangements have rights to the net assets and obligations for the liabilities, relating to the arrangement. Interests in joint ventures are accounted for using the equity method, after initially being recognised at cost in the Consolidated Balance sheet.

Associates are entities over which the Group has significant influence but not control or joint control. Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in the Consolidated Statement of Profit and Loss, and the Group's share of Other Comprehensive Income of the investee in Other Comprehensive Income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment. When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity. Unrealised gains on transactions between the Group and its Associates and its Joint Ventures are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group. The carrying amounts of equity accounted investments are tested for impairment.

The financial statements of subsidiaries, joint ventures and associates consolidated are drawn upto the same reporting date as that of the Company except one of the associate and joint venture which has the reporting date of December 31, 2021.

(iii) Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

When the Group ceases to consolidate an equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is re-measured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in Other Comprehensive Income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in Other Comprehensive Income are reclassified to the Statement of Profit and Loss. If the ownership interest in a joint venture or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in Other Comprehensive Income are reclassified to the Statement of Profit and Loss where appropriate.

(iv) Goodwill

a. Goodwill comprises the portion of the purchase price for an acquisition that exceeds the Group's share in the identifiable assets, with deductions for liabilities, calculated on the date of acquisition.

b. Goodwill arising from the acquisition of associates and joint ventures is included in the carrying value of the investment in associates and joint ventures.

c. Goodwill is deemed to have an indefinite useful life and is reported at acquisition value with deduction for accumulated impairments. An impairment test of goodwill is conducted once every year or more often if there is an indication of a decrease in value. The impairment loss on goodwill is reported in the Consolidated Statement of Profit and Loss.

d. Goodwill on acquisition of the foreign subsidiaries is restated at the rate prevailing at the end of the year.

(d) Critical accounting estimates and judgements

The preparation of consolidated financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make judgements, estimates and assumptions that affect the reported amounts of assets and liabilities, disclosures of contingent liabilities at the date of the financial statements and the reported amounts of revenue and expenses for the years presented. Actual results may differ from these estimates.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements pertain to:

- **Useful lives of property, plant and equipment and intangible assets:** The Group has estimated useful life of each class of assets based on the nature of assets, the estimated usage of the asset, the operating condition of the asset, past history of replacement, anticipated technological changes, etc. The Group reviews the useful life of property, plant and equipment and Intangible assets as at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.
- **Impairment testing:** Property, plant and equipment, Right-of-Use assets and Intangible assets that are subject to amortisation/depreciation are tested for impairment when events occur or changes in circumstances indicate that the recoverable amount of the cash generating unit is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to sell. The calculation involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions.
- **Impairment of investments:** The Group reviews its carrying value of investments annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.
- **Income Taxes:** Deferred tax assets are recognised to the extent that it is regarded as probable that deductible temporary differences can be realised. The Group estimates deferred tax assets and liabilities based on current tax laws and rates and in certain cases, business plans, including management's expectations regarding the manner and timing of recovery of the related assets. Changes in these estimates may affect the amount of deferred tax liabilities or the valuation of deferred tax assets and the tax charges in the Consolidated Statement of Profit and Loss.

  Provision for tax liabilities require judgements on the interpretation of tax legislation, developments in case law and the potential outcomes of tax audits and appeals which may be subject to significant uncertainty. Therefore the actual results may vary from expectations resulting in adjustments to provisions, the valuation of deferred tax assets, cash tax settlements and the tax charge in the Consolidated Statement of Profit and Loss.
- **Loyalty programme:** The Group estimates the fair value of points awarded under the Loyalty programme by applying statistical techniques. Inputs include making assumptions about expected breakages, the mix of products that will be available for redemption in the future and customer preferences, redemption at own hotels and other participating hotels.

  The group assessed whether the loyalty points provide a material right to the customer that needs to be accounted for as a separate performance obligation. The group determines that the loyalty points provide a material right that the customer would not exercise without entering into the contract.
- **Fair value measurement of derivative and other financial instruments:** The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. This involves significant judgements in the selection of a method in making assumptions that are mainly based on market conditions existing at the Balance Sheet Date and in identifying the most appropriate estimate of fair value when a wide range of fair value measurements are possible.
- **Litigation:** From time to time, the Group is subject to legal proceedings the ultimate outcome of each being always subject to many uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a payment will be made and the amount of the loss can be reasonably

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

estimated. Significant judgement is made when evaluating, among other factors, the probability of unfavorable outcome and the ability to make a reasonable estimate of the amount of potential loss. Litigation provisions are reviewed at each accounting period and revisions made for the changes in facts and circumstances.

- **Defined benefit plans:** The cost of the defined benefit plans and the present value of the defined benefit obligation are based on actuarial valuation 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 the discount rate, future salary increases 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 Balance Sheet Date.
- **Determination of control:** The group has exercised its judgement not to consolidate entities with majority holding where the group does not have any power or control over or exposure to entity and does not have any rights to variable returns from its involvement with the entity. Also, for all strategic investments in entities where there is a contractual agreement in the form of joint venture agreement were classified as joint venture.
- **Recognition of deferred tax liability on undistributed profits:** The extent to which the group can control the timing of reversal of deferred tax liability on undistributed profit of its subsidiaries requires judgement.
- **Leases:**
- **Critical judgements in determining the lease term:** Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The group makes an assessment on the expected lease term on a lease-by-lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the group considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to group's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.
- **Critical judgements in determining the discount rate:** The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

(e) Estimation uncertainty due to COVID-19:

The Group has taken into account the possible effects that may result from the pandemic relating to COVID-19 in the preparation of these consolidated financial statements including the recoverability of carrying amounts of financial and non-financial assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Group has considered internal and external sources of information and has performed sensitivity analysis on the assumptions used and based on current estimates, expects to recover the carrying amount of these assets. The impact of COVID-19 may be different from that estimated as at the date of approval of these consolidated financial results and the Group will continue to closely monitor any material changes to future economic conditions.

Significant accounting policies

(f) Revenue recognition

Revenue is recognised at an amount that reflects the consideration to which the Group expects to be entitled in exchange for transferring the goods or services to a customer i.e. on transfer of control of the goods or service to the customer. Revenue from sales of goods or rendering of services is net of Indirect taxes, returns and discounts.

Income from operations

Rooms, Food and Beverage & Banquets: Revenue is recognised at the transaction price that is allocated to the performance obligation. Revenue includes room revenue, food and beverage sale and banquet services which is recognised once the rooms are occupied, food and beverages are sold and banquet services have been provided as per the contract with the customer.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Space and shop rentals: Rentals basically consists of rental revenue earned from letting of spaces for retails and office at the properties. These contracts for rentals are generally of short term in nature. Revenue is recognized in the period in which services are being rendered.

Other Allied services: In relation to the, laundry income, communication income, health club income, airport transfers income and other allied services, the revenue has been recognized by reference to the time of service rendered.

Management and Operating fees: Management fees earned from hotels managed by the Group are usually under long-term contracts with the hotel owner. Under Management and Operating Agreements, the Group performance obligation is to provide hotel management services and a license to use the Company's trademark and other intellectual property.

Management and incentive fee is earned as a percentage of revenue and profit and are recognised when earned in accordance with the terms of the contract based on the underlying revenue, when collectability is certain and when the performance criteria are met. Both are treated as variable consideration.

Membership Fees: Membership fee income majorly consists of membership fees received from the loyalty program and Chamber membership fees. Income is earned when the customer enrolls for membership programs. In respect of performance obligations satisfied over a period of time, revenue is recognised at the allocated transaction price on a time-proportion basis.

Loyalty program: The Group operates loyalty programme, which provides a material right to customers that they would not exercise without entering in to a contract and the eligible customers earns points based on their spending at the hotels. The points so earned by such customers are accumulated. The revenues related to award points is deferred and a contract liability is created and on redemption/ expiry of such award points, revenue is recognised at pre-determined rates.

Contract balances

a) Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

b) Contract liabilities

A contract liability is the obligation to transfer services to a customer for which the Group has received consideration from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Group performs under the contract.

Interest

Interest income is accrued on a time proportion basis using the effective interest rate method.

Dividend

Dividend income is recognised when the Group's right to receive the amount is established.

(g) Employee Benefits

i. Short term Employee Benefits

The costs of all short-term employee benefits (that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service) are recognised during the period in which the employee renders the related service. The accruals for employee entitlements to benefits such as salaries, bonuses and annual leave represent the amounts which the Group has a present obligation to pay as a result of the employee's services and the obligation can be measured reliably. The accruals have been calculated at undiscounted amounts based on current salary levels at the Balance Sheet date.

ii. Post-Employment Benefits:

Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

a) **Provident and family pension fund**

The eligible employees of domestic components of the Group are entitled to receive post-retirement benefits in respect of provident fund and family pension fund a defined contribution plan, in which both employees and the Group make monthly contributions at a specified percentage of the covered employees' salary (currently 12% of employees' eligible salary). The contributions are made to the provident fund managed by the trust set up by the Group, or to the Regional Provident Fund Commissioner (RPFC) which are charged to the Statement of Profit and Loss as incurred.

Employee benefits arising out of contributions towards Provident Fund and Family Pension Scheme to Regional Provident Fund Commissioner or the Central Provident Commissioner and Social Security etc. paid/payable during the year are recognised as expense in the Statement of Profit and Loss account in the period in which the employee renders services.

Eligible employees of some of the overseas components of the Group are members of defined contribution plans. These plans, in addition to employee contribution, require the Group to make contributions equivalent to a pre-define percentage of each eligible participant's plan compensation for each year. The Group may also make a profit sharing contribution of uniform percentage of eligible participant's plan compensation based on profit as defined. The Group recognised such contribution as an expense in the year in which the employee renders service.

b) **Superannuation**

The Group has a defined contribution plan for eligible employees of its domestic components, wherein it annually contributes a sum equivalent to a defined percentage of the eligible employee's annual basic salary to a fund administered by the trustees. The Group recognises such contributions as an expense in the year in which the corresponding services are received from the employees.

c) **Others**

The Group also has separate funded and unfunded schemes, which guarantee a minimum pension to certain categories of employees. The Group accounts for the net present value of its obligation therein, based on independent external actuarial valuations carried out at the Balance Sheet date.

Certain international subsidiaries operate a defined contribution pension scheme and the pension charge represents the amounts paid/payable by them to the fund in the period in which the employee renders services.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method.

a) **Gratuity**

The Group accounts for the net present value of its obligations for gratuity benefits, based on independent actuarial valuations, determined on the basis of the projected unit credit method, carried out as at the Balance Sheet date. The obligation determined as aforesaid less the fair value of the plan assets is reported as a liability or asset as of the reporting date. Actuarial gains and losses are recognised immediately in Other Comprehensive Income and reflected in retained earnings and will not be reclassified to the Statement of Profit and Loss.

In case of funded scheme, the Group makes annual contributions to gratuity funds administered by the trustees for amounts notified by the funds in respect of eligible employee in case of certain domestic components and the parent / company.

b) **Post-Retirement Pension Scheme and Medical Benefits**

The net present value of the Group's obligation towards post retirement pension scheme for retired whole time directors and post- employment medical benefits to qualifying employees is actuarially determined, based on the projected unit credit method. Actuarial gains and losses are recognised immediately in the Other Comprehensive Income and reflected immediately in retained earnings and will not be reclassified to the Statement of Profit and Loss.

The Group also participates in an industry-wide defined benefit plan which provides pension linked to final salaries in respect of employees of certain overseas hotel properties. The plan is funded in a manner such that contributions are set at a level that is expected to be sufficient to pay the benefits falling due in the same period. It is not practicable to determine the present values of the Group's obligations as the covered hotel properties have not received information from the plan's administrator. In the absence of sufficient information the plan has been accounted as if it was a defined contribution plan.

The Group also has separate funded and unfunded schemes, which guarantee a minimum pension to certain categories of employees. The Group accounts for the net present value of its obligations therein, based on an independent external actuarial valuation, carried out as at the Balance Sheet date, which is determined on the basis of the projected unit credit method. Actuarial gains and losses are recognised immediately in Other Comprehensive Income and reflected in retained earnings and will not be reclassified to the Statement of Profit and Loss.

c) **Provident Fund Trust**

In respect of contribution to the trust set up by the Group, since the Group is obligated to meet interest shortfall, if any, with respect to covered employees, such employee benefit plan is classified as Defined Benefit Plan. Any obligation in this respect is measured on the basis of independent actuarial valuation.

Other Long-term Employee Benefits

The Group provides for encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment/ availment. The Company makes provision for compensated absences based on an independent actuarial valuation carried out at the end of the year. Actuarial gains and losses are recognised in the Statement of Profit and Loss.

(h) **Property, Plant and Equipment**

Property, plant and equipment are stated at cost less accumulated depreciation (other than freehold land) and accumulated impairment losses, if any.

All property, plant and equipment are initially recorded at cost. Cost includes the acquisition cost or the cost of construction, including duties and non-refundable taxes, expenses directly related to bringing the asset to the location and condition necessary for making them operational for their intended use and, in the case of qualifying assets, the attributable borrowing costs (refer note no. 2(q) below). Initial estimate of costs of dismantling and removing the item and restoring the site on which it is located is also included if there is an obligation to restore it. First time issues of operating supplies for a new hotel property, consisting of linen and chinaware, glassware and silverware (CGS) are capitalised and depreciated over their estimated useful life.

Subsequent expenditure relating to property, plant and equipment is capitalised only when it is probable that future economic benefits associated with these will flow to the Group and the cost of the item can be measured reliably.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater that its estimated recoverable amount.

Indian Entities

Depreciation is charged to Statement of Profit and Loss so as to expense the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight line method, as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, in whose case the life of the assets had been re-assessed as under based on technical evaluation, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support, etc.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

The estimated useful lives of the assets are as follows:

Class of Assets	Estimated Useful Life
Building	30 to 80 years
Plant and Equipment	5 to 20 years
Electrical Installation and Equipment	20 years
Hotel Wooden Furniture	15 years
End User devices – Computers, Laptops etc.	6 years
Operating supplies (issued on opening of a new hotel property)	2 to 3 years
Other miscellaneous hotel assets	4 years

In respect of buildings on leasehold land, depreciation is based on the tenure which is lower of the life of the buildings or the expected lease period. Improvements to leasehold buildings are depreciated on the basis of their estimated useful lives or the expected lease period, whichever is lower.

Freehold land is not depreciated.

The assets' useful lives and residual values are reviewed at the Balance Sheet date and the effects of any changes in estimates are accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss. Proportionate depreciation is charged for the addition and disposal made during the year.

For transition to Ind AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment recognised as of April 1, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Capital work in progress represents projects under which the property, plant and equipment's are not yet ready for their intended use and are carried at cost determined as aforesaid.

International Entities

Depreciation on assets is provided at Straight Line Method (SLM) based on the estimated useful life detailed below. In respect of improvements in the nature of structural changes and major refurbishment to buildings occupied on lease, depreciation is provided for over the period of the lease.

Class of Assets	Estimated Useful Life
Long term lease hold property	Over the term of lease
Plant and Equipment	5 to 20 years
Electrical Installation and Equipment	20 years

In respect of Leasehold Buildings, depreciation on buildings on leased properties is based on the tenure which is lower of the life of the buildings or the expected lease period. Improvements to buildings are depreciated on the basis of their estimated useful lives. Freehold land is not depreciated.

(i) Intangible Assets

Intangible assets include cost of acquired software and designs, cost incurred for development of the Company's website and certain contract acquisition costs including the lease rights acquisition costs. Intangible assets are initially measured at acquisition cost including any directly attributable costs of preparing the asset for its intended use.

Expenditure on projects which are not yet ready for intended use are carried as intangible assets under development.

Intangible assets with finite lives are amortised over their estimated useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. Intangible assets with indefinite useful lives are tested for impairment at least annually, and whenever there is an indication that the

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

asset may be impaired. The estimated useful life used for amortising for other intangible assets is as under:

Class of Assets	Estimated Useful Life
Website Development Cost	5 years
Software and Licences	6 years
Service and Operating Rights	10 years
Leasehold property rights	Over the term of lease

An intangible assets is derecognised on disposal, or when no future economic benefits are expected to arise from the continued use of the asset. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognised in the Statement of Profit and Loss when the asset is derecognised.

For transition to Ind AS, the Company has elected to continue with carrying value of all of its intangible assets recognised as of April 1, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

(j) Impairment of Assets

Goodwill which has an indefinite useful life is not subject to amortisation and is tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

(k) Foreign Currency Translation

Functional and presentation currency

The functional currency and presentation currency of the Company is Indian Rupee (₹).

Initial Recognition

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Subsequent Recognition

As at the reporting date, non-monetary items which are carried at historical cost and denominated in a foreign currency are reported using the exchange rate at the date of the transaction. All non-monetary items which are carried at fair value denominated in a foreign currency are retranslated at the rates prevailing at the date when the fair value was determined. Foreign currency denominated monetary assets and liabilities are translated at the exchange rate prevailing on the Balance Sheet date and exchange gains and losses arising on settlement and restatement are recognised in the Statement of Profit and Loss. Income and expenses in foreign currencies are recorded at exchange rates prevailing on the date of the transaction.

Translation of financial statements of foreign operations

Assets and liabilities of foreign entities are translated into Indian Rupees on the basis of the closing exchange rates as at the end of the year. Income and expenditure

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

and cash flow are generally translated using average exchange rates for the period unless those rates do not approximate the actual exchange rates at the dates of specific transactions, in which case the exchange rates as at the dates of transaction are used. All resulting exchange differences are recognised in Other Comprehensive Income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities are recognised in Other Comprehensive Income. When a foreign operation is sold, the associated exchange differences are reclassified to the Statement of Profit and Loss, as a part of gain or loss on sale.

(l) Lease

On inception of a contract, the Group assesses whether it contains a lease. A contract contains a lease when it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The right to use the asset and the obligation under the lease to make payments are recognised in the Group statement of financial position as a right-of-use asset and a lease liability.

Right to Use Assets

The right-of-use asset recognised at lease commencement includes the amount of lease liability recognised, initial direct costs incurred, and lease payments made at or before the commencement date, less any lease incentives received. Right-of-use assets are depreciated to a residual value over the shorter of the asset's estimated useful life and the lease term. Right-of-use assets are also adjusted for any re-measurement of lease liabilities and are subject to impairment testing. Residual value is reassessed annually.

Lease Liabilities

The lease liability is initially measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments (including 'in-substance fixed' payments) and variable lease payments that depend on an index or a rate, less any lease incentives receivable. 'In-substance fixed' payments are payments that may, in form, contain variability but that, in substance, are unavoidable. In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease term includes periods subject to extension options which the Group is reasonably certain to exercise and excludes the effect of early termination options where the Group is reasonably certain that it will not exercise the option. Minimum lease payments include the cost of a purchase option if the Group is reasonably certain it will purchase the underlying asset after the lease term.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the 'in-substance fixed' lease payments or as a result of a rent review or change in the relevant index or rate.

Variable Lease

Variable lease payments that do not depend on an index or a rate are recognised as an expense in the period over which the event or condition that triggers the payment occurs.

Short-term leases and leases of low-value assets

The Group has opted not to apply the lease accounting model to intangible assets, leases of low-value assets or leases which have a term of less than 12 months. Costs associated with these leases are recognised as an expense on a straight-line basis over the lease term.

Presentation of lease payments in Cash Flow Statements:

Lease payments are presented as follows in the Group statement of cash flows:

- Short-term lease payments, payments for leases of low-value assets and variable lease payments that are not included in the measurement of the lease liabilities are presented within cash flows from operating activities;
- Payments for the interest element of recognised lease liabilities are included in 'interest paid' within cash flows from financing activities; and
- Payments for the principal element of recognised lease liabilities are presented within cash flows from financing activities.

COVID-19-related rent concessions

Rent concessions occurring as a direct consequences of COVID -19 are not accounted as lease modification as per the practical expedient to Ind AS 116. The Group has applied the practical expedient retrospectively to all eligible rent concession and the waiver of lease payments has been accounted as "Other Income" in the statement of profit & loss. The Group has derecognised the part of lease liability that has been extinguished by the forgiveness of lease payments.

(m) 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. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and selling expenses. Cost includes the cost of 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.

(n) Government Grants

Government grants are recognised in the period to which they relate when there is reasonable assurance that the grant will be received and that the Group will comply with the attached conditions.

Government grants are recognised in the Statement of Profit and Loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate. Government grants which are essentially in the nature of reimbursements are netted of against the related expenses.

Government grants related to assets are presented in the balance sheet by deducting the grant in calculating the carrying amount of the asset.

(o) Income Taxes

Income tax expense comprises of current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity, respectively.

Current tax

Current Tax expenses are accounted in the same period to which the revenue and expenses relate. Provision for current income tax is made for the tax liability payable on taxable income after considering tax allowances, deductions and exemptions determined in accordance with the applicable tax rates at the end of the reporting period in the countries where the company and its subsidiaries and its associates and joint ventures operate and generate taxable income.

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

Deferred tax

Deferred tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of the goodwill. The deferred tax is also not accounted if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profits/(taxable loss).

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised. Therefore, in case of a history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is other convincing evidence that sufficient taxable profit will be available against which such deferred tax assets can be realised. Deferred tax assets positions are reviewed at each reporting date and

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

are recognised/reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax liabilities are generally recognised for all taxable temporary differences except in respect of taxable temporary differences between the carrying amount and the tax bases of investments in subsidiaries, associates and interests in joint ventures where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

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 realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

Minimum Alternative Tax ("MAT") credit forming part of deferred tax asset is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a reasonable certainty to the effect that the Company will pay normal income tax during the specified period.

(p) Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Group has a binding present obligation. This may be either legal because it derives from a contract, legislation or other operation of law, or constructive because the Group created valid expectations on the part of third parties by accepting certain responsibilities. To record such an obligation it must be probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation. The amount recognised as a provision and the indicated time range of the outflow of economic benefits are the best estimate (most probable outcome) of the expenditure required to settle the present obligation at the Balance Sheet date, taking into account the risks and uncertainties surrounding the obligation. Non-current provisions are discounted if the impact is material.

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 Group 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.

A contingent asset is not recognised but disclosed in the financial statements where an inflow of economic benefit is probable.

Provisions, contingent assets and contingent liabilities are reviewed at each balance sheet date.

(q) Borrowing Costs

General and specific borrowing costs directly attributable to the acquisition or construction of qualifying assets that necessarily takes substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds.

Interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. Borrowing costs that are not directly attributable to a qualifying asset are recognised in the Statement of Profit and Loss using the effective interest method.

(r) Statement of cash flows

Cash flows are reported using the indirect method, whereby profit/ (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. Cash flows for the year are classified by operating, investing and financing activities.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

(s) Earnings per share

Basic earnings per share is computed by dividing the Profit or Loss after tax by the weighted average number of equity shares outstanding during the year adjusting the bonus element for all the reported period arising on account of issue of equity shares on rights and including potential equity shares on compulsory convertible debentures. Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share.

(t) Exceptional items

Exceptional items are disclosed separately in the financial statements where it is necessary to do so to provide further understanding of the financial performance of the Company. These items are identified by virtue of either their size or nature or incidence. Exceptional items include, but are not restricted to:

(i) gains and losses on the disposal / impairment of non-current investments, hotel property etc

(ii) exchange gain/ (loss) on long term borrowings and derivative instruments.

(u) Financial Instruments

a. Financial assets

Initial recognition and measurement

Financial assets are recognised when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial assets at initial recognition.

When financial assets are recognised initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss, directly attributable transaction costs. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the Statement of Profit and Loss.

Classification

- Cash and cash equivalents - Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.
- Debt Instruments - The Group classifies its debt instruments as subsequently measured at amortised cost, fair value through Other Comprehensive Income or fair value through profit or loss based on its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset:

i. Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest. Interest income from these financial assets is included as a part of the Group's income in the Statement of Profit and Loss using the effective interest rate method.

ii. Financial assets at Fair Value through Other Comprehensive Income ("FVOCI")

Financial assets are subsequently measured at fair value through Other Comprehensive Income if these financial assets are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest. Movements in the carrying value are taken through Other Comprehensive Income, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains or losses which are recognised in the Statement of Profit and Loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in Other Comprehensive Income is reclassified from Other Comprehensive Income to the Statement of Profit and Loss. Interest income on such financial assets is included as a part of the Company's income in the Statement of Profit and Loss using the effective interest rate method.

iii. Financial assets at Fair Value through Statement of Profit and Loss ("FVTPL")

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on such debt instrument that is subsequently measured at FVTPL and is not

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

part of a hedging relationship as well as interest income is recognised in the Statement of Profit and Loss.

- **Equity Instruments -** The Group subsequently measures all equity investments (other than the investment in joint ventures and associates which are measured using equity method of accounting) at fair value. Where the Group has elected to present fair value gains and losses on equity investments in Other Comprehensive Income, there is no subsequent reclassification of fair value gains and losses to Statement of Profit and Loss. Dividends from such investments are recognised in the Statement of Profit and Loss as other income when the Group's right to receive payment is established.

The Group has made an irrevocable election to present in Other Comprehensive Income subsequent changes in the fair value of equity investments not held for trading.

When the equity investment is derecognised, the cumulative gain or loss previously recognised in Other Comprehensive Income is reclassified from Other Comprehensive Income to the Retained Earnings directly.

De-recognition

A financial asset is derecognised only when the Group has transferred the rights to receive cash flows from the financial asset. Where the Group has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the Group has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

Impairment of financial assets

The Group assesses, at each reporting date, whether a financial asset or a group of financial assets is impaired. Ind AS-109 on Financial Instruments requires expected credit losses to be measured through a loss allowance. For trade receivables only, the Group recognises expected lifetime losses using the simplified approach permitted by Ind AS-109, from initial recognition of the receivables. For other financial assets (not being equity instruments or debt instruments measured subsequently at FVTPL) the expected credit losses are measured at the 12 month expected credit losses or an amount equal to the lifetime expected credit losses if there has been a significant increase in credit risk since initial recognition.

b. **Financial liabilities**

Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value plus in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

Subsequent measurement

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised, and through the amortisation process.

De-recognition

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. 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 a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in Statement of Profit and Loss.

Derivatives contracts

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged and the type of hedge relationship designated. The fair value changes of derivatives which are not designated as a hedging instrument are accounted through Statement of Profit and Loss. During the years reported, no hedge relationship was designated.

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

(v) **Financial guarantee contracts**

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the Company are measured at their fair values and recognised as income in the Statement of Profit and Loss.

(w) **Business combination**

The Group uses the "acquisition method" of accounting to account for its business combinations as per which the identifiable assets or liabilities (and contingent liabilities) assumed are recognised at their fair values (with limited exceptions). Goodwill is measured as the excess of the sum of the consideration transferred, the amount of non-controlling interests of the acquire, and the fair value of the acquirer's previously held equity interests in the acquiree over the net of the acquisition date amounts of identifiable assets acquired and the liabilities assumed. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in Other Comprehensive Income and accumulated in equity as Capital Reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as Capital Reserve.

Transaction costs incurred (other than debt / equity instrument related) in connection with a business combination, such as legal fees, due diligence fees and other professional and consulting fees are expensed as incurred.

If the Group obtains control over one or more entities that are not businesses, then the bringing together of those entities are not business combinations. The cost of acquisition is allocated among the individual identifiable assets and liabilities of such entities, based on their relative fair values at the date of acquisition. Such transactions do not give rise to goodwill and no non-controlling interest is recognised.

In case of business combinations involving entities under common control, the above policy done not apply. Business combinations of entities under common control are accounted using the "pooling of interests" method and assets and liabilities are reflected at the predecessor carrying values and the only adjustments that are made are to harmonise accounting policies. The figures for the previous periods are restated as if the business combination had occurred at the beginning of the preceding period irrespective of the actual date of the combination.

(x) Previous year figures have been re-grouped / re-classified wherever necessary, to conform to current year's classification in compliance with the requirements of the amended Schedule III to the Companies Act, 2013 effective April 1, 2021.

(y) **Recent accounting pronouncements**

New and amended standards adopted by the Group:

On June 18, 2021, MCA through a notification has notified Companies (Indian Accounting Standards) Amendment

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Rules, 2021. The notification has made amendments to various Ind AS. One of the key amendments is:

Ind AS 116 – COVID-19-Related Rent Concessions:
The economic challenges presented by the COVID-19 pandemic have persisted longer than anticipated, and therefore the practical expedient relating to rent concessions arising as a consequence of COVID-19 has been modified. Accordingly, lessees are now exempted from assessing whether a COVID-19-related rent concession is a lease modification, if the reduction in lease payments affects only payments originally due on or before June 30, 2022 (earlier upto June 30, 2021). A lessee should apply the amendments for annual reporting periods beginning on or after April 1, 2021. The Group has benefited from waiver of lease payments of ₹ 22.14 crores on certain hotel properties.

Other amendments do not have any impact on the financial statements of the Group.

New Standards or other amendments issued but not yet effective:
Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 1st, 2022, Key amendments are as below:

Ind AS 16 – Property Plant and equipment-
The amendment clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognized in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment.

Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets –
The amendment specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that related directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

None of the amendments notified by MCA, which are applicable from April, 1,2022, are expected to have any material impact on the consolidated financial statements of the Group.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 3 : Property, plant and equipment (Owned, unless otherwise stated)

₹ crores

	Freehold land	Buildings (Refer Footnote ii and vii)	Plant and machinery	Furniture & fixtures (Refer Footnote iii)	Office equipment (Refer Footnote iii)	Vehicles	Total
Cost							
As at April 1, 2020	265.62	4,181.74	1,401.66	671.49	87.70	13.94	6,622.15
Translation adjustment (Refer Footnote iv)	(3.04)	58.33	3.92	5.25	(0.40)	-	64.06
Addition on acquisition (Refer Footnote viii)	64.80	384.19	39.11	28.03	2.69	-	518.82
Additions (Refer Footnote v)	22.11	153.29	90.27	39.35	4.64	0.40	310.06
Disposals (Refer Footnote vii)	1.35	12.97	8.25	1.53	1.51	0.43	26.04
At March 31, 2021	**348.14**	**4,764.58**	**1,526.71**	**742.59**	**93.12**	**13.91**	**7,489.05**
Translation adjustment (Refer Footnote iv)	7.21	40.20	1.61	3.89	0.65	-	53.56
Additions (Refer Footnote v)	0.85	187.24	52.00	47.87	8.47	1.48	297.91
Disposals (Refer Footnote vii)	3.60	11.13	12.80	2.80	1.39	0.64	32.36
At March 31, 2022	**352.60**	**4,980.89**	**1,567.52**	**791.55**	**100.85**	**14.75**	**7,808.16**
Accumulated Depreciation							
As at April 1, 2020	-	571.09	448.12	275.95	51.98	4.36	1,351.50
Translation adjustment (Refer Footnote iv)	-	5.61	1.56	2.66	(0.23)	-	9.60
Addition on acquisition (Refer Footnote viii)	-	34.77	22.29	24.97	2.41	-	84.44
Charge for the year	-	148.82	101.71	60.45	12.08	1.24	324.30
Disposals	-	1.41	4.76	0.82	1.41	0.39	8.79
At March 31, 2021	**-**	**758.88**	**568.92**	**363.21**	**64.83**	**5.21**	**1,761.05**
Translation adjustment (Refer Footnote iv)	-	7.45	1.20	3.31	0.47	-	12.43
Charge for the year	-	148.79	98.99	62.21	10.09	2.31	322.39
Disposals	-	2.50	7.63	1.72	1.32	0.46	13.63
At March 31, 2022	**-**	**912.62**	**661.48**	**426.99**	**74.08**	**7.06**	**2,082.23**
Net Block							
At March 31, 2021	**348.14**	**4,005.70**	**957.79**	**379.38**	**28.29**	**8.70**	**5,728.00**
At March 31, 2022	**352.60**	**4,068.27**	**906.04**	**364.56**	**26.77**	**7.69**	**5,725.93**

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 3 : Property, plant and equipment (Owned, unless otherwise stated) (contd.)

Footnotes :

(i) Capital work-in-progress

₹ crores

	March 31, 2022	March 31, 2021
Capital work-in-progress	193.31	164.99

Capital work in progress ageing as given below :

₹ crores

	Less than 1 year	1-2 years	2- 3 years	More than 3 years	Total
Projects in progress	97.37	13.62	23.77	57.01	191.77
	78.95	*27.72*	*4.09*	*50.96*	*161.72*
Projects temporarily suspended	0.18	0.86	0.32	0.18	1.54
	0.71	*0.03*	*-*	*2.53*	*3.27*
	97.55	**14.48**	**24.09**	**57.19**	**193.31**
	79.66	**27.75**	**4.09**	**53.49**	**164.99**

Capital work in progress temporarily suspended ageing as given below :

₹ crores

	Less than 1 year	1-2 years	2- 3 years	More than 3 years	Total
Hotel Renovations	0.18	0.86	0.32	0.18	1.54
	0.71	*0.03*	*-*	*2.53*	*3.27*
	0.18	**0.86**	**0.32**	**0.18**	**1.54**
	0.71	**0.03**	**-**	**2.53**	**3.27**

* Figures in italics are of the previous year

(ii) Cost includes improvements to buildings constructed on leasehold land ₹ 3,376.54 crores; (Previous year ₹ 3,190.73 crores)

(iii) Furniture, Fixtures and Office Equipment as at the year end include assets acquired on finance lease: Cost ₹ 5.24 crores (Previous year ₹ 5.30 crores), Accumulated Depreciation ₹ 3.16 crores (Previous year ₹ 2.28 crores), Depreciation for the year ₹ 0.92 crore (Previous year ₹ 0.87 crore) and carrying value as at the reporting date of ₹ 2.08 crores (Previous year ₹ 3.02 crores).

(iv) Adjustment on account of foreign exchange translation difference on opening balance and depreciation charge for the year is reflected as "Translation Adjustment".

(v) Addition includes ₹ 4.42 crores (Previous year ₹ 1.00 crores) on account of interest cost on borrowings capitalised on certain qualifying assets (Refer Note 27).

(vi) For details of pledged assets refer Note 19 footnote (ii).

(vii) Disposals include adjustment of ₹ 1.05 crores (Previous year - ₹ 1.07 crores) comprising of residential flats, re-classified as held for sale.

(viii) During the previous year, Group has acquired entire stake in a jointly controlled entity, IHMS SA Pty limited (IHMS SA) consequently IHMS SA along with its subsidiary has become a wholly owned subsidiaries and due to which net block increase by ₹ 434.38 crores in the previous year.

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 4 : Right-of-Use assets

₹ crores

	Leased Land	Buildings	Plant and Machinery - Leased	Office Premises	Total
Cost					
As at April 1, 2020 (Refer Note 37)	194.38	1,416.80	-	35.60	1,646.78
Translation adjustment (Refer Footnote iii)	-	6.35	-	-	6.35
Addition on acquisition (Refer Footnote v)	-	6.48	-	0.43	6.91
Additions	9.58	1.96	-	10.27	21.81
Disposals	0.03	24.37	-	-	24.40
At March 31, 2021	**203.93**	**1,407.22**	**-**	**46.30**	**1,657.45**
Translation adjustment (Refer Footnote iii)	-	6.21	-	0.03	6.24
Opening Adjustments	-	5.75	-	0.09	5.84
Additions	12.07	17.74	6.97	-	36.78
At March 31, 2022	**216.00**	**1,436.92**	**6.97**	**46.42**	**1,706.31**
Accumulated Amortisation					
As at April 1, 2020 (Refer Note 37)	3.34	53.16	-	7.00	63.50
Translation adjustment (Refer Footnote iii)	-	0.14	-	0.02	0.16
Addition on acquisition (Refer Footnote v)	-	1.37	-	0.23	1.60
Charge for the year (Refer Footnote i)	3.63	52.05	-	7.49	63.17
Disposals	-	0.72	-	-	0.72
At March 31, 2021	**6.97**	**106.00**	**-**	**14.74**	**127.71**
Translation adjustment (Refer Footnote iii)	-	0.85	-	0.01	0.86
Charge for the year (Refer Footnote i)	3.92	52.75	0.15	7.50	64.32
At March 31, 2022	**10.89**	**159.60**	**0.15**	**22.25**	**192.89**
Net Block					
At March 31, 2021	**196.96**	**1,301.22**	**-**	**31.56**	**1,529.74**
At March 31, 2022	**205.11**	**1,277.32**	**6.82**	**24.17**	**1,513.42**

Footnotes :

(i) Amortisation includes ₹ 0.11 crores (Previous year ₹ 1.20 crores) which is capitalised during the year.

(ii) The Group's leased assets mainly comprise land and hotel properties and offices. Leases contain a wide range of different terms and conditions. The term of property leases ranges from 1 to 198 years. Many of the Group's property leases contain extension or early termination options, which are used for operational flexibility.

One of the land lease agreement with the Government has expired and is in an advanced stage of renewal. In the absence of a definitive agreement and uncertainty about the timing of the cash flows, this lease is not included in the calculation of Right-of-Use Assets and corresponding Lease liabilities. The rental for this land continues to be provided as lease expense on a best estimate.

(iii) Adjustment on account of foreign exchange translation difference on opening balance and depreciation charge for the year is reflected as Translation Adjustment.

(iv) Variable lease payments are payable under certain of the Group's hotel leases and arise where the Group is committed to making additional lease payments that are contingent on the performance of the hotels. (Refer Note 37 (c))

(v) During previous year, Group has acquired entire stake in a jointly controlled entity, IHMS SA Pty limited (IHMS SA) consequently IHMS SA along with its subsidiary has become a wholly owned subsidiaries and due to which net block increase by ₹ 5.31 crores.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 5 : Goodwill

₹ crores

	March 31, 2022	March 31, 2021
Opening Balance	610.97	614.58
Add : Foreign Exchange fluctuation for the year	11.94	(3.61)
Closing Balance	**622.91**	**610.97**

Footnote :

Goodwill represents the cost of acquired business as established at the date of acquisition of the business in excess of the acquirer's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities less accumulated impairment losses, if any

The Group tests goodwill for impairment at least annually, or more frequently if events or changes in circumstances indicate that it might be impaired. For the purpose of impairment testing, goodwill, which arose on acquisition of the assets/entities, is allocated to a cash generating unit "CGU" representing the lowest level with the Group at which goodwill is monitored for internal management reporting purposes.

The recoverable value of the CGU is determined on the basis of 'fair value less cost to sell'. The Group determined fair values using the market approach, when available and appropriate, or the income approach, or a combination of both. The Group assesses the valuation methodology based upon the relevance and availability of the data at the time the valuation is performed. If multiple valuation methodologies are used, the results are weighted appropriately.

Valuations using the market approach are derived from metrics of publicly traded companies or historically completed transactions of comparable businesses. The selection of comparable businesses is based on the markets in which the reporting units operate giving consideration to risk profiles, size, geography, and diversity of products and services.

Goodwill of ₹ 439.10 crore and ₹ 427.16 crore as at March 31, 2022 and 2021, respectively, has been allocated to the Group's property in London, United Kingdom. The estimated value-in-use of this CGU is based on the future cash flows using a 2% annual growth rate for periods subsequent to the forecast period of 5 years and discount rate of 7.75%. An analysis of the sensitivity of the computation to a change in key parameters (operating margin, discount rates and long term average growth rate), based on reasonable assumptions, did not identify any probable scenario in which the recoverable amount of the CGU would decrease below its carrying amount.

Goodwill of ₹ 130.99 crore and ₹ 130.99 crore as at March 31, 2022 and 2021, respectively, has been allocated to a component of domestic business pertaining to an entity in which erstwhile Searock Hotel was housed. Based on the ready reckoner rates and also prevailing market price of the real estate prevailing in that location, the recoverable amount for this CGU exceeded their carrying values.

The remaining amount of goodwill of ₹ 52.82 crore and ₹ 52.82 crore as at March 31, 2022 and 2021, respectively, (relating to different CGUs individually immaterial) has been evaluated based on the cash flow forecasts of the related CGUs and the recoverable amounts of these CGUs exceeded their carrying amounts.

Note 6 : Other intangible assets

₹ crores

	Leasehold property rights (acquired) (Refer Footnote iv)	Website development cost	Software and licences (Refer Footnote ii)	Service and operating rights	Brand	Total
Cost						
As at April 1, 2020	640.84	22.66	57.47	4.04	-	725.01
Translation adjustment (Refer Footnote iii)	(0.34)	-	-	(0.12)	-	(0.46)
Addition on acquisition (Refer Footnote v)	-	-	1.75	-	-	1.75
Additions	0.04	0.45	1.27	-	-	1.76
Disposals	0.03	-	0.02	-	-	0.05
At March 31, 2021	**640.51**	**23.11**	**60.47**	**3.92**	**-**	**728.01**
Translation adjustment (Refer Footnote iii)	0.44	-	0.09	0.15	-	0.68
Additions	0.23	-	2.78	-	0.49	3.50
Disposals	-	-	0.02	-	-	0.02
At March 31, 2022	**641.18**	**23.11**	**63.32**	**4.07**	**0.49**	**732.17**

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 6 : Other intangible assets (contd.)

₹ crores

	Leasehold property rights (acquired) (Refer Footnote iv)	Website development cost	Software and licences (Refer Footnote ii)	Service and operating rights	Brand	Total
Accumulated Amortisation						
As at April 1, 2020	72.76	17.35	40.52	4.04	-	134.67
Translation adjustment (Refer Footnote iii)	(0.32)	-	-	(0.12)	-	(0.44)
Addition on acquisition (Refer Footnote iv)	-	-	1.49	-	-	1.49
Charge for the year	12.84	4.03	6.49	-	-	23.36
Disposals	0.03	-	0.03	-	-	0.06
At March 31, 2021	**85.25**	**21.38**	**48.47**	**3.92**	**-**	**159.02**
Translation adjustment (Refer Footnote ii)	0.42	-	0.11	0.15	-	0.68
Charge for the year	13.87	0.83	4.68	-	0.02	19.40
Disposals	-	-	0.01	-	-	0.01
At March 31, 2022	**99.54**	**22.21**	**53.25**	**4.07**	**0.02**	**179.09**
Net Block						
At March 31, 2021	**555.26**	**1.73**	**12.00**	**-**	**-**	**568.99**
At March 31, 2022	**541.64**	**0.90**	**10.07**	**-**	**0.47**	**553.08**

Footnotes :

(i) Intangible assets under development

₹ crores

	March 31, 2022	March 31, 2021
Intangible assets under development	**0.23**	-

Ageing of Intangible assets under development is as given below :

₹ crores

	Less than 1 year	1-2 years	2- 3 years	More than 3 years	Total
Projects in progress	0.23	-	-	-	0.23
	-	*-*	*-*	*-*	*-*
	0.23	**-**	**-**	**-**	**0.23**
	-	*-*	*-*	*-*	*-*

* Figures in italics are of the previous year

(ii) Software includes Customer Reservation System and other licensed software.

(iii) Adjustment on account of foreign exchange translation difference on opening balance and depreciation charge for the year is reflected as "Translation Adjustment".

(iv) Leasehold property rights mainly consists of lease acquisition rights for the hotel property including land. Refer Note 2(i) for accounting policy .

(v) During previous year, Group has acquired entire stake in a jointly controlled entity, IHMS SA Pty limited ("IHMS SA") consequently IHMS SA along with its subsidiary has become a wholly owned subsidiaries and due to which net block increase by ₹ 0.26 crores.

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 7 : Investments accounted using the equity method

Break up of investments in joint ventures and associate (carrying value determined using the equity method of accounting) as below :-

	Face Value		March 31, 2022 Holdings As at	₹ crores	March 31, 2021 Holdings As at	₹ crores
(a) Equity investments in joint venture companies (Refer Note 38(c))						
Fully paid unquoted equity investments						
Taj Kerala Hotels & Resorts Ltd.	₹	10	1,91,41,094	11.49	1,91,41,094	14.72
Taj SATS Air Catering Ltd.	₹	10	88,74,000	22.34	88,74,000	41.78
Taj Karnataka Hotels & Resorts Ltd. (Refer footnote (iii))	₹	10	13,98,740	-	13,98,740	-
Taj Safaris Ltd.	₹	10	2,97,20,502	10.89	2,97,20,502	9.13
Kaveri Retreat & Resorts Ltd.	₹	10	1,31,76,467	47.75	1,31,76,467	45.24
TAL Hotels and Resorts Ltd.	US $	1	49,46,282	97.48	49,46,282	105.35
Total Aggregate unquoted investments				**189.95**		**216.22**
Fully paid quoted equity investments						
Taj GVK Hotels & Resorts Ltd.	₹	10	1,60,00,400	114.24	1,60,00,400	115.66
Total Aggregate quoted investments				**114.24**		**115.66**
Total Investments carrying value				**304.19**		**331.88**
(b) Equity investments in associate companies (Refer Note 38(c))						
Fully paid unquoted equity investments						
Taj Madurai Ltd.	₹	10	9,12,000	8.72	9,12,000	4.94
Taida Trading & Industries Ltd. (Refer footnote (iv))	₹	100	65,992	-	65,992	-
Zarrenstar Hospitality Private Ltd	₹	1	1	-	1	-
Lanka Island Resorts Ltd.	LKR	10	1,99,65,525	28.25	1,99,65,525	29.90
Bjets Pte Ltd. (Refer footnote (iv))	US $	1	2,00,00,000	-	2,00,00,000	-
Total Aggregate unquoted investments				**36.97**		**34.84**
Fully paid quoted equity investments						
Oriental Hotels Ltd.	₹	10	6,61,66,530	206.56	6,61,66,530	210.40
TAL Lanka Hotels Plc	LKR	10	3,43,75,640	-	3,43,75,640	1.25
Total Aggregate quoted investments				**206.56**		**211.65**
Total Investments carrying value				**243.53**		**246.49**
Total Investments in joint ventures and associates				**547.72**		**578.37**

Footnotes :

		March 31, 2022	March 31, 2021
(i)	Aggregate carrying amount of Quoted Investments	320.80	327.31
	Market value of Quoted Investments	675.89	340.53
	Aggregate amount of impairment in value of investments	-	-
(ii)	Aggregate carrying amount of Unquoted Investments	226.92	251.06

(iii) The carrying value of these investments is carried at nil value as the Group's interest using equity method in these entities are reduced to zero. The Group has also picked up additional losses under the equity method to the extent of the Group's other exposures in terms of loans / other receivable outstanding . (Refer Note no 21(b)).

(iv) The carrying amount of these investments has been reported as nil, as the Group's share of losses exceeds the cost/carrying value. (Refer Note 38(c))

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 8 : Investments

	Face Value		March 31, 2022 Holdings As at	₹ crores	March 31, 2021 Holdings As at	₹ crores
(a) Non current						
Equity investments in other companies (Non current)						
Carried at fair value through Other Comprehensive Income:						
Fully paid unquoted equity investments						
Tata Industries Ltd. (Refer Footnote (iv)	₹	100	42,74,590	55.73	42,74,590	55.73
Tata International Ltd.	₹	1000	12,000	59.53	12,000	34.57
Tata Sons Private Ltd. (Refer Footnote (iv)	₹	1000	4,500	25.00	4,500	25.00
Kumarakruppa Frontier Hotels Private Ltd.	₹	10	96,432	7.72	96,432	7.92
Taj Air Ltd.	₹	10	2,22,40,200	6.46	2,22,40,200	6.41
TP Kirnali Solar Ltd. (Refer Footnote (iv)	₹	10	40,63,410	4.06	40,63,410	4.06
Tata Services Ltd.	₹	1000	421	0.04	421	0.04
MPOWER Information Systems Private Ltd. *	₹	10	5,28,000	-	5,28,000	-
Smile and Care Products Private Ltd. *	₹	10	49,800	-	49,800	-
Saraswat Co-operative Bank Ltd. *	₹	10	2,000	-	2,000	-
Damania Airways Ltd.*	₹	10	500	-	500	-
Bombay Mercantile Co-operative Bank Ltd. *	₹	30	333	-	333	-
Hotels and Restaurant Co-op. Service Society Ltd. *	₹	50	20	-	20	-
Hindustan Engineering & Industries Ltd. *	₹	10	7	-	7	-
				158.54		**133.73**
Fully paid quoted equity investments:						
India Tourism Development Corporation Ltd.	₹	10	67,50,275	255.87	67,50,275	259.24
Titan Company Ltd.	₹	1	4,00,000	101.45	4,00,000	62.30
Tulip Star Hotels Ltd.	₹	10	35,800	-	35,800	0.14
HDFC Bank Ltd.	₹	1	5,000	0.74	5,000	0.75
Graviss Hospitality Ltd.	₹	2	4,500	0.01	4,500	0.01
EIH Ltd. *	₹	2	37	-	37	-
Hotel Leela Venture Ltd. *	₹	2	25	-	25	-
Asian Hotels (North) Ltd. *	₹	10	2	-	2	-
Asian Hotels (East) Ltd. *	₹	10	2	-	2	-
Asian Hotels (West) Ltd. *	₹	10	2	-	2	-
				358.07		**322.44**
Investment in Preference Shares (carried at amortised costs)						
Central India Spinning Weaving & Manufacturing Company Ltd. * (10% unquoted Cumulative Preference Shares)	₹	500	50	-	50	-
Investment in Others (carried at amortised costs)						
Hindusthan Engineering & Industries Ltd *	₹	10	7	-	7	-
National Savings Certificate *				-		-
				-		-
Total Investments carrying value				**516.61**		**456.17**

* Value of these investments individually is less than ₹ 50,000

Footnotes :

		March 31, 2022	March 31, 2021
(i)	Aggregate carrying amount of Quoted Investments	358.07	322.44
	Market value of Quoted Investments	358.07	322.44
(ii)	Aggregate carrying amount of Unquoted Investments and Others	158.54	133.73

(iii) The fair value hierarchy and classification are disclosed in Note 38(b).

(iv) For these investments, cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 8 : Investments (contd.)

₹ crores

	March 31, 2022	March 31, 2021
(b) Current		
Investments carried at fair value through profit and loss:		
Investments in mutual fund units (unquoted)	902.47	377.53
	902.47	**377.53**
Fully Paid unquoted Equity Investments		
TRIL Infopark Ltd. (Face value ₹ 10), (7,11,00,000 shares) (Refer Footnote (iii))	-	71.10
	-	**71.10**
Investments carried at fair value through Other Comprehensive Income:		
Equity investments in other entities (unquoted)		
BAHC 5 Pte Ltd. (Refer Footnote (ii))	-	-
1 (Previous year - 1) equity share of US $ 1 each (₹ 76 (Previous year ₹ 73))		
Total Current investments	**902.47**	**448.63**

Footnotes :

(ii) Aggregate amount of Unquoted Investments:	902.47	448.63

(iii) This investment are temporarily held for disposal in near future (Refer Note 38(a)(ii)(b))

(iv) During the year, the Company sold its entire shareholding in TRIL Infopark Ltd. for an aggregate consideration of ₹ 71.10 crores.

Note 9 : Loans

₹ crores

	March 31, 2022	March 31, 2021
(a) Non current (at amortised costs)		
(Unsecured)		
Loans to Related Parties (Refer Note 44)		
Considered good	-	5.05
Credit impaired	0.10	3.27
	0.10	**8.32**
Less : Allowance for credit impaired	0.10	3.27
	-	**5.05**
(b) Current (at amortised cost)		
(Unsecured, considered good unless stated otherwise)		
Loans		
Related Parties (Refer Note 44)	3.83	16.05
Others	2.48	0.63
	6.31	**16.68**

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 10 : Other financial assets

₹ crores

	March 31, 2022	March 31, 2021
(a) Non current		
Long-term security deposits placed for hotel properties at amortised costs		
Long-term security deposits placed for hotel properties at amortised costs	54.05	49.77
	54.05	**49.77**
Less : Allowance for doubtful deposits	2.00	2.00
	52.05	**47.77**
Deposits with Public Bodies and Others at amortised costs		
Related Parties (Refer Note 44)	0.08	0.08
Public Bodies and Others	25.42	27.66
	25.50	**27.74**
Less : Allowance for doubtful deposits	0.02	0.02
	25.48	**27.72**
Deposits with banks (Refer Note 16)	6.45	1.61
Interest receivable	0.02	0.04
Others	1.22	1.05
	85.22	**78.19**
(b) Current		
Deposit with Public Bodies and Others		
Public Bodies and Others	37.92	31.11
	37.92	**31.11**
Other advances		
Considered good	8.95	19.16
Considered doubtful	2.06	3.07
	11.01	**22.23**
Less : Allowance for doubtful advances	2.06	3.07
	8.95	**19.16**
Interest receivable		
Related Parties (Refer Note 44)	-	0.02
Others	1.86	1.34
	1.86	**1.36**
Other receivable		
Related Parties (Refer Note 44)	3.66	15.80
Others	27.78	21.52
	31.44	**37.32**
	80.17	**88.95**

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 11 : Deferred tax (net)

₹ crores

a) Deferred tax assets (net)	March 31, 2022	March 31, 2021
Deferred tax assets		
Allowance for doubtful debts	0.46	0.56
Provision for employee benefits	2.34	1.99
Property, Plant and Equipment & Intangible Assets	1.06	-
Right-of-use assets (net of Lease Liabilities)	6.86	8.06
Unused tax losses (Business)	158.63	112.51
MAT credit entitlement	20.42	20.43
Others	5.32	5.51
Total (A)	**195.09**	**149.06**
Deferred tax liabilities:		
Property, Plant and Equipment & Intangible Assets	29.11	27.74
Unrealised gain on equity shares carried at fair value through Other Comprehensive Income	7.77	3.21
Others	0.21	0.13
Total (B)	**37.09**	**31.08**
Net Deferred tax assets (A-B) (Refer Footnote i)	**158.00**	**117.98**

Footnotes :

(i) Deferred tax assets and deferred tax liabilities of entities within the group have been offset as they relate to the same governing taxation laws.

(ii) For details in deferred tax balances, Refer Note 41.

₹ crores

b) Deferred tax liabilities (net)	March 31, 2022	March 31, 2021
Deferred tax liabilities:		
Property, Plant and Equipment & Intangible Assets	294.42	300.69
Unamortised borrowing costs	0.62	2.20
Fair valuation changes of derivative contracts	-	0.27
Others	0.36	0.63
Total (A)	**295.40**	**303.79**
Deferred tax assets:		
Allowance for doubtful debts	7.93	8.43
Provision for employee benefits	19.24	19.97
Right-of-use assets (net of Lease Liabilities)	58.26	52.65
Unused tax losses (Business)	89.29	112.11
Reward Points	8.72	11.90
Provision for Contingencies	9.18	4.77
Others	15.20	15.91
Total (B)	**207.82**	**225.74**
Net Deferred tax liabilities (A-B) (Refer Footnote i)	**87.58**	**78.05**

Footnotes :

(i) Deferred tax liabilities and deferred tax assets of entities within the group have been offset as they relate to the same governing taxation laws.

(ii) For details in deferred tax balances, Refer Note 41.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 12 : Other assets

₹ crores

	March 31, 2022	March 31, 2021
(a) Non current		
Capital advances	27.62	17.89
Prepaid expenses	140.78	150.31
Deposits with government authorities	121.75	117.67
Incentive receivables	7.04	27.30
Others	2.37	3.81
	299.56	**316.98**
(b) Current		
Prepaid expenses	66.47	53.61
Indirect tax recoverable	44.98	41.97
Advances to suppliers	20.47	17.38
Loans and advances to employee	1.95	1.92
Incentive receivables	4.47	15.76
Others	1.78	1.56
	140.12	**132.20**
Total other assets	**439.68**	**449.18**

Note 13 : Inventories (At lower of cost or net realisable value)

₹ crores

	March 31, 2022	March 31, 2021
Food and Beverages	47.36	43.66
Stores and Operating Supplies	45.13	41.29
Apartment held for sale	8.34	7.93
	100.83	**92.88**

Note 14 : Trade Receivables

₹ crores

	March 31, 2022	March 31, 2021
(Unsecured) (Refer Note 44 for Related Party Disclosures)		
Considered good	255.34	219.84
Significant increase in credit risk	-	-
Credit impaired	38.25	38.72
	293.59	**258.56**
Less : Allowance for credit impaired	38.25	38.72
	255.34	**219.84**

Footnote:

a) Allowance for credit impaired

₹ crores

	March 31, 2022	March 31, 2021
Opening Balance	38.72	26.63
Add: Allowance during the year	2.47	11.76
	41.19	**38.39**
Less: Bad debts written off / reversed no longer required	(2.94)	0.33
Closing balance	**38.25**	**38.72**

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 14 : Trade Receivables (contd.)

b) Trade Receivables ageing schedule given below :

₹ crores

	Outstanding for following periods from transaction date					
	Less than 6 months	**6 months - 1 year**	**1- 2 years**	**2- 3 years**	**More than 3 years**	**Total**
(i) Undisputed Trade receivables – considered good	206.95	20.18	11.16	8.82	7.90	255.01
	147.35	*29.56*	*20.55*	*5.96*	*6.94*	*210.36*
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
	-	*-*	*-*	*-*	*-*	*-*
(iii) Undisputed Trade Receivables – credit impaired	-	0.74	8.56	9.17	16.64	35.11
	0.95	*1.70*	*12.55*	*4.79*	*15.81*	*35.80*
(iv) Disputed Trade Receivables– considered good	-	-	0.29	0.04	-	0.33
	9.48	*-*	*-*	*-*	*-*	*9.48*
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
	-	*-*	*-*	*-*	*-*	*-*
(vi) Disputed Trade Receivables – credit impaired	-	0.10	-	0.66	2.38	3.14
	-	*0.01*	*0.71*	*-*	*2.20*	*2.92*
Total	**206.95**	**21.02**	**20.01**	**18.69**	**26.92**	**293.59**
	157.78	***31.27***	***33.81***	***10.75***	***24.95***	***258.56***
(i) Allowance for Undisputed Trade Receivables – credit impaired	-	0.74	8.56	9.17	16.64	35.11
	0.95	*1.70*	*12.55*	*4.79*	*15.81*	*35.80*
(ii) Allowance for Disputed Trade Receivables – credit impaired	-	0.10	-	0.66	2.38	3.14
	-	*0.01*	*0.71*	*-*	*2.20*	*2.92*
	-	**0.84**	**8.56**	**9.83**	**19.02**	**38.25**
	0.95	***1.71***	***13.26***	***4.79***	***18.01***	***38.72***
	206.95	**20.18**	**11.45**	**8.86**	**7.90**	**255.34**
	156.83	***29.56***	***20.55***	***5.96***	***6.94***	***219.84***

* Figures in italics are of the previous year

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 15 : Cash and Cash Equivalents

₹ crores

	March 31, 2022	March 31, 2021
Cash on hand	3.04	2.73
Cheques, drafts on hands	0.75	1.71
Balances with banks in current account	159.91	62.48
Balances with bank in call and short-term deposit accounts (original maturity less than 3 months)	619.83	27.35
	783.53	**94.27**

Note 16 : Other Balances with banks

₹ crores

	March 31, 2022	March 31, 2021
Call and Short-term deposit accounts	396.36	51.47
Deposits pledged with others	0.96	0.99
Margin money deposits	6.40	6.42
Earmarked balances	7.01	2.09
	410.73	**60.97**
Less : Term deposit with banks maturing after 12 months from the Balance Sheet date and other earmarked / margin money / pledged deposits classified as non-current 'Other financial asset' (Refer Note 10(a))	6.45	1.61
	404.28	**59.36**

Note 17 : Equity Share Capital

₹ crores

	March 31, 2022	March 31, 2021
Authorised Share Capital		
200,00,00,000 (Previous year - 200,00,00,000) Equity Shares of ₹ 1 each	200.00	200.00
	200.00	**200.00**
Issued Share Capital		
142,04,57,199 (Previous year - 118,93,07,472) Equity Shares of ₹ 1 each	142.04	118.93
	142.04	**118.93**
Subscribed and Paid Up		
142,03,99,602 (Previous Year - 118,92,58,445) Equity Shares of ₹ 1 each, Fully Paid (Refer Footnote (vii))	142.04	118.93
	142.04	**118.93**

Footnotes :

(i) The Company has one class of equity shares having a par value of ₹ 1 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(ii) On December 15, 2021, the Company allotted 13,21,31,257 Equity Shares of face value ₹ 1 each for cash, at a price of ₹ 150 per equity share (including premium of ₹ 149 per share), aggregating to ₹ 1981.97 crores to the existing shareholders on a "rights'' basis in the ratio of 1 Equity Share for every 9 equity shares held by equity shareholders.

(iii) During the year ended March 31, 2022 the Company has issued 9,90,09,900 fully paid up equity shares equivalent to 7.5% of the then existing paid up equity capital of the Company to Qualified Institutional Buyers in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. These shares were issued at an issue price of ₹ 202 per share (including securities premium of ₹ 201 per share) for an aggregate consideration of ₹ 2000 crores. The proceeds (net of share issue expenses have been/will be utilised as per the objects of the issue.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 17 : Equity Share Capital (contd.)

(iv) Reconciliation of the shares outstanding at the beginning and at the end of the year

	March 31, 2022		March 31, 2021	
	No. of shares	₹ crores	No. of shares	₹ crores
As at the beginning of the year	118,92,58,445	118.93	118,92,58,445	118.93
Add: Shares issued on Rights basis	13,21,31,257	13.21	-	-
Add: Shares issued to QIB	9,90,09,900	9.90	-	-
As at the end of the year	**142,03,99,602**	**142.04**	**118,92,58,445**	**118.93**

(v) Shareholders holding more than 5% shares in the Company :

	March 31, 2022		March 31, 2021	
	No. of shares	% of Holding	No. of shares	% of Holding
Equity shares of ₹ 1 each fully paid				
Tata Sons Private Limited	50,76,55,313	35.74	45,30,05,131	38.09

(vi) Disclosure of Shareholding of Promoters and Promoter Group:

	March 31, 2022		March 31, 2021		Change during the year (%)
	No. of shares	% of Holding	No. of shares	% of Holding	
Equity shares of ₹ 1 each fully paid					
Promoters					
Tata Sons Private Limited	50,76,55,313	35.74	45,30,05,131	38.09	(2.35)
Promoter Group					
Tata Investment Corporation Ltd	1,78,57,265	1.26	1,60,71,539	1.35	(0.09)
Tata Chemicals Limited	1,18,77,053	0.84	106,89,348	0.90	(0.06)
Ewart Investments Limited	21,27,705	0.15	21,27,705	0.18	(0.03)
Taj Madurai Limited	11,25,393	0.08	11,25,393	0.09	(0.01)
Oriental Hotels Limited	8,35,997	0.06	7,52,398	0.06	-
Tata Industries Limited	7,39,197	0.05	6,65,278	0.06	(0.01)
Taida Trading And Industries Limited	1,87,818	0.01	1,87,818	0.02	(0.01)
Tata Capital Ltd	19,600	-	17,640	-	-

(vii) 57,597 (Previous year - 49,027) Equity Shares were issued but not subscribed to as at the end of the respective years and have been kept in abeyance pending resolution of legal dispute.

(viii) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash, bonus shares and shares bought back for the period of 5 years immediately preceding the balance sheet date Nil (Previous year - Nil)

(ix) Equity Shares held by associates :

	March 31, 2022		March 31, 2021	
	No. of shares	% of Holding	No. of shares	% of Holding
Equity shares of ₹ 1 each fully paid				
Oriental Hotels Limited	8,35,997	0.06	7,52,398	0.06
Taida Trading and Industries Limited	1,87,818	0.01	1,87,818	0.02
Taj Madurai Limited	11,25,393	0.08	11,25,393	0.09

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 18 : Other equity

₹ crores

	March 31, 2022	March 31, 2021
a) Reserves and surplus		
Capital Reserve (Refer Footnote (a) below)		
Opening and Closing Balance	43.91	43.91
Capital Reserve on Consolidation (Refer Footnote (b) below)		
Opening Balance	111.57	111.57
Less : Transferred to other reserve on acquisition of non-controlling interest in a subsidiary	(110.03)	-
Closing Balance	**1.54**	**111.57**
Securities Premium (Refer Footnote (c) below)		
Opening Balance	2,702.05	2,702.05
Add : Premium on allocation of shares on Rights basis	1,968.76	-
Add : Premium on allocation of shares to Qualified Institutional Buyers	1,990.10	
Less : Issue expenses written off	(36.01)	-
Opening and Closing Balance	**6,624.90**	**2,702.05**
Other Reserves		
Capital Redemption Reserve (Refer Footnote (d) below)		
Opening and Closing Balance	10.79	10.79
Debenture Redemption Reserve (Refer Footnote (e) below)		
Opening Balance	155.01	187.40
Less : Transfer to General Reserve	(103.20)	(32.39)
Closing Balance	**51.81**	**155.01**
Non Controlling Interest Reserve (Refer Footnote (f) below)		
Opening Balance	-	-
Add : Change in ownership in a Subsidiary	(332.31)	-
Add : Transferred from Capital Reserve on Consolidation on acquisition of a subsidiary	110.03	-
Closing Balance	**(222.28)**	**-**
Other Reserve (Refer Footnote (g) below)		
Opening and Closing Balance	(3.89)	(3.89)
	(163.57)	**161.91**
General Reserve (Refer Footnote (h) below)		
Opening Balance	724.95	692.56
Add : Transfer from Debenture Redemption Reserve	103.20	32.39
Closing Balance	**828.15**	**724.95**
Retained Earnings		
Opening Balance	(760.70)	152.26
Less : Adjustment on account of change in holding of Minority Interest (Refer Note 32 (a))	(0.04)	(169.16)
Add : Profit/(Loss) for the year	(247.72)	(720.11)
Less : Final Dividend	(47.57)	(59.46)
Less: Realised Gain/(loss) on sale of investment transferred from Other Comprehensive Income	-	5.80
Less: Remeasurements of post employment benefit obligation, (item of other comprehensive income recognised directly in retained earnings)	9.22	38.89
Add : Tax on remeasurements of post employment benefit obligation	(1.85)	(8.92)
Closing Balance	**(1,048.66)**	**(760.70)**
Total	**6,286.27**	**2,983.69**
b) Other Comprehensive Income (Refer Footnote (i) below)		
(Refer Statement of changes in equity for the reclassification adjustments to retained earnings)		
Equity Instruments fair valued through Other Comprehensive Income	329.55	284.26
Exchange differences on translating the financial statement of foreign operations	304.39	261.56
	633.94	**545.82**
	6,920.21	**3,529.51**

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 18 : Other equity (contd.)

Footnotes :

Description of nature and purpose of each reserve :

a) **Capital Reserve:** Capital reserve mainly consists of reserves transferred on amalgamation of subsidiaries in earlier years.

b) **Capital Reserve on Consolidation :** During acquisition, the excess of net assets taken, over the cost of consideration paid is treated as capital reserve on account of acquisition.

c) **Securities Premium:** Securities premium represents the premium charged to the shareholders at the time of issuance of equity shares. The securities premium can be utilised based on the relevant requirements of the Companies Act, 2013.

d) **Capital Redemption Reserve:** Capital Redemption Reserve was created on redemption of Preference shares in earlier years.

e) **Debenture Redemption Reserve:** The Company created Debenture Redemption Reserve out of the profits which is available for the purpose of redemption of debentures. On redemption of debentures, the same will be transferred to General Reserve.

f) **Non- controlling Interest Reserve :** It represents the difference between the consideration paid and the carrying value of non-controlling interest acquired in subsidiaries. For the year the movement pertains to acquisition of non-controlling interest in a domestic subsidiary mainly Roots Corporation Limited (Refer Note 32(b)).

g) **Other Reserve:** These reserve relates to share issue expenses incurred by one of its subsidiary company in accordance with IND AS 32 : Financial Instruments Presentation

h) **General Reserve:** General reserve was created from time to time by way of transfer of profits from retained earnings for appropriation purposes based on the provisions of the Companies Act prior to its amendment.

i) **Other Comprehensive Income:** This represents the cumulative gains and losses arising on the revaluation of investments in equity instruments measured at fair value through Other Comprehensive Income, under an irrevocable option, net of amounts reclassified to retained earnings when such investments are disposed off.

Note 19 : Borrowings

₹ crores

	March 31, 2022	March 31, 2021
(a) Non current		
Debentures		
Non convertible debentures		
Secured (Refer Footnote ii)	495.01	1,044.72
Unsecured (Refer Footnote iii)	447.52	445.68
	942.53	**1,490.40**
Term loans		
From Banks		
Secured (Refer Footnote iv)	967.43	1,649.61
From Others		
Secured (Refer Footnote v)	-	247.20
	967.43	**1,896.81**
Others	2.19	3.10
Total	**1,912.15**	**3,390.31**
Less: Current maturities of Long term borrowings (Refer Note 19 (b))	524.24	1,166.48
Total non current borrowings	**1,387.91**	**2,223.83**
(b) Current		
Loans repayable on demand		
From Bank		
Secured (Refer Footnote vi)	6.70	25.42
Unsecured	-	0.64
	6.70	**26.06**
Current maturities of long-term borrowings (Refer Note 19 (a))		
Debentures	495.01	550.00
Term loan from banks	28.31	615.59
Others	0.92	0.89
	524.24	**1,166.48**
Other short-term loans		
From Bank		
Secured (Refer Footnote vii(a))	10.00	10.00
Unsecured (Refer Footnote vii(b))	30.37	151.47
	40.37	**161.47**
From Related Parties (Refer Note 44)		
Unsecured (Refer Footnote vii(c))	25.54	55.00
Total current borrowings	**596.85**	**1,409.01**

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 19 : Borrowings (contd.)

Footnotes :

(i) Details of borrowings as at:

₹ crores

	Effective Rate of Interest (%)	Maturity	March 31, 2022		March 31, 2021	
			Face value	Amortised cost	Face value	Amortised cost
Debentures						
Non convertible debentures (NCDs)						
Secured						
7.85% Non convertible debentures	7.85	April 15, 2022	495.00	495.01	495.00	494.72
10.10% Non convertible debentures	10.10	November 18, 2021	-	-	300.00	300.00
9.95% Non convertible debentures	9.95	July 27, 2021	-	-	250.00	250.00
			495.00	**495.01**	**1,045.00**	**1,044.72**
Unsecured						
7.50% Non-Convertible Debentures	7.50	April 23, 2023	150.00	149.59	150.00	149.26
7.95% Non-Convertible Debentures	7.95	June 5, 2023	300.00	297.93	300.00	296.42
			450.00	**447.52**	**450.00**	**445.68**
			945.00	**942.53**	**1,495.00**	**1,490.40**
Term loan from banks						
Secured (Refer Footnote iv)				967.43		1,649.61
Term loans from other parties						
Secured (Refer Footnote v)				-		247.20
Others				2.19		3.10
				1,912.15		**3,390.31**
Short term borrowings (Refer Footnote vi and vii)				72.61		242.53
Total Borrowings				**1,984.76**		**3,632.84**

(ii) Non convertible debentures - secured include:

a) 4,950, 7.85% Secured Non-Convertible Debentures of ₹ 10 lakhs each aggregating ₹ 495 crores, allotted on January 20, 2017 are repayable at par after the end of 5 year 3 months from the date of allotment i.e. on April 13, 2022. This has been classified under current maturities of long term borrowings

b) 3,000, 10.10% Secured Non-Convertible Debentures of ₹ 10 lakhs each aggregating ₹ 300 crores, allotted on November 18, 2011 have been fully redeemed on November 18, 2021. This was classified under current maturities of long term borrowings in the previous year

c) 2,500, 9.95% Secured Non-Convertible Debentures of ₹ 10 lakhs each aggregating ₹ 250 crores, allotted on July 27, 2011 have been fully redeemed on July 27, 2021. This was classified under current maturities of long term borrowings in the previous year

All the Secured Non convertible debentures are rated, listed and secured by a pari passu first charge created on a hotel property of the Company.

(iii) Non convertible debentures - unsecured include:

a) 1,500, 7.50% Unsecured Non-Convertible Debentures of ₹ 10 lakhs each aggregating ₹ 150 crores, allotted on April 23, 2020 are repayable at par on April 23, 2023 i.e. at the end of 3rd year from the date of allotment.

b) 3,000, 7.95% Unsecured Non-Convertible Debentures of ₹ 10 lakhs each aggregating ₹ 300 crores, allotted on June 05, 2020 are repayable at par on June 05, 2023 i.e. at the end of 3rd year from the date of allotment.

c) During the year, the Company issued 2,500, 6.70% Unsecured Non-Convertible Debentures of ₹ 10 lakhs each aggregating ₹ 250 crores, allotted on July 07, 2021. These Debentures were repayable at par on July 06, 2024 i.e at the end of 3rd year from the date of allotment and had Call Option after every six months from the date of allotment. The Company exercised the Call option and the unsecured Non-Convertible Debentures have been fully redeemed on January 07, 2022.

(iv) Term Loan from Banks (Secured) include:

a) Secured term loan from a bank has been fully prepaid/paid during the year (Previous year ₹ 475 crores). In the previous year, the current maturity of the said loan amounting to ₹ 50 crores was classified under current maturities of long term borrowings.

b) Secured term loan from a bank has been fully prepaid/paid during the year (Previous year ₹ 361 crores). In the previous year, the current maturity of the said loan amounting ₹ 38 crores was classified under current maturities of long term borrowings.

c) Piem Hotels Limited, a subsidiary, had obtained secured term loan from banks amounting to ₹ 36 crores in the previous year which was repayable over a period of 6 years (including moratorium of one year) from the date of the first drawdown with the final maturity date of December 11, 2026. This loan was linked to MCLR of the bank and currently carries an average interest rate of 8.75%. This loan has been fully prepaid during the year.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 19 : Borrowings (contd.)

d) Roots Corporation Limited (RCL), a subsidiary of the Company, had obtained a secured loan facility from Kotak Bank for ₹ 75 crores which carries variable interest rate of 6 month MCLR + 30bps (effective interest as at March 31, 2022 7.95% (Previous year 8.05%) payable at monthly rests. Principal amount is repayable in quarterly instalments up to March 2022. Outstanding loan as at March 31, 2022 ₹ Nil (Previous Year ₹ 22.50 crores).

Further, RCL had obtained loan of ₹ 50 crores from HDFC Bank Ltd which carries variable interest rate of 1 year MCLR + 5bps (effective interest as at March 31, 2022 7.65% (Previous year 7.65%) payable at monthly rest . Principal amount payable in 2 equal quarterly instalments of ₹ 1 crore and 16 quarterly instalments of ₹ 3 crores each. The repayment schedule started from July 2020. Outstanding loan as at March 31, 2021 ₹ Nil crores (Previous Year ₹ 45 crores). RCL had during the year obtained a secured loan facility from certain banks under ECLGS Scheme which carries variable interest rate of 1 Year MCLR + 50 to 60 bps, effective interest as at March 31, 2022 were 7.10% to 7.95% payable at monthly rests. Principal amount is repayable in 48 monthly instalments upto April 2026. Outstanding loan as at March 31, 2022 is ₹ 39.30 lakhs (Previous year Nil). Second charged has been created on existing properties as per guidelines of ECLGS Scheme.

e) St James Court Hotels Limited, an overseas subsidiary of the company, had refinanced outstanding loan of £ 48.75 million having floating rate of 3 month Sterling LIBOR + 1.65%. The Company entered three facilities under the agreement;

- Facility A which was £ 52m towards repaying the brought forward facilities;
- Facility B which is a revolving loan facility of £ 4m for general corporate purposes, of which GBP 1m has been utilised;
- Facility C which is loan facility of £ 4m towards capital expenditure, of which £ 1 m has been utilised.

The interest payable on each facility is 3.4% + a compounded reference rate (the percentage rate per annum which is the aggregate of the Daily Non Cumulative Compounded RFR Rate for that Business Day). These loans are secured against the St James Court Hotel.

(v) Term Loan from others (Secured) include:

Secured term loan from a Financial Institution has been fully prepaid during the year (Previous year ₹ 250 crores).

Short Term Loans :

(vi) Loans repayable on demand

Loans repayable on demand from bank, consists of overdraft facility.

(vii) Other short-term loans includes (Unsecured)

a) Roots Corporation Limited (RCL), a subsidiary of the Company, had obtained a secured short term loan facility from Axis Bank for ₹ 10 crores which carries variable interest rate of 6 month MCLR + 0.75bps (effective interest as at March 31, 2021 8.2%) payable at monthly rests. Principal amount is repayable at the end of the tenure. Outstanding loan as at March 31, 2022 ₹ 10 crores (previous year ₹ 10 crores). The Company has created a charge by way of hypothecation and mortgage of one hotel property namely Ginger Agartala and first charge on current assets.

b) United Overseas Inc., a Wholly owned subsidiary has availed $ 15 million of credit agreement from J.P. Morgan Bank which expired on Dec 23, 2020 and was further renewed for a period of 1 year on Dec 23, 2021. At March 31, 2022, entire $15 million was drawn down and outstanding on credit facility. The weighted average interest rate of the outstanding loans was approximately 4.10% and 4.31% for the year ending March 31, 2022 and March 31, 2021 respectively.

On April 30, 2020, UOH obtained further uncommitted temporary facility for short term loans from JP Morgan Chase Bank, North America, amounting to $ 7,000,000. The amount outstanding on this facility as of March 31, 2021 was $ 5,500,000 having an average interest of approximately 4.25% was fully repaid during the year March 31, 2022

c) Loan from related parties consists of an inter-corporate deposits obtained by the Group which carries interest of 8% to 9% p.a. having a balance tenor of 3-6 months with an option of early repayment.

(viii) Disclosure of changes in liabilities arising from financing activities (read with cash flow statement)

This section sets out an analysis of net debt and the movement in net debt for each of the periods presented below:

₹ crores

		March 31, 2022	March 31, 2021
a)	**Net debt**		
	Cash and cash equivalents	783.53	94.27
	Current investments	902.47	377.53
	Other balances with banks (Call and Short-term deposit accounts)	396.36	51.47
	Total Liquid investment (a)	**2,082.36**	**523.27**
	Long term borrowings (including current maturities)	1,912.15	3,390.31
	Short term borrowings	72.61	242.53
	Gross Debt (b)	**1,984.76**	**3,632.84**
	Net Debt / (Net Cash)((b) - (a))	**(97.60)**	**3,109.57**
b)	**Other financial liabilities**		
	Liability on derivative contracts	-	153.86
	Interest accrued but not due / Unclaimed interest	43.38	73.20
	Total Other financial liabilities	**43.38**	**227.06**
	Total (Net)	**(54.22)**	**3,336.63**

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 19 : Borrowings (contd.)

₹ crores

	Liquid Assets			Gross Debt	Net Debt	Liabilities from Financing activities		Total
	Cash and cash equivalents	Current Investments	Bank Balance		(e) = (d)-(a)-(b)-(c)	Derivatives	Interest accrued but not due / Unclaimed interest	
	(a)	(b)	(c)	(d)		(f)	(g)	(h) = (e)+(f)+(g)
As at April 1, 2020	**250.82**	**436.24**	**58.39**	**2,602.07**	**1,856.62**	**179.68**	**56.49**	**2,092.79**
Cash flows	(157.98)	(67.00)	(6.92)	712.42	944.32	(0.79)	-	943.53
Interest expense	-	-	-	2.23	2.23	-	238.88	241.11
Interest paid	-	-	-	(9.63)	(9.63)	-	(222.45)	(232.08)
Added to Borrowings					-			
On acquisition of subsidiary	-	-	-	297.56	297.56	-	-	297.56
Fair value adjustments	-	8.29	-	-	(8.29)	(25.00)	-	(33.29)
Foreign Currency Translation Difference	1.43	-	-	28.19	26.76	(0.03)	0.28	27.01
Net Debt as at March 31, 2021	**94.27**	**377.53**	**51.47**	**3,632.84**	**3,109.57**	**153.86**	**73.20**	**3,336.63**
Cash flows	687.94	517.44	344.89	(1,655.78)	(3,206.05)	(147.83)	-	(3,353.88)
Interest expense	-	-	-	9.47	9.47	-	236.46	245.93
Interest paid	-	-	-	(12.34)	(12.34)	-	(268.23)	(280.57)
Fair value adjustments	-	7.50	-	-	(7.50)	(6.03)	-	(13.53)
Foreign Currency Translation Difference	1.32	-	-	10.57	9.25	-	1.95	11.20
Net Debt as at March 31, 2022	**783.53**	**902.47**	**396.36**	**1,984.76**	**(97.60)**	**-**	**43.38**	**(54.22)**

Note 20 : Trade Payables (Refer Note 44 for Related Party Disclosures)

₹ crores

	March 31, 2022	March 31, 2021
Other		
Vendor payables	170.98	157.52
Accrued expenses and others	216.35	160.29
	387.33	**317.81**

Trade Payables ageing schedule given below :

₹ crores

	Outstanding for following periods from transaction date						
	Accrued Expenses	Not Due	Less than 1 year	1-2 years	2- 3 years	More than 3 years	Total
(i) Others	168.17	55.21	156.43	4.32	2.16	0.95	387.24
	132.81	*4.85*	*169.79*	*7.01*	*2.41*	*0.80*	*317.67*
(ii) Disputed dues - Others	-	-	-	-	-	0.09	0.09
	-	-	-	*0.05*	-	*0.09*	*0.14*
	168.17	**55.21**	**156.43**	**4.32**	**2.16**	**1.04**	**387.33**
	132.81	***4.85***	***169.79***	***7.06***	***2.41***	***0.89***	***317.81***

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 21 : Other financial liabilities

₹ crores

	March 31, 2022	March 31, 2021
(a) Non current		
Deposits from others	8.61	6.99
Other contractual liability	20.22	18.72
	28.83	**25.71**
(b) Current		
Deposits from others		
Option Deposit (Secured) (Refer footnote (ii))	-	71.10
Unsecured	23.22	25.17
	23.22	**96.27**
Other payables		
From related parties (Refer Note 44)	2.47	0.55
From other parties	6.83	3.27
	9.30	**3.82**
Additional liability on account of loss in joint ventures to the extent of exposure (Refer Note 7(a)(iii))	1.16	1.45
Liability on derivative contracts	-	153.86
Other contractual liability (Refer Note 32(a))	-	165.14
Contract Liability towards loyalty programmes (Refer Note 33(iii) (b))	38.94	47.57
Interest accrued but not due on borrowings	43.38	73.20
Creditors for capital expenditure	45.24	22.24
Unclaimed dividends	1.60	1.51
Unclaimed matured debentures and interest accrued thereon ₹ 25,153 (Previous Year - ₹ 25,153)	-	-
Employee related liabilities	117.49	68.03
Other liabilities	97.72	76.40
	378.05	**709.49**

Footnote :

(i) The fair value hierarchy and classification are disclosed in Note 39.

(ii) Pursuant to the exercise of the option for an existing contract, the deposit was fully refunded.

Note 22 : Provisions

₹ crores

	March 31, 2022	March 31, 2021
(a) Non current		
Provision for employee benefits (Refer Note 42)		
Compensated absences	54.72	55.43
Gratuity	12.42	9.33
Post-employment medical benefits	6.87	6.84
Post-retirement pension	21.10	20.14
	95.11	**91.74**
(b) Current		
Provision for employee benefits (Refer Note 42)		
Compensated absences	20.48	22.63
Gratuity	1.92	0.17
Post-employment medical benefits	0.50	0.46
Post-retirement pension	1.63	1.59
Other employee benefits	1.84	2.84
	26.37	**27.69**
Provision for others		
Provision for disputed claims (Refer Footnote i)	169.46	143.07
	169.46	**143.07**
	195.83	**170.76**

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 22 : Provisions (contd.)

Footnotes :

(i) Provision for disputed claims include provisions for the following:

₹ crores

	Opening Balance	Addition/ (Deletion) (Net)	Closing Balance
Disputed claims for taxes, levies and duties	140.49	26.39	166.88
	122.75	*17.74*	*140.49*
Dispute on contractual matters	0.41	-	0.41
	0.41	-	*0.41*
Dispute in respect of employee benefits	2.17	-	2.17
	2.17	-	*2.17*
Total	**143.07**	**26.39**	**169.46**
	125.33	***17.74***	***143.07***

a) The above matters are under litigation / negotiation and the ultimate outcome and timing of the cash flows, if any cannot be currently determined.

b) Figures in italics are in respect of previous year.

Note 23 : Other current liabilities

₹ crores

	March 31, 2022	March 31, 2021
(a) Non current		
Advances collected from customers (Refer Footnote (i))	10.78	15.93
	10.78	**15.93**
(b) Current		
Income received in advance (Refer Footnote (i))	48.19	34.91
Deferred Revenue (Refer Footnote (i))	34.67	58.28
Advances collected from customers (Refer Footnote (i))	182.88	143.67
Statutory dues (Refer Footnote (ii))	62.54	30.07
	328.28	**266.93**

Footnote :

(i) Refer Note 33(iii) for detailed disclosure relating to Ind AS 115 - Revenue from contract with customers.

(ii) Statutory dues includes amount payable towards indirect taxes, tax deducted at source and employee related dues.

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 24 : Revenue from operations (Refer Note 33(i), (ii))

₹ crores

	March 31, 2022	March 31, 2021
Rooms, restaurants and banquets income	2,536.89	1,247.92
Shop rentals	31.00	34.19
Membership fees	118.50	77.40
Management and operating fees	231.18	136.45
Other operating income	138.65	79.20
Total	**3,056.22**	**1,575.16**

Note 25 : Other income

₹ crores

	March 31, 2022	March 31, 2021
Interest Income from financial assets at amortised cost		
Inter-corporate deposits	0.88	1.10
Deposits with banks	9.20	8.39
Others	7.03	29.16
	17.11	**38.65**
Interest on income tax refunds	56.38	6.14
	73.49	**44.79**
Dividend Income from Investments		
from Investments that are fair valued through Other Comprehensive Income	4.97	5.40
from Investments that are fair valued through Profit and Loss	-	0.03
Profit on disposal of Property, plant and equipment (Net)	25.84	18.58
Profit on sale of current investment	6.05	5.63
Gain on investments carried at fair value through profit and loss	1.46	2.51
Exchange gain (Net)	1.19	28.26
Others	42.16	59.52
Total	**155.16**	**164.72**

Note 26 : Employee benefit expenses and payment to contractors

₹ crores

	March 31, 2022	March 31, 2021
Salaries, wages, bonus etc.	899.81	712.56
Company's contribution to provident and other funds (Refer Note 22, 42)	50.66	43.18
Reimbursement of expenses on personnel deputed to the company	48.65	46.19
Payment to contractors	66.17	35.43
Staff welfare expenses	84.95	56.65
Total	**1,150.24**	**894.01**

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 27 : Finance costs

₹ crores

	March 31, 2022	March 31, 2021
Interest expense		
Interest Expense at effective interest rate on borrowings which are measured at amortised cost	246.47	242.47
Add/(Less) : Settlements on interest rate swap contracts	(0.54)	(1.36)
	245.93	**241.11**
Interest on Lease liability	158.56	154.31
On income tax demand	12.39	6.43
Other borrowing costs	15.20	1.97
	432.08	**403.82**
Less : Interest capitalised (Refer Footnote)	4.42	1.00
Total	**427.66**	**402.82**

Footnote :
The Group has capitalised the interest cost on borrowings relating to qualifying assets including within capital work in progress

Note 28 : Depreciation and amortisation expenses

₹ crores

	March 31, 2022	March 31, 2021
Depreciation on Property, Plant and Equipment	322.39	324.30
Depreciation of Right-of-use Assets *	64.21	61.97
Amortisation on Intangible / Contract Assets #	19.45	23.36
Total	**406.05**	**409.63**

* Amortisation of Right-of-use assets for the year includes ₹ 0.11 crores (Previous year ₹ 1.20 crores) which is capitalised during the year.
# Amortisation on intangible assets for the year includes ₹ 0.05 crores (Previous year Nil) which is charged for contract assets.

Note 29 : Operating and general expenses

₹ crores

	March 31, 2022	March 31, 2021
(a) Operating expenses consist of the following :		
Linen and room supplies	50.77	27.59
Catering supplies	31.14	20.37
Other supplies	8.26	7.11
Fuel, power and light	224.79	172.85
Repairs to buildings	49.71	32.09
Repairs to machinery	71.65	51.10
Repairs to others	26.17	16.70
Linen and uniform washing and laundry expenses	21.77	20.47
Security charges and Others	31.26	28.22
Guest transportation	30.84	16.08
Travel agents' commission	70.39	37.16
Discount to collecting agents	32.19	12.99
Other operating expenses	66.04	29.93
Total	**714.98**	**472.66**

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 29 : Operating and general expenses (contd.)

₹ crores

	March 31, 2022	March 31, 2021
(b) General expense consist of the following :		
Rent (Refer Note 37)	37.91	32.69
Licence fees (Refer Note 37)	84.13	60.32
Rates and taxes	87.74	70.97
Insurance	26.75	26.33
Advertising and publicity	61.40	29.74
Printing and stationery	8.76	6.18
Passage and travelling	5.07	2.55
Allowance for doubtful debts and Bad debts written off	2.47	11.76
Expenditure on corporate social responsibility	2.01	14.79
Professional fees	49.02	44.36
Support services	46.52	43.02
Payment made to statutory auditors (Refer Footnote below)	7.85	7.84
Directors' fees and commission	3.16	2.12
Other expenses	106.23	73.76
Total	**529.02**	**426.43**
	1,244.00	**899.09**

Footnote :

Payment made to statutory auditors: *

₹ crores

	March 31, 2022	March 31, 2021
As auditors	6.57	6.32
For other services (including tax audit and company law matters)	1.10	1.30
Expenses and incidentals	0.18	0.22
	7.85	**7.84**

* Excludes ₹ 2.37 crores (Previous year ₹ Nil) adjusted against Securities Premium Account.

Note 30 : Exceptional Items

₹ crores

	March 31, 2022	March 31, 2021
Exceptional Items comprises of the following :		
Exchange Gain / (Loss) on long term borrowings/assets (net)	2.21	29.12
Change in fair value of derivative contracts	6.29	25.00
Profit on sale of hotel property in a subsidiary	7.12	23.80
Gain arising out of acquiring controlling stake in a joint venture	-	82.03
Total	**15.62**	**159.95**

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 31: Capital raised by the Company

a) During the year the Company has allotted 13,21,31,257 Rights Equity Shares of face value of ₹ 1 each at a price of ₹ 150 per Rights equity share (including securities premium of ₹ 149 per share) to the eligible equity shareholders of the Company as on record date for an amount aggregating ₹ 1981.97 crores on Rights Basis.

The Proceeds of the issue are utilized in accordance with the details set forth below:

₹ crores

Sr. No	Item Head	Amount as proposed in the Letter of Offer document dated 09.11.2021	Amount utilised	Amount unutilised amount as on 31.03.2022
1	Repayment, pre-payment or redemption, in full or part, of certain borrowings availed by the Company	1200.00	1200.00	-
2	Payment for the acquisition of 3,48,51,356 equity shares (aggregating 37.07% of the paid-up equity share capital) of Roots Corporation Limited from its existing shareholders, namely, Omega TC Holdings Pte Limited, Tata Capital Limited and Piem Hotels Limited	454.11	454.11	-
3	Part payment for the acquisition of 4,02,846 equity shares (aggregating 14.28% of the paid-up equity share capital) of ELEL from Excalibur	175.00	175.00	-
4	Investment in our step-down Subsidiary, namely, United Overseas Holding Inc. through our WOS namely IHOCO BV, for repayment or pre-payment of certain borrowings availed by such Subsidiary	75.00	75.00	-
5	General corporate purposes	66.63	66.50	-*
6	Share Issue Expenses	11.36	11.36	-
	Total	**1982.10**	**1981.97**	**-**

*The total allotment of equity shares under the above Rights Issue is net of 8570 Equity Shares that have been kept in abeyance against custodian cases. Consequently, the Issue amount of ₹ 0.13 crores pertaining to such cases has been reduced from the General corporate purposes.

b) During the year ended March 31, 2022 the Company has issued 9,90,09,900 fully paid up equity shares equivalent to 7.5% of the then existing paid up equity capital of the Company to Qualified Institutional Buyers in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. These shares were issued at an issue price of ₹ 202 per share (including securities premium of ₹ 201 per share) for an aggregate consideration of ₹ 2,000 Crores.

The Proceeds of the issue are utilized in accordance with the details set forth below:

₹ crores

Gross QIP Proceeds	2,000.00
Less: Estimated Issue Expenses	27.55
Net Proceeds	**1972.45**
Utilisation:	
Prepayment of borrowings	357.00
Investment as ICD to a Subsidiary Company	50.00
Total Utilisation	**407.00**
Balance deposited with banks and short-term liquid investments	**1,565.45**

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 32: Investments in subsidiary

a) The Company had signed a binding agreement on July 21, 2020 for acquisition of balance equity stake of 14.28% in ELEL Hotels & Investments Ltd ("ELEL"), a step down subsidiary, from its existing shareholders for a consideration of ₹ 250 crores payable in a phased manner on achievement of certain agreed milestones but not later than the end of December 2021. Accordingly, the company has recognised contractual liabilities in the earlier years. The final instalment of ₹ 175 crores was paid out of the proceeds of the Rights issue. Consequent to this acquisition, ELEL has become a wholly owned step down subsidiary of the Company effective December 28, 2021 and 100% leasehold owner of the landmark Sea rock hotel site.

b) The Board of Directors at its meeting on October 21, 2021 had approved the purchase of balance stake in Roots Corporation Limited ("RCL") aggregating to ~ 39.84% of the equity share capital of RCL from the existing shareholders of RCL, viz. Omega TC Holdings Pte Limited, Tata Capital Limited, Tata Investment Corporation Limited and Piem Hotels Limited, at an acquisition cost not exceeding ₹ 500 crores. The foregoing transaction will result in RCL becoming a wholly owned subsidiary of the Company. During the year, the Company has completed purchase of

   i) 65,35,948 shares from PIEM Hotels Limited aggregating to ₹ 85.16 crores (~ 6.95 % of the equity share capital of RCL) out of the proceeds of the Rights issue

   ii) 2,60,23,954 shares from Omega TC Holdings Pte Ltd aggregating to ₹ 339.09 crores (~ 27.68 % of the equity share capital of RCL)

   iii) 22,91,454 share from Tata Capital Limited aggregating to ₹ 29.86 crores (~ 2.44 % of the equity share capital of RCL)

   iv) The acquisition of balance 26,14,379 shares (~ 2.78 % of the equity share capital of RCL) from Tata Investment Corporation Limited has been completed on April 26, 2022.

c) During the year, the Company has won bid for the development (including operation and maintenance) of two hotels – a 4 star hotel and a 3 star hotel in Kevadia, site of Statue of Unity, Gujarat. As per the bid condition, the successful bidder is required to incorporate new companies to incubate these projects. Accordingly, the Company has incorporated two companies namely Genness Hospitality Private Limited and Qurio Hospitality Private Limited by investing an initial sum of ₹ 7.23 crores and ₹ 5.15 crores respectively to acquire the lease rights of the site. Presently, these are wholly owned subsidiaries of IHCL. These projects are under development.

d) Additional disclosures under the regulatory requirement:

   Investments made in the equity share capital of IHOCO B.V., our direct Wholly Owned Subsidiary (WOS) in the Netherlands during the year:

Date	Amount ($ Million)	Amount (₹ Crores)
April 15, 2021	7.00	52.62
August 18, 2021	3.10	23.04
December 21, 2021	10.00	75.59
Total	**20.10**	**151.25**

The above investment by the Company is made based on the prior approval from the Reserve Bank of India in compliance with the relevant provisions of the Foreign Exchange Management Act, 1999 and the Companies Act, 2013.

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 32: Investments in subsidiary (contd.)

Investments made by IHOCO B.V. during the year:

Investee Company	Relationship with IHCL	Nature of Investment	Date	Amount ($million)
United Overseas Holdings Inc	WOS in USA	Equity	April 16, 2021	5.00
Good Hope Palace Hotels Pty Ltd	WOS in South Africa	Equity	July 16, 2021	0.93
St James Court Hotel Ltd	Subsidiary in UK	Loan	July 30, 2021	0.63
United Overseas Holdings Inc	WOS in USA	Equity	December 22, 2021	10.00
Good Hope Palace Hotels Pty Ltd	WOS in South Africa	Equity	January 19, 2022	0.30
Total				**16.86**

The balance money in IHOCO BV will be utilized for making investments in the underlying subsidiary or for the general corporate purposes

Note 33: Revenue from Contracts with Customers and Assets/Liabilities

The Group's revenue primarily comprises of Revenue from Hotel operations, Management and Operating Fee and Membership fees income as tabulated below.

i) Details of revenue from contracts with customers recognized by the Group, net of indirect taxes in its statement of Profit and Loss:

₹ crores

	March 31, 2022	March 31, 2021
Revenue from operations		
Revenue from contract with customers		
Room Revenue, Food & Beverages and Banquets	2,536.89	1,247.92
Shop rentals	31.00	34.19
Membership fees	118.50	77.40
Management & Operating fees	231.18	136.45
	2,917.57	**1,495.96**
Other operating revenue		
Export Incentive	-	0.41
Other revenue	138.65	78.79
	138.65	**79.20**
Total Revenue from operations	**3,056.22**	**1,575.16**

ii) **Disaggregate Revenue**
The following table presents Group revenue disaggregated by type of revenue stream and by reportable segment:

₹ crores

	March 31, 2022	March 31, 2021
Revenue based on geography		
Revenue from contract with customers		
India	2,365.03	1,354.02
Overseas	552.54	141.94
	2,917.57	**1,495.96**
Other Operating Revenue		
India	120.98	76.17
Overseas	17.67	3.03
	138.65	**79.20**
	3,056.22	**1,575.16**

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 33: Revenue from Contracts with Customers and Assets/Liabilities (contd.)

₹ crores

	March 31, 2022	March 31, 2021
Revenue based on product and services		
Revenue from contract with customers		
Room Revenue	1,477.54	702.48
Food & Beverages and Banquets	1,059.35	545.44
Shop rentals	31.00	34.19
Membership fees	118.50	77.40
Management & Operating fees	231.18	136.45
	2,917.57	**1,495.96**
Other Operating Revenue		
Export Incentives	-	0.41
Other revenue	138.65	78.79
	138.65	**79.20**
	3,056.22	**1,575.16**

iii) Contract balances

The contract liabilities primarily relate to the unredeemed customer loyalty points and the advance consideration received from customers for which revenue is recognized when the performance obligation is over/ services delivered.

a) Advance Collections is recognised when payment is received before the related performance obligation is satisfied. This includes advances received from the customer towards rooms/restaurant/banquets. Revenue is recognised once the performance obligation is met i.e. on room stay/ sale of food and beverage / provision of banquet services. It also includes membership fee received for Chambers Membership, Epicure membership and Spa and Health Club Memberships and disclosed as Income received in advance.

b) Contract liability towards Loyalty programme represents the liability of the Group towards the points earned by the members.

₹ crores

	March 31, 2022	March 31, 2021
Contract liabilities		
Income received in advance	48.19	34.91
Advance collections from customer	193.66	159.60
Deferred Revenue	34.67	58.28
Contract Liability towards loyalty programmes	38.94	47.57
	315.46	**300.36**

Footnote:

Considering the nature of business of the Group, the above contract liabilities are generally materialised as revenue within the same operating cycle.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 34: Contingent Liabilities (to the extent not provided for) and contingent assets

The Group is involved in a number of appellate, judicial and arbitration proceedings (including those described below) concerning matters arising in the course of conduct of the Group's businesses and is exposed to other contingencies arising from having issued guarantees to lenders of its subsidiaries and other entities. Some of these proceedings in respect of matters under litigation are in early stages, and in some other cases, the claims are indeterminate.

(a) On account of matters in disputes :

Amounts in respect of claims (excluding interest and penalties) asserted by various revenue authorities on the Company and the Group, in respect of taxes, etc., which are in dispute, and not provided for, are as under:

₹ crores

Particulars	March 31, 2022	March 31, 2021
Income Tax	160.23	242.45
Entertainment tax	2.23	2.23
Sales tax / VAT	20.90	20.29
Property and Water tax	263.72	241.68
Service tax	22.65	22.24
Others	57.97	31.84

The Group is a defendant in various legal actions and a party to claims as above, plus interest thereon, which arose during the ordinary course of business. The Group's management believes based on the facts presently known, that the results of these actions will not have a material impact on the Company's financial statements. It is not practicable for the Group to estimate the timings of cash flows, if any, in respect of the above.

(b) On account of lease agreements:

In respect of a plot of land provided to the Company under a lease agreement, on which the Company has constructed a hotel, the lessor has made a claim of ₹ 577.43 crores to date, (13 times the previous annual rental) for increase in the rentals with effect from 2006-07. The Company believes these claims to be untenable. The Company has contested the claim based upon legal advice, by filing a suit in the Honourable High Court of Judicature at Bombay on grounds of the lessor's inconsistent stand on automatic renewal of lease, levy of lease rentals and method of computing such lease rent, within the terms of the then existing lessor's policy as also a Supreme Court judgment on related matters. Even taking recent enactments into consideration, in the opinion of the Company, the computation cannot stretch beyond ₹ 163.56 crores (excluding interest / penalty), and this too is being contested by the Company on merit.

Further, a "Notice of Motion" has been filed by the Company before the Honourable High Court of Judicature at Bombay, inter alia, for a stay against any further proceedings by the lessor, pending a resolution of this dispute by the Honourable Bombay High Court, and the Company has obtained a stay order from the court.

(c) Other claims against the Group not acknowledged as debt :

(i) Legal and statutory matters ₹ 4.98 crores (March 31, 2021 - ₹ 4.98 crores)

(ii) Management is generally unable to reasonably estimate a range of possible loss for proceedings or disputes other than those included in the estimates above, including where:

a) plaintiffs / parties have not claimed an amount of money damages, unless management can otherwise determine an appropriate amount;

b) the proceedings are in early stages;

c) there is uncertainty as to the outcome of pending appeals or motions or negotiations;

d) there are significant factual issues to be resolved; and/or there are novel legal issues presented

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 34: Contingent Liabilities (to the extent not provided for) and contingent assets (contd.)

(iii) In respect of one domestic subsidiary, for the proposed construction of a hotel on the plot of land, a Public Interest Litigation (PIL) has been filed against the Union of India and Others (including the Company/Group), interalia, challenging the various permissions / approvals. The Group is contesting the PIL on merits, and the matter is pending. The Group has not commenced construction pending regulatory and other approvals.

The Group's Management does not believe, based on currently available information, that the outcomes of the above matters will have a material adverse effect on the Group's financial position, though the outcomes could be material to the Group's operating results for any particular period, depending, in part, upon the operating results for such period. It is not practicable for the Company to estimate the timings of cash flows, if any, in respect of the above.

(d) Claims filed by the Group:

The Company had invested in a Greenfield Project in Guwahati, Assam which is eligible as "Mega Project" under the Industrial and Investment Policy of Assam, 2014 and is entitled to apply for the revenue grant under the Assam Industrial Policy. The Company had made application for the grant/subsidy which is essentially is the form of reimbursement of SGST and Luxury Tax paid for a period of 10 years upto a maximum of 150% of the original capital outlay.

During the year, the Company's application was processed by the Industries Department of State Government of Assam and "Eligibility and Entitlement Certificate" was issued by Commissioner of Taxes, Guwahati, Assam.

The Company has realised the money against the grants aggregating to ₹ 12.62 crores during the current financial year against the past years claim of ₹ 13.14 crores. During the current financial year, the company further accrued ₹ 2.32 crores in the "Other Operating Income", of which ₹ 0.66 crores are received.

Note 35: Capital Commitments

i) Commitments includes the amount of purchase order (net of advance) issued to parties for completion of assets. Estimated amount of contracts remaining to be executed on capital account (net of capital advances) and not provided for is ₹ 232.04 crores (March 31, 2021 - ₹ 283.30 crores).

Note 36: Guarantees and Undertakings given

Guarantees given by the Group and outstanding as on March 31, 2021 - ₹ 13.31 crores (March 31, 2021 - ₹ 13.31 crores). Also, refer to note 36(c)(ii) for Guarantees on behalf of certain joint ventures.

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 37: Leases – Ind AS 116

The Group has taken land and immovable properties on lease which are generally long term in nature with varying terms, escalation clauses and renewal rights expiring within five to one hundred and ninety eight years. On renewal, the terms of the leases are renegotiated.

a) Total lease liabilities are analysed as follows:

₹ crores

	March 31, 2022	March 31, 2021
Denominated in the following currencies:		
Rupees	1,455.32	1,445.28
US dollars	288.90	276.09
Sterling	155.71	159.67
Others	3.17	4.45
Total	**1,903.11**	**1,885.49**
Analysed as:		
Current *	42.70	39.11
Non-current	1,860.41	1,846.38
Total	**1,903.11**	**1,885.49**

* The Current Portion of the lease liability is excluding the interest component on the lease liability. Actual Lease Payments (including notional interest as per Ind AS 116) would be ₹ 186.16 crores (Previous year ₹ 177.20). Refer note (b) below for the Maturity Analysis of the Lease Payments.

b) Exposure to future cash flows:

The following are the undiscounted contractual cash flows of lease liabilities. The payment profile has been based on management's forecasts and could in reality be different from expectations:

₹ crores

Maturity analysis:	March 31, 2022	March 31, 2021
Less than 1 year	186.16	177.20
Between 1 and 2 years	187.53	179.32
Between 2 and 5 years	542.06	537.48
More than 5 years	9,031.95	9,094.75
Total	**9,947.70**	**9,988.75**

In addition, in certain circumstances the Group is committed to making additional lease payments that are contingent on the performance viz. gross operating profits, revenues etc. of the hotels that are being leased for which no lease liability has been recognised as it is contingent in nature.

c) Overall lease rentals (including provisions and amount adjusted against advances) for the year ended March 31, 2022 are as below:

₹ crores

Particulars	March 31, 2022	March 31, 2021
Minimum Lease Payments/ Fixed Rentals	148.06	135.48
Contingent rents	89.67	52.33
Total	**237.73**	**187.80**

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 38: Interest in other entities

a) Subsidiaries

i) The parent's subsidiaries at March 31, 2022 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held by the group and the effective ownership of the group is enumerated in the table below. The country of incorporation or registration is also their principal place of business.

	Country of Incorporation	Effective Ownership interest held by the Group		Ownership interest held by non-controlling interests	
		March 31, 2022 (%)	March 31, 2021 (%)	March 31, 2022 (%)	March 31, 2021 (%)
Domestic					
Benares Hotels Ltd.	India	51.68	51.68	48.32	48.32
ELEL Hotels & Investments Ltd. ^	India	100.00	85.72	-	14.28
Inditravel Ltd.	India	78.88	78.88	21.12	21.12
Ideal Ice Ltd.	India	100.00	100.00	-	-
KTC Hotels Ltd.	India	100.00	100.00	-	-
Luthria & Lalchandani Hotels and Properties Private Ltd.^	India	100.00	87.15	-	12.85
Northern India Hotels Ltd.	India	48.56	48.56	51.44	51.44
Piem Hotels Ltd.	India	51.57	51.57	48.43	48.43
Roots Corporation Ltd.@	India	97.22	63.74	2.78	36.26
Sheena Investments Private Ltd.	India	100.00	100.00	-	-
Skydeck Properties & Developers Private Ltd.	India	100.00	100.00	-	-
Taj Enterprises Ltd.	India	93.40	93.40	6.60	6.60
Taj Trade & Transport Ltd.	India	73.03	73.03	26.97	26.97
United Hotels Ltd.	India	55.00	55.00	45.00	45.00
Genness Hospitality Private Limited (February 1, 2022)	India	100.00	-	-	-
Qurio Hospitality Private Limited (February 2, 2022)	India	100.00	-	-	-
International					
IHOCO BV	Netherlands	100.00	100.00	-	-
IHMS Hotels (SA) Proprietary Ltd.	South Africa	100.00	100.00	-	-
Good Hope Palace Hotels Proprietary Ltd.	South Africa	100.00	100.00	-	-
Piem International (HK) Ltd.	Hong Kong	51.57	51.57	48.43	48.43
St. James Court Hotel Ltd.	United Kingdom	72.25	72.25	27.75	27.75
Taj International Hotels (HK) Ltd.	Hong Kong	100.00	100.00	-	-
Taj International Hotels Ltd.	United Kingdom	100.00	100.00	-	-
United Overseas Holding Inc.	United States of America	100.00	100.00	-	-

@ The Group has acquired additional stake in Roots Corporation Limited, whereby the Group's effective holding has increased to 97.22%% from 63.74%. The remaining stake of 2.78% has been acquired on April 26, 2022, consequently it will become a Wholly Owned Subsidiary ("WOS").

^ The Group has acquired the balance 14.28% stake in ELEL Hotels and Investments Ltd (ELEL) Consequently, ELEL and its step down subsidiary, Luthria & Lalchandani Hotels and Properties Private Ltd has become a 100%. (Refer Note 32(a)).

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 38: Interest in other entities (contd.)

ii) Significant judgements and assumptions:

a. The management have concluded that the group controls Northern India Hotels Limited, even though it holds less than half of the effective interest of this subsidiary. This is because the group is the largest shareholder and the direct ownership in this company is 94.15% through Piem Hotels Limited, a subsidiary in which the group holds 51.57%.

b. The investment in BAHC 5, a company incorporated in Singapore in which the group holds 100% issued equity shares, is a temporary investment that is presently held for disposal. In the view of the management, the Group does not have any power or control over or exposure to this entity. It does not have any rights to variable returns from its involvement with this entity and thus the financial statements of this entity are not consolidated.

c. The Group holds 51% of the equity share capital of Taj SATS Air Catering Ltd. However, as per the contractual arrangement in the form of joint venture agreement, the group considers it has joint control over the net assets of this entity and has been reclassified as joint venture.

d. The Group has not consolidated TP Kirnali Solar Limited as an "Associate" as Management believes that it does not have control nor have any power to participate in financial and operating policy decision of TP Kirnali Solar Limited. This investment is solely in order to obtain captive solar power supply for some of it hotels in Mumbai.

b) Non-controlling interests ('NCI')

i) The summarised financial information for each subsidiary that has non-controlling interests that are material to the Group are set out below. The amounts disclosed for each subsidiary are before inter-company eliminations or other adjustment :-

₹ crores

Summarised Balance Sheet	PIEM Hotels Limited		Roots Corp Limited		Benares Hotels Limited		St. James Court Hotel Limited	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Current Assets	60.26	46.45	38.34	41.48	10.28	5.13	35.82	8.36
Current Liabilities	116.56	106.06	136.97	137.79	7.58	10.87	53.47	514.52
Net Current Assets	**(56.29)**	**(59.61)**	**(98.63)**	**(96.31)**	**2.70**	**(5.47)**	**(17.65)**	**(506.16)**
Non-Current Assets	742.89	752.53	625.04	646.07	84.80	85.76	1,299.97	1,290.22
Non-Current Liabilities	80.60	113.49	414.76	404.39	9.66	7.79	667.57	144.53
Net Non-Current Assets	**662.29**	**639.04**	**210.28**	**241.67**	**75.14**	**77.97**	**632.40**	**1145.69**
Net Assets	**606.00**	**579.43**	**111.65**	**145.36**	**77.84**	**72.23**	**614.75**	**639.54**
Accumulated NCI	**293.48**	**280.61**	**3.10**	**52.71**	**37.61**	**34.90**	**170.59**	**177.47**

₹ crores

Summarised Statement of Profit and Loss	PIEM Hotels Limited		Roots Corp Limited		Benares Hotels Limited		St. James Court Hotel Limited	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Revenue	266.27	154.01	179.15	134.86	49.94	24.81	199.46	43.20
Profit/(Loss) for the year	(2.64)	(68.76)	(33.90)	(49.38)	5.65	(5.23)	(17.88)	(67.27)
Other Comprehensive Income	34.29	25.95	0.20	0.14	(0.05)	0.13	(6.90)	50.87
Total Comprehensive Income	**31.64**	**(42.81)**	**(33.71)**	**(49.24)**	**5.60**	**(5.10)**	**(24.78)**	**(16.41)**
Total Comprehensive Income allocated to NCI	15.32	(20.73)	(12.95)	(17.86)	2.71	(2.47)	(6.87)	(4.55)
Dividend paid to NCI	**2.45**	-	-	-	-	-	-	-

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 38: Interest in other entities (contd.)

₹ crores

Summarised Statement of Cash Flows	PIEM Hotels Limited		Roots Corp Limited		Benares Hotels Limited		St. James Court Hotel Limited	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Cash Flows from Operating Activities	18.90	(40.24)	30.24	18.74	16.18	2.07	37.25	(36.74)
Cash Flows from / (used in) Investing Activities	55.26	8.18	6.36	29.30	(10.53)	(0.84)	(38.71)	(20.22)
Cash Flows from / (used in) Financing Activities	(68.97)	30.53	(34.86)	(47.44)	(6.14)	(1.82)	16.64	34.90
Net Increase/(Decrease) in Cash & cash Equivalents	**5.19**	**(1.53)**	**1.74**	**0.60**	**(0.49)**	**(0.59)**	**15.18**	**(22.06)**

ii) Individually immaterial non-controlling interest(“NCI”):

₹ crores

	March 31, 2022	March 31, 2021
Aggregate carrying amount of individually immaterial	88.23	88.88
Aggregate amount of NCI’s share of profits/loss	(0.78)	(3.11)
Aggregate amount of NCI’s share of other comprehensive Income	0.11	0.11
Aggregate amount of NCI’s share of total comprehensive Income	(0.67)	(3.00)

c) Interests in associates and joint ventures

i) Details of the associates and joint ventures of the group as at March 31, 2022 and 2021 are set out below. The entities below have share capital consisting solely of equity shares, which are held directly by the group. The country of incorporation or registration is also their principal place of business. The Group follows equity method of accounting for the measuring its investments/interests in associates and joint ventures, the details of which are as below :-

₹ crores

	Country of Incorporation	Effective Holding “%”	Carrying amount		Quoted fair value	
			March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Joint Ventures						
Taj SATS Air Catering Ltd.	India	51.00	22.34	41.78	*	*
Taj Karnataka Hotels & Resorts Ltd. (Refer Note no 21(b))	India	44.27	-	-	*	*
Taj Kerala Hotels & Resorts Ltd.	India	28.78	11.49	14.72	*	*
Taj GVK Hotels & Resorts Ltd.	India	25.52	114.24	115.66	243.85	174.72
Taj Safaris Ltd.	India	41.81	10.89	9.13	*	*
Kaveri Retreat & Resorts Ltd.	India	50.00	47.75	45.24	*	*
TAL Hotels & Resorts Ltd.	Hong Kong	27.49	97.48	105.35	*	*
IHMS Hotels (SA)(Pty) Ltd. (Refer Note no 21(b) & 37)	South Africa	50.00	-	-	*	*
			304.19	**331.88**	**174.72**	**174.72**
Associates						
Oriental Hotels Ltd.	India	35.67	206.56	210.40	419.16	150.53
Taj Madurai Ltd.	India	26.00	8.72	4.94	*	*
Taida Trading and Industries Ltd.	India	34.78	-	-	*	*
Zarrenstar Hospitality Private Ltd	India	50.00	-	-	*	*
BJets Pte Ltd	Singapore	45.69	-	-	*	*
Lanka Island Resorts Ltd	Sri Lanka	24.66	28.25	29.90	*	*
TAL Lanka Hotels PLC	Sri Lanka	24.62	-	1.25	12.88	15.28
			243.53	**246.49**	**432.05**	**165.81**
Total			**547.72**	**578.37**	**675.89**	**340.53**

* Unlisted entity – no quoted price available

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 38: Interest in other entities (contd.)

ii) Commitments and contingent liabilities in respect of associates and joint ventures

₹ crores

	March 31, 2022	March 31, 2021
Commitment to provide funding for joint ventures capital commitments, if called	-	-
Capital Commitment for joint ventures and associate	6.54	2.08
Guarantees given by joint ventures and associates	0.12	1.09
Share of contingent liabilities in joint ventures and associates	42.04	38.43

iii) Summarised financial information for associates and joint ventures

The summarised financial information for those joint ventures and associates that are material to the Group are set out below. The information disclosed reflects the amounts presented in the financial statements of the relevant associates and joint ventures and not of the Group’s share of those amount. They have amended to reflect adjustments made when using equity method for the differences in accounting policies.

₹ crores

Summarised Balance Sheet	Taj GVK Hotels and Resorts Limited		Taj SATS Air Catering Limited		TAL Hotels and Resorts Ltd		Oriental Hotels Ltd	
	December 31 2021 *	December 31 2020 *	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Current assets								
Cash and cash equivalents	27.38	0.15	4.55	2.99	34.82	43.11	24.46	23.65
Other assets	52.75	41.14	69.43	87.34	39.79	39.00	86.00	56.81
	80.13	**41.29**	**73.98**	**90.33**	**74.61**	**82.10**	**110.46**	**80.46**
Non-current assets	642.78	775.89	243.14	232.47	655.00	681.85	675.42	690.31
Total assets	**722.91**	**817.19**	**317.12**	**322.80**	**729.61**	**763.96**	**785.88**	**770.77**
Current liabilities								
Financial liabilities (excluding trade payables)	53.44	63.28	38.24	6.07	32.16	22.17	48.61	38.94
Other liabilities	66.67	153.32	66.48	60.95	69.82	63.98	43.93	43.52
	120.11	**216.60**	**104.72**	**67.02**	**101.99**	**86.15**	**92.53**	**82.46**
Non-current Liabilities								
Financial liabilities (excluding trade payables)	132.85	116.53	0.99	0.99	73.09	83.33	235.50	219.63
Other liabilities	103.46	112.01	19.52	24.77	245.83	257.12	18.02	18.04
	236.31	**228.54**	**20.52**	**25.76**	**318.93**	**340.45**	**253.52**	**237.67**
Total liabilities	**356.42**	**445.14**	**125.23**	**92.79**	**420.91**	**426.60**	**346.05**	**320.13**
Net assets	**366.49**	**372.05**	**191.89**	**230.02**	**308.70**	**337.36**	**439.83**	**450.64**

Footnote:

* The latest available financial statement of this entity is only up to December 31, 2021 and accordingly has been used for the purpose of the preparation of the consolidated financial statement of the Company.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 38: Interest in other entities (contd.)

iv) Reconciliation of carrying amounts

₹ crores

Summarised Balance Sheet	Taj GVK Hotels and Resorts Limited		Taj SATS Air Catering Limited		TAL Hotels and Resorts Ltd		Oriental Hotels Ltd	
	December 31 2021 *	December 31 2020 *	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Net Assets	366.49	372.05	191.89	230.02	308.70	337.36	439.83	450.64
Group's Share	25.52%	25.52%	51.00%	51.00%	27.49%	27.49%	35.67%	35.67%
Share of Net assets	93.53	94.96	97.86	117.30	84.86	92.74	156.90	160.74
Goodwill	20.70	20.70	-	-	12.62	12.62	49.66	49.66
Unrealized Gain	-	-	(75.52) #	(75.52) #	-	-	-	-
Carrying Amount	**114.24**	**115.66**	**22.34**	**41.78**	**97.48**	**105.35**	**206.56**	**210.40**

Unrealised gain represents profit on sale of air catering business by the Group to Taj SATS on a slump sale basis on October 1, 2001 and sale of air catering business of Taj Madras flight Kitchen.

v) Summary Statement of Profit and Loss

₹ crores

Summarised statement of profit and loss	Taj GVK Hotels and Resorts Limited		Taj SATS Air Catering Limited		TAL Hotels and Resorts Ltd		Oriental Hotels Ltd	
	December 31 2021 *	December 31 2020 *	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Revenue	209.37	127.09	288.51	152.51	209.38	105.28	226.24	123.12
Depreciation	15.89	16.67	17.06	16.58	36.28	39.02	26.26	28.75
Interest Income	0.17	0.44	0.55	1.33	1.01	0.49	3.41	3.10
Interest Expense	18.73	20.15	1.50	1.52	31.57	31.34	22.20	22.00
Income Tax Expense	6.18	(6.80)	(11.97)	(20.22)	3.37	6.43	(5.16)	(21.96)
Profit/(Loss) for the year	(5.87)	(29.05)	(39.98)	(59.82)	(40.62)	(69.57)	(20.25)	(71.28)
Other Comprehensive Income for the year	0.32	(0.54)	1.85	4.59	8.82	(0.78)	9.44	(5.30)
Total Comprehensive Income for the year	(5.55)	(29.59)	(38.13)	(55.23)	(31.80)	(70.35)	(10.81)	(76.58)
Dividend Received	-	-	-	-	-	-	-	1.27

* Refer Footnote of Note 36 (c)(iii) above

vi) Individually immaterial joint ventures and associates

₹ crores

	March 31, 2022	March 31, 2021
Aggregate carrying amount of individually immaterial	107.11	105.17
Aggregate amount of the group's share of profit/loss	(11.76)	(18.95)
Aggregate amount of the group's share of other comprehensive Income	4.52	0.28
Aggregate amount of the group's share of total comprehensive Income	(7.23)	(18.67)

Footnote:

The financial statements of joint ventures and associates consolidated are drawn upto the same reporting date as of the company except in case of a joint venture and an associate company where the financial statements have been drawn upto December 31, 2021.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 39: Financial Instruments measurements and disclosures

a) Financial instruments by category:

₹ crores

	FVTPL		FVOCI		Amortised cost		Total carrying value	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Financial assets:								
Measured at fair value								
Investments (Refer Footnote below):								
Equity shares	-	-	516.61	527.27	-	-	516.61	527.27
Mutual fund units	902.47	377.53	-	-	-	-	902.47	377.53
Total	**902.47**	**377.53**	**516.61**	**527.27**	**-**	**-**	**1,419.08**	**904.80**
Not measured at fair value								
Trade receivables	-	-	-	-	255.34	219.84	555.34	219.84
Cash and cash equivalents	-	-	-	-	783.53	94.27	783.53	94.27
Other balances with banks	-	-	-	-	410.73	60.97	410.73	60.97
Loans	-	-	-	-	6.31	21.73	6.31	21.73
Other financial assets	-	-	-	-	158.95	165.53	158.95	165.53
	-	**-**	**-**	**-**	**1,614.86**	**562.34**	**1,614.86**	**562.34**
Total	**902.47**	**377.53**	**516.60**	**527.27**	**1,614.86**	**562.34**	**3,033.94**	**1,467.14**
Financial liabilities:								
Measured at fair value								
Derivative instruments	-	153.86	-	-	-	-	-	153.86
Not measured at fair value								
Borrowings	-	-	-	-	1,984.76	3,632.84	1,984.76	3,632.84
Lease Liabilities					1,903.11	1,885.49	1,903.11	1,885.49
Trade payables	-	-	-	-	387.33	317.81	387.33	317.81
Other financial liabilities	-	-	-	-	406.88	581.34	406.88	581.34
Total	**-**	**153.86**	**-**	**-**	**4,682.08**	**6,417.48**	**4,682.08**	**6,571.34**

Footnotes:

a. The above excludes investments in joint ventures and associates amounting to ₹ 547.72 crores (March 31, 2021 - ₹ 578.37 crores) which are accounted as per equity method.

b. FVTPL = Fair Value Through Profit and Loss and FVOCI = Fair Value Through Other Comprehensive Income.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 39: Financial Instruments measurements and disclosures (contd.)

b) Fair value hierarchy

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis, it also includes the financial instruments which are measured at amortised cost for which fair values are disclosed.

₹ crores

	Level 1		Level 2		Level 3		Total	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Financial assets:								
Measured at fair value								
Investments:								
Equity shares	358.07	322.44	-	-	158.54	204.83	516.61	527.27
Mutual fund units	902.47	377.53	-	-	-	-	902.47	377.53
Total	**1,260.54**	**699.97**	**-**	**-**	**158.54**	**204.83**	**1,419.08**	**904.80**
Financial liabilities:								
Measured at fair value								
Derivative instruments	-	-	-	153.86	-	-	-	153.86
Not measured at fair value (Refer Footnotes below)								
Borrowings								
Non-convertible debentures	-	-	955.54	1,541.10	-	-	955.54	1,541.10
Total	**-**	**-**	**955.54**	**1,694.96**	**-**	**-**	**955.54**	**1,694.96**

Footnotes:

a) The Group has not disclosed the fair value of certain short term financial instruments such as trade receivables, trade payables, short term loans, deposits etc. as their carrying amounts are a reasonable approximation of fair value.

b) The carrying amounts of the borrowings excluding non-convertible debentures that are not measured at fair value are reasonable approximation of fair value, as they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

c) The Investments measured at fair value and falling under fair value hierarchy level 3 are valued based on valuation reports provided by external valuers with the exception of two investments, where cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair values within that range. The investments other than those whose fair values approximate cost are individually immaterial.

c) Fair value hierarchy:

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 includes listed equity instruments, traded debentures and mutual funds that have quoted price / declared NAV. 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.

b) Level 2: Level 2 hierarchy includes financial instruments that are not traded in an active market (for example, traded bonds/debentures, over the counter derivatives). 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.

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 Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 39: Financial Instruments measurements and disclosures (contd.)

d) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices for the equity instruments
- the fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves
- the fair value of non-convertible debentures is valued using FIMMDA guidelines
- the fair value for the cross currency swaps/principal swap is determined using forward exchange rates at the balance sheet date
- certain long term unlisted shares have been considered at their respective cost as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range. All other unlisted shares are determined based on the income approach or the comparable market approach. These unquoted investments categorized under Level 3.
- the fair value of the remaining financial instruments is determined using the discounted cash flow analysis.

e) Inter level transfers:

There are no transfers between levels 1 and 2 as also between levels 2 and 3 during the year.

f) Reconciliations of level 3 fair values

The following table shows reconciliation from the opening balances to closing balances for Level 3 fair values:

₹ crores

	Equity instruments
Balance as at April 1, 2020	**183.05**
Addition/ (deletion) during the year	10.66
Net change in fair value (unrealised)	11.12
Balance as at March 31, 2021	**204.83**
Addition/ (deletion) during the year	(71.10)
Net change in fair value (unrealised)	24.81
Balance as at March 31, 2022	**158.54**

Note 40: Financial risk management

Risk management framework

The Company's Board of Directors has the overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established a Risk Management Committee, which is responsible for developing and monitoring the Group's risk management policies. The Committee reports regularly to the Board of Directors on its activities.

The Company's risk management policies are established to identify and analyse the risk faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Company's Audit Committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Audit Committee is assisted in its oversight role by the internal audit team. The Internal audit team undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 40: Financial risk management (contd.)

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

- Credit risk;
- Liquidity risk;
- Market risk

a) Credit risk

Credit risk arises from the possibility that customers or counterparty to financial instruments may not be able to meet their obligations. To manage this, the Group periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable. Credit risks arises from cash and cash equivalents, deposits with banks, financial institutions and others, as well as credit exposures to customers, including outstanding receivables.

The Group's policy is to place cash and cash equivalents and short term deposits with reputable banks and financial institutions.

The Company has established a credit policy under which each new customer is analysed individually for creditworthiness before entering into contract. Sale limits are established for each customer, reviewed regularly and any sales exceeding those limits require approval from the appropriate authority. There are no significant concentrations of credit risk within the Group.

b) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group'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 conditions, without incurring unacceptable losses or risking damage to Group's reputation.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Company does not breach borrowing limits or covenants on any of its borrowing facilities, Such forecasting takes into consideration the Company's debt financing plans, covenant compliance and compliance with internal statement of financial position ratio targets.

i) Financing arrangements

The Group had access to certain undrawn borrowing facilities at the end of the reporting period. Major facilities are listed below:

₹ crores

Particulars	March 31, 2022	March 31, 2021
Expiring within one year:		
Bank overdraft	180.40	112.04
Short term bank loans	20.00	70.35
Long-term bank loans	219.30	797.93
Expiring beyond one year	-	-
Total	**419.70**	**980.33**

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 40: Financial risk management (contd.)

The bank overdraft facilities may be drawn at any time by the respective companies in the Group.

The Group continues to engage with the banks and financial institutions and evaluating options to raise money for future operation needs.

ii) Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross, undiscounted and exclude future contractual interest payments.

₹ crores

	Carrying value as at March	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th year	Total
Non-derivative financial liabilities:						
Borrowings	1,984.76	593.54	704.72	651.09	35.41	1,984.76
(including redemption premium)	*3,632.84*	*1,419.85*	*810.96*	*1,290.91*	*138.54*	*3,660.26*
Lease liability	1,903.11	186.16	187.53	542.06	9,031.95	9,947.70
	1,885.49	*177.20*	*179.32*	*537.48*	*9,094.75*	*9,988.75*
Trade and other payables	387.33	387.33	-	-	-	387.33
	317.81	*317.81*	-	-	-	*317.81*
Interest Accrued on borrowings	43.38	38.15	4.93			43.08
	73.20	*73.20*				*73.20*
Other Financial liabilities	363.50	334.47	8.81	20.22	-	363.50
	508.14	*486.11*	*2.57*	*19.46*	-	*508.14*
Total	**4,682.08**	**1,539.65**	**905.99**	**1,213.37**	**9,067.36**	**12,726.37**
	6,417.48	***2,474.17***	***992.85***	***1,847.85***	***9,233.29***	***14,548.16***
Derivative instruments	-	-	-	-	-	-
	153.86	*153.86*	-	-	-	*153.86*
Total financial liabilities	**4,682.08**	**1,539.65**	**905.99**	**1,213.37**	**9,067.36**	**12,726.37**
	6,571.34	***2,628.03***	***992.85***	***1,847.85***	***9,233.29***	***14,702.02***

Figures in italics are of the previous year.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 40: Financial risk management (contd.)

The Group management periodically monitors its Interest Service Cover Ratio to manage the liquidity risk towards the repayment of the interest liability. The interest cover ratio for the Group for the year ending March 31, 2022 and March 31, 2021 was 1.42 and (0.18) respectively.

The formula used for the calculation of Interest Service Cover ratio (which has been computed on a trailing twelve-month basis) is as below:

Interest Service Coverage Ratio = (Profit before tax + Interest (Net) + Provision for diminution in long term investment + Depreciation)/Interest (Net)

iii) Capital Risk Management

The Group manages its capital to ensure that it will be able to continue as a going concern. The structure is managed to maintain an investment grade credit rating, to provide ongoing returns to shareholders and to service debt obligations, whilst maintaining maximum operational flexibility.

Consistent with others in the industry, the Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by Equity. Net debt is calculated as total borrowings (including 'current and non-current term loans' as shown in the balance sheet) less cash and cash equivalents and current investment.

₹ crores

Particulars	Note	March 31, 2022	March 31, 2021
Borrowings	19	1,984.76	3,632.84
Less: Cash and cash equivalents	15	783.53	94.27
Less: Other balances with banks (Call and Short-term deposit accounts)	16	396.36	51.47
Less: Current investments	8(b)	902.47	377.53
Net debt/(Net cash)		**(97.60)**	**3,109.57**
Total Equity	17/18	7,655.26	4,283.01
Gearing ratio		-	0.73

The Company has issued equity during the year by way of Rights Issue and QIP and raised around ₹ 4,000 crores which was used mainly to retire debt. Consequently, the Group has become net debt cash positive.

c) Market risk

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

The Company uses derivatives to manage its exposure to foreign currency risk and interest rate risk. All such transactions are carried out within the guidelines set by the risk management committee.

i) Foreign Currency risk

The predominant currency of the Group's revenue and operating cash flows is Indian Rupees (₹). The Company's reported debt has an exposure to borrowings held in US dollars. Movements in foreign exchange rates can affect the Company's reported profits and net assets.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 40: Financial risk management (contd.)

The Group uses forward exchange contracts, interest rate swaps, currency swaps and options to hedge its exposure in foreign currency and interest rates. The information on derivative instruments is as follows:-

Derivative Instruments outstanding:

₹ crores

Nature of Derivative	Currency	March 31, 2022		March 31, 2021	
		Currency million	Fair values	Currency million	Fair values
Cross currency Interest rate Swap (CCS)	US$	-	-	55.17	152.62
Interest Rate Swap (IRS)	GBP	-	-	20.00	1.24
Total			**-**		**153.86**

Sensitivity

The above CCS has been settled during the year. For the year ended March 31, 2021, every 3% depreciation in the exchange rate between the Indian rupee and US dollar, shall reduce the Group's profit before tax by approximately 1.57% respectively and every 3% appreciation in the exchange rate between the Indian rupee and US dollar, shall increase the Group's profit before tax by approximately 2.44% respectively.

The above relates to the Company and foreign currency risk in respect of other components is insignificant.

Un-Hedged Foreign currency exposure payable:

₹ crores

Currency	March 31, 2022	March 31, 2021
United States Dollar (Million)	0.62	0.62

Sensitivity

For the year ended March 31, 2022 and March 31, 2021, every 3% depreciation/ appreciation in the exchange rate between the Indian rupee and US dollar, shall affect the Company's profit before tax by approximately 0.05 % and 0.05 % respectively.

ii) Interest rate risk

The Group adopts a policy to hedge the interest rate movement in order to mitigate the risk with regards to floating rate linked loans based on the market outlook on interest rates. This is achieved partly by entering into fixed rate instruments and partly by borrowing at a floating rate and using interest rate swaps as hedges of the variability in cash flows attributable to interest rate risk.

The total borrowing at variable rate was ₹ 1,017.22 crores as at March 31, 2022 (March 31, 2021 - ₹ 2048.48 crores). The carrying value of the long term debt approximates fair value since the current interest rate approximates the market rate.

iii) Other market price risks

The Group's exposure to equity securities' price risk arises from investments held by the Group and classified in the balance sheet as fair value through Other Comprehensive Income. If the equity prices of quoted investments are 3% higher/ lower, the equity would increase/ decrease by ₹ (10.74) crores and ₹ (9.67) crores for the year ended March 31, 2022 and March 31, 2021 respectively.

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 41: Income Tax Disclosure

i) Income Tax recognised in the Statement Profit and Loss:

₹ crores

Particulars	March 31, 2022	March 31, 2021
Current Tax		
In respect of the current year	0.99	2.16
In respect of earlier years	1.52	(1.15)
	2.51	**1.01**
Deferred Tax		
In respect of the current year		
MAT credit	-	-
Other items	(12.91)	(155.94)
Adjustment to deferred tax attributable to changes in tax rates and laws	(25.38)	-
In Respect of earlier years	-	(0.40)
	(38.29)	**(156.34)**
Total tax expense recognised in the current year	**(35.78)**	**(155.33)**

The Group reviews its income tax treatments in order to determine its impact on the financial statements. As a practice, where the interpretation of income tax law is not clear, management relies on the some or all of the following factors to determine the probability of its acceptance by the tax authority:

- Strength of technical and judicial argument and clarity of the legislation;
- Past experience related to similar tax treatments in its own case;
- Legal and professional advice or case law related to other entities.

After analysing above factors for each of such uncertain tax treatments, where the Company expects that the probability to sustain its position on ultimate resolution of such uncertain tax treatment is remote, the Company ensures that such uncertain tax positions are adequately provided for in the Company's financial Statements.

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 41: Income Tax Disclosure (contd.)

ii) A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the profit before tax is summarised below:

₹ crores

Particulars	March 31, 2022	March 31, 2021
Profit/(Loss) before tax (a)	(258.17)	(849.54)
Income tax rate as applicable in India (b)	25.17%	25.17%
Calculated taxes based on above, without any adjustments for deductions [(a) x (b)]	**(64.98)**	**(213.81)**
Permanent tax differences due to:		
Effect of income that is exempt from taxation	-	(0.04)
Income considered to be capital in nature under tax and tax provisions	-	-
Effect of expenses that are not deductible in determining taxable profit	8.57	9.84
Expense considered to be capital in nature under tax and tax provisions	5.59	5.18
Income subject to lower rate of income tax	-	-
Deferred tax asset not recognised in Statement of Profit and Loss	28.51	65.87
Fair value gain on acquisition of a joint venture	-	(20.65)
Effect on deferred tax balances due to the change in income tax rate	(25.38)	(0.56)
Effect of previously unrecognised and unused tax losses and deductible temporary differences now recognised as deferred tax assets	(0.77)	(0.04)
Difference (net) in tax rates between the company and components/ Jurisdiction	6.01	5.38
Others items, individually not material	5.15	(4.95)
	(37.30)	**(153.78)**
Prior year taxes as shown above	1.52	(1.55)
Income tax expense recognised in the Statement of Profit and Loss	**(35.78)**	**(155.33)**

iii) Income tax recognised in Other Comprehensive Income:

₹ crores

Particulars	March 31, 2022	March 31, 2021
Current Tax		
Tax impact on profit on sale of investment in equity shares at fair value through Other Comprehensive Income	-	-
Deferred tax		
Arising on income and expenses recognised in Other Comprehensive Income:		
Net fair value gain on investments in equity shares at fair value through Other Comprehensive Income	4.56	2.58
Remeasurement of defined benefit obligation	1.76	9.20
Total income tax recognised in Other Comprehensive Income	**6.32**	**11.78**
Bifurcation of the income tax recognised in Other Comprehensive Income into:		
Items that will not be reclassified to profit or loss	6.32	11.78
	6.32	**11.78**

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 41: Income Tax Disclosure (contd.)

iv) The following is the analysis of deferred tax assets/ (liabilities) presented in the balance sheet:

₹ crores

Particulars	March 31, 2022	March 31, 2021
Deferred Tax assets (net)	158.00	117.98
Deferred Tax liabilities (net)	(87.58)	(78.05)
Net Deferred Tax Liability	**70.42**	**39.93**

Significant components of net deferred tax assets and liabilities for the year ended March 31, 2022 are as follows:

₹ crores

	Opening Balance	Recognised in the Statement of Profit and Loss (net)		Recognised in Other Comprehensive Income (net)	MAT credit utilised	Exchange difference (net)	Closing balance
		Impact of change in Income Tax Rate	Others				
Deferred tax (liabilities)/ assets:							
Property, Plant and equipment & Intangible Assets	(328.43)	(0.23)	5.13	-	-	-	(323.53)
	(335.02)	-	*6.65*	-	-	*(0.06)*	*(328.43)*
Right-to-Use Assets Net of Lease Liability	60.71	-	4.81			(0.40)	65.12
	53.45	-	*7.26*				*60.71*
Unamortised borrowing cost	(2.20)	-	1.58	-	-	-	(0.62)
	(0.34)	-	*(1.86)*	-	-	-	*(2.20)*
Provision for Employee Benefits	21.96	-	1.37	(1.76)	-	-	21.57
	38.02	-	*(6.86)*	*(9.20)*			*21.96*
Fair valuation changes of derivative contracts	(0.27)	-	0.27	-	-	-	-
	5.93	-	*(6.20)*	-	-	-	*(0.27)*
Unrealised gain on equity shares carried at fair value through Other Comprehensive Income	(3.21)	-	-	(4.56)	-	-	(7.77)
	(0.38)	-	-	*(2.83)*	-	-	*(3.21)*
MAT Credit Entitlement	20.43	-	0.05	-	(0.06)	-	20.42
	20.43	-	-	-	-	-	*20.43*
Unused tax losses (Business) (net)	224.62	25.61	(0.25)			(1.26)	248.72
	70.67	-	*148.18*	-	-	*5.77*	*224.62*
Allowance for doubtful debts	8.99	-	(0.58)	-	-	-	8.41
	5.23	-	*3.76*	-	-	-	*8.99*
Reward Points	11.90	-	(3.18)	-	-	-	8.72
	12.31	-	*(0.41)*	-	-	-	*11.90*
Provision for Contingencies	4.77	-	4.41	-	-	-	9.18
	3.33	-	*1.44*	-	-	-	*4.77*
Others	20.66	-	(0.70)			0.24	20.20
	16.02	-	*4.38*	*0.25*	-	*0.01*	*20.66*
Total Deferred Tax Liability	**39.93**	**25.38**	**12.91**	**(6.32)**	**(0.06)**	**(1.42)**	**70.42**
	(110.35)	-	***156.34***	***(11.78)***	-	***5.72***	***39.93***

Figures in italics are of the previous year.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 41: Income Tax Disclosure (contd.)

v) Deferred tax asset of ₹ 248.72 crores (previous year ₹ 224.62 crores) has been created by the company for the unused tax losses. These tax losses essentially represents business losses and unabsorbed depreciation.

The recoverability of the deferred tax assets has been assessed based on:

- Internal budgets, profit forecasts prepared by management, after duly considering the potential impact of Covid-19 in the future business of the company.
- applying tax principles to those forecasts; and
- following the methodology required by Ind AS 12 – Income Taxes.

Based on the assessments as above, the management determines that deferred tax assets created on unused tax losses (business losses and unabsorbed depreciation) should reverse well within the statutory time limit. These losses can be fully set-off against future taxable profits earned by the respective companies in the Group, and accordingly based on the reasonable certainty that sufficient future taxable income would be generated considering the size of the company, it growth trajectory and past performance history during normal times, appropriate amount of deferred tax asset has been created during the year. The management will continue to monitor and review these assets based on the profit forecasts in future.

vi) Deferred tax asset amounting to ₹ 753.47 crores and ₹ 701.95 crores as at March 31, 2022 and March 31, 2021 respectively in respect of unused tax losses have not been recognized by the Group. The tax loss carry-forwards of ₹ 3,501.84 crores and ₹ 3,261.28 crores as at March 31, 2022 and March 31, 2021, respectively, relates to certain subsidiaries on which deferred tax asset has not been recognized by the Group, because there is a lack of reasonable certainty that these subsidiaries may generate future taxable profits. Approximately, ₹ 831.92 crores and ₹ 687.25 crores as at March 31, 2022 and March 31, 2021 respectively of these tax losses has carry-forwards is not currently subject to expiration dates. The remaining tax loss carry-forwards of approximately ₹ 2,669.92 crores and ₹ 2,574.03 crores as at March 31, 2022 and March 31, 2021 respectively, expires in various years through fiscal 2038. Deferred tax assets on unused tax losses have been recognized by certain subsidiaries to the extent of profits arising from the reversal of existing taxable temporary differences.

vii) Deferred income tax liabilities are recognized for all taxable temporary differences except in respect of taxable temporary differences associated with investments in subsidiaries where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future. Accordingly, deferred income tax liabilities on cumulative earnings of subsidiaries amounting to ₹ 1,363.35 crores and ₹ 1,391.01 crores as at March 31, 2022 and March 31, 2021, respectively has not been recognized. Further, it is not practicable to estimate the amount of the unrecognized deferred tax liabilities for these undistributed earnings.

Note 42: Employee Benefits

(a) The Group has recognised the following expenses as defined contribution plan under the head "Company's Contribution to Provident Fund and Other Funds" (net of recoveries):

₹ crores

Particulars	March 31, 2022	March 31, 2021
Provident Fund	35.00	23.28
Superannuation Fund	3.69	4.19
Total	**38.69**	**27.47**

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 42: Employee Benefits (contd.)

Multi-Employer Benefit Plans

One of the international subsidiaries, United Overseas Holding Inc., along with its LLP's namely "the New York LLC" is a party to the Industrywide Collective Bargaining Agreement between the New York Hotel Trades Council ("NYC Union") and the Hotel Association of New York City, Inc. The collective bargaining agreement provides for union sponsored multi-employer defined benefit plans (the "Plans") to which the New York LLC makes contributions for the benefit of their employees covered by the collective bargaining agreements. The New York LLC has not received information from the Plans' administrators to determine their share of unfunded benefit obligations, if any. The New York LLC has not undertaken to terminate, withdraw or partially withdraw from the Plans. The risks of participating in the multi-employer plan are different from a single-employer plan in the following aspects:

(i) Assets contributed to the multi-employer plan by one employer may be used to provide benefits to employees of other participating employers.

(ii) If a participating employer stops contributing to the plan, the unfunded obligations of the plan may be borne by the remaining participating employers.

(iii) If an employer chooses to stop participating in some of its multi-employer plans, the employer may be required to pay those plans an amount based on the underfunded status of the plan, referred to as a withdrawal liability.

The New York LLC's participation in the Plans for the year ended December 31, 2021 and 2020 is outlined in the table below. The "EIN Number" column provides the Employer Identification Number (EIN). The most recent Pension Protection Act (PPA) zone status available is for the Plans' year-end at December 31, 2021 and 2020.

The zone status is based on information that the New York LLC received from the Plans and is certified by the actuaries of the Plans. Among other factors, pension plans in the red zone are generally less than 65% funded, pension plans in the yellow zone are less than 80% funded, and pension plans in the green zone are at least 80% funded. The "FIP/RP Status Pending/Implemented" column indicates pension plans for which a financial improvement plan (FIP) or a rehabilitation plan (RP) is pending or has been implemented. The New York LLC's contributions to its respective Plans did not exceed more than 5% of the total contributions to the Plans by all participating employers. The following is a summary of the Plans to which the New York LLC make contributions for the benefit of their employees covered by the collective bargaining agreements.

Plans	EIN Number	Plan Number	Pension Protection Act Zone Status		FIP/RP Status Pending/ Implemented	Contribution by the Company for the year ended	
			2021	2020		December 31, 2021 US $	December 31, 2020 US $
New York LLC							
Pension Fund (i)	13-1764242	001	Green	Green	Yes	1,571,580	1,859,270
Health Benefits Fund (ii)	13-6126923	501	NA	NA	Yes	2,963,787	7,569,220
Prepaid Legal Services Fund (iii)	13-3418414	508	NA	NA	Yes	29,004	54,253
Total - New York LLC						**4,564,371**	**9,482,743**

(i) New York Hotel Trades Council and Hotel Association of New York City, Inc. Pension Fund

(ii) New York Hotel Trades Council and Hotel Association of New York City, Inc. Health Benefits Fund

(iii) New York Hotel Trades Council and Hotel Association of New York City, Inc. Prepaid Legal Services Fund

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 42: Employee Benefits (contd.)

Defined Contribution 401(k) Plans

United Overseas Holding Inc. and its LLC's, wholly owned subsidiaries in the United States of America, have defined contribution plans for the benefit of their eligible employees pursuant to Section 401(k) of the Internal Revenue Code. In addition to employee 401(k) contributions, the plans require employer contributions of 3% of each eligible participant's plan compensation for each year. The employer may also make a profit sharing contribution of a uniform percentage of eligible participants' plan compensation based on profits as defined. The employer contributions charged to the Company's and the Subsidiaries' operations for the years ended March 31, 2022 and 2021 are as follows:

US $

	March 31, 2022	March 31, 2021
San Francisco LLC	62,827	40,586
New York LLC	123,861	95,073
Company	22,763	20,718
Total Employer Contributions	**209,451**	**156,377**

(b) The Group operates post retirement defined benefit plans as follows :-

(i) Funded :

- Provident Fund
- Post Retirement Gratuity
- Pension to Employees – Post retirement minimum guaranteed pension scheme for certain categories of employees, which is funded by the Company and the employees.

(ii) Unfunded :

- Post Retirement Gratuity
- Pension to Executive Directors and Employees – Post retirement minimum guaranteed pension scheme for select existing and retired executive directors and certain categories of employees, which is unfunded.
- Post Employment Medical Benefits to qualifying employees

(c) Provident Fund:

The Company operates Provident Fund Scheme through a trust – 'The Indian Hotels Company Limited Employees Provident Fund' ('the Plan'), set up by the Company and for certain categories contributions are made to State Plan.

The Plan guarantees minimum interest at the rate notified by the Provident Fund Authorities. The contribution by the employer and employee together with the interest accumulated thereon are payable to employees at the time of separation from the Company or retirement, whichever is earlier. The benefit vests immediately on rendering of the services by the employee. In terms of the guidance note issued by the Institute of Actuaries of India for measurement of provident fund liabilities, the actuary has provided a valuation of provident fund liability and based on the assumptions provided below, there is no shortfall as at March 31, 2022 and March 31, 2021.

The details of fund and plan asset position are given below:

₹ crores

	March 31, 2022	March 31, 2021
Plan Assets as at period end	743.61	687.57
Present Value of Funded Obligation at period end	702.70	687.57
Amount recognised in the Balance Sheet	-	-
Amount not recognised due to asset ceiling	40.91	-

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 42: Employee Benefits (contd.)

Assumptions used in determining the present value obligation of the interest rate guarantee under the Deterministic Approach:

	March 31, 2022	March 31, 2021
Guaranteed Rate of Return	8.10%	8.50%
Discounted Rate for remaining term to Maturity of Investment	6.80%	6.80%
Expected Rate of Return on Investment	8.45%	8.70%

The Company contributed ₹ 11.30 crores and ₹ 11.80 crores towards provident fund during the year ended March 31, 2022 and March 31, 2021 respectively and the same has been recognised in the statement of profit and loss.

In light of the Supreme Court judgement dated February 28, 2019 regarding the definition of wages for calculation of Provident fund contribution, the Company as advised, on a prudent basis, has provided for the liability prospectively from date of judgement.

(d) Pension Scheme for Employees:

The Group has formulated a funded pension scheme for certain employees. The actuarial liability arising on the above, after allowing for employees' contribution is determined as at the year end, on the basis of uniform accrual benefit, with demographic assumptions taken as Nil.

(e) The above defined benefit plans typically expose the Group to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

a) Investment risk

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to government security yields prevailing as at the Balance Sheet date. If the return on plan asset is below this rate, it will create a plan deficit. The current plan has a relatively balanced mix of investments in equity, government securities, bonds and other debt instruments. Due to the long-term nature of the plan liabilities, the Trustees of the Fund consider it appropriate that a reasonable portion of the plan assets should be invested in equity securities to leverage the return generated by the Fund.

b) Interest risk

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

c) Longevity risk

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

d) Salary risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 42: Employee Benefits (contd.)

(f) Defined Benefit Plans – As per Actuarial Valuation on March 31, 2022 :-

(i) Amount to be recognised in Balance Sheet and movement in net liability

₹ crores

	Gratuity	Post Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff Funded
Present Value of Funded Obligations	223.87	-	-	-	8.05
	226.38	*-*	*-*	*-*	*8.08*
Present Value of Unfunded Obligations	2.81	7.37	2.56	20.17	-
	2.43	*7.30*	*3.30*	*18.44*	*-*
Fair Value of Plan Assets	(212.38)	-	-	-	(11.33)
	(219.69)	*-*	*-*	*-*	*(11.18)*
Amount not recognised due to asset limit	-	-	-	-	1.11
	-	*-*	*-*	*-*	*1.05*
Net (Asset) / Liability	**14.30**	**7.37**	**2.56**	**20.17**	**(2.16)**
	9.12	***7.30***	***3.30***	***18.44***	***(2.05)***

(ii) Expenses recognised in the Statement of Profit & Loss

₹ crores

	Gratuity	Post Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff Funded
Current Service Cost	13.09	0.10	0.14	-	0.15
	13.50	*0.11*	*0.20*	*-*	*0.17*
Past service Cost	-	-	-	1.31	-
	-	*-*	*-*	*-*	*-*
Interest Cost	0.07	0.48	0.20	1.24	(0.14)
	1.59	*0.47*	*0.24*	*1.20*	*(0.11)*
Total	**13.15**	**0.58**	**0.34**	**2.55**	**0.01**
	15.09	***0.58***	***0.44***	***1.20***	***0.06***

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 42: Employee Benefits (contd.)

(iii) Expenses recognised in Other Comprehensive Income (OCI)

₹ crores

	Gratuity	Post Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff Funded
Remeasurements during the period due to:					
Changes in financial assumptions	-	-	-	-	-
	(2.21)	*(0.11)*	*(0.06)*	*(0.25)*	*(0.09)*
Changes in demographic assumptions	-	-	-	-	-
	-	-	-	-	-
Experience adjustments	(4.98)	(0.17)	0.42	0.72	(0.03)
	(6.18)	*(0.31)*	*0.18*	*0.10*	*(0.19)*
Actual return on plan assets less interest on plan assets	(2.88)	-	-	-	(0.00)
	(28.42)	-	-	-	*(0.24)*
Adjustment to recognise the effect of asset ceiling	-	-	-	-	0.01
	-	-	-	-	*0.16*
Expenses recognised	**(0.63)**	**(0.17)**	**0.42**	**0.72**	**(0.04)**
	(36.81)	***(0.42)***	***0.12***	***(0.15)***	***(0.36)***

(iv) Reconciliation of Defined Benefit Obligation

₹ crores

	Gratuity	Post Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff Funded
Opening Defined Benefit Obligation	228.81	7.30	2.96	18.44	8.08
	234.29	*7.35*	*3.62*	*18.58*	*8.26*
Current Service Cost	13.09	0.10	0.14	-	0.15
	13.50	*0.11*	*0.20*	-	*0.17*
Past Service Cost	-	-	-	1.31	-
	-	-	-	-	-
Interest Cost	13.95	0.48	0.20	1.24	0.52
	14.05	*0.47*	*0.24*	*1.20*	*0.53*
Remeasurements due to actuarial loss/ (gain) arising from:					
Changes in financial assumptions	-	-	-	-	-
	(2.21)	*(0.11)*	*(0.06)*	*(0.25)*	*(0.09)*
Changes in demographic assumptions	-	-	-	-	-
	-	-	-	-	-
Experience adjustments	(4.98)	(0.17)	(0.42)	0.72	(0.03)
	(6.18)	*(0.31)*	*0.18*	*0.10*	*(0.19)*
Benefits Paid	(24.60)	(0.34)	(0.32)	(1.54)	(0.68)
	(24.67)	*(0.21)*	*(0.88)*	*(1.19)*	*(0.60)*
Liabilities assumed	0.42	-	-	-	-
	0.02	-	-	-	-
Closing Defined Benefit Obligation	**226.68**	**7.37**	**2.56**	**20.17**	**8.05**
	228.81	***7.30***	***3.30***	***18.44***	***8.08***

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 42: Employee Benefits (contd.)

(v) Reconciliation of Fair Value of Plan Assets

₹ crores

	Gratuity	Post Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff Funded
Opening Fair Value of Plan Assets	219.69	-	-	-	11.18
	201.82	-	-	-	*10.73*
Interest on Plan Assets	13.88	-	-	-	0.73
	12.46	-	-	-	*0.74*
Remeasurements due to:					
Actual return on plan assets less interest on plan assets	2.88	-	-	-	-
	28.42	-	-	-	*0.23*
Contribution by Employer	0.53	0.34	0.32	1.54	0.09
	1.65	*0.21*	*0.88*	*1.19*	*0.13*
Benefits Paid	(24.60)	(0.34)	(0.32)	(1.54)	(0.68)
	(24.67)	*(0.21)*	*(0.88)*	*(1.19)*	*(0.60)*
Assets acquired	-	-	-	-	-
	-	-	-	-	-
Closing Fair Value of Plan Assets	**212.38**	**-**	**-**	**-**	**11.32**
	219.69	***-***	***-***	***-***	***11.23***
Expected Employer's contribution/ outflow next year	16.96	-	-	-	-
	17.00	-	-	-	-

(vi) Actuarial Assumptions

₹ crores

	Gratuity	Post Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff Funded
Discount rate (p.a.) in %	6.80%	6.80%	6.80%	6.80%	6.80%
	6.80%	*6.80%*	*6.80%*	*6.80%*	*6.80%*
Salary Escalation Rate (p.a.) in %	4.00-5.00%	-	4.00%	-	-
	4.00-5.00%	-	*4.00%*	-	-
Pension Escalation Rate (p.a.) in %	-	-	-	4.00%	-
	-	-	-	*4.00%*	-
Annual increase in healthcare costs (p.a.) in %	-	6.00%	-	-	-
	-	*6.00%*	-	-	-
Mortality Table *					
Mortality table in service(LIC)	Table 1	Table 1	Table 1	NA	NA
	Table 1	*Table 1*	*Table 1*	*NA*	*NA*
Mortality table in retirement(LIC)	NA	Table 2	Table 2	Table 2	Table 2
	NA	*Table 2*	*Table 2*	*Table 2*	*Table 2*

* Table 1 – Indian Assured Lives Mortality (2012-14) Ult table
Table 2 – UK Published S1PA Mortality rate

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 42: Employee Benefits (contd.)

(vii) Disaggregation of Plan Assets (Managed by an Insurance Company)

a) Gratuity Funded

	March 31, 2022				March 31, 2021			
	Quoted ₹ crores	Unquoted ₹ crores	Total ₹ crores	%	Quoted ₹ crores	Unquoted ₹ crores	Total ₹ crores	%
Government Debt Instruments	72.83	-	72.83	34%	93.96	-	93.96	43%
Other Debt Instruments	48.80	0.09	48.89	23%	52.31	0.09	52.40	24%
Property	-	-	-	-	-	-	-	-
Other Equity Instruments	35.92	-	35.92	17%	33.01	-	33.01	15%
Insurer managed funds	-	24.06	24.06	11%	-	24.46	24.46	11%
Others	27.48	3.21	30.68	14%	12.80	3.07	15.86	7%
Total	**185.03**	**27.62**	**212.38**	**100%**	**192.07**	**27.62**	**219.69**	**100%**

b) Pension Staff Funded

	March 31, 2022				March 31, 2021			
	Quoted ₹ crores	Unquoted ₹ crores	Total ₹ crores	%	Quoted ₹ crores	Unquoted ₹ crores	Total ₹ crores	%
Government Debt Instruments	6.63	-	6.63	59%	4.72	-	4.72	42%
Other Debt Instruments	3.26	-	3.26	29%	3.60	-	3.60	32%
Other Equity Instruments	0.98	-	0.98	8%	0.21	-	0.21	2%
Others	-	0.46	0. 46	4%	-	2.65	0. 98	24%
Total	**10.87**	**0.46**	**11.33**	**100%**	**8.53**	**2.65**	**11.18**	**100%**

(viii) Sensitivity Analysis (for each defined benefit plan)

	Gratuity				Pension Top up			
	March 31, 2022		March 31, 2021		March 31, 2022		March 31, 2021	
	Discount rate (%)	Salary Escalation rate (%)	Discount rate (%)	Salary Escalation rate (%)	Discount rate (%)	Salary Escalation rate (%)	Discount rate (%)	Salary Escalation rate (%)
Impact of increase in 50 bps on DBO	(2.95)	3.48	(3.08)	3.33	(5.81)	-	(6.08)	-
Impact of decrease in 50 bps on DBO	3.43	(3.02)	3.27	(3.16)	6.35	-	6.65	-
Impact of life expectancy 1 year decrease	-	-	-	-	-	(1.90)	-	(1.90)
Impact of life expectancy 1 year Increase	-	-	-	-	-	1.82	-	1.82

	Pension Staff Funded					
	March 31, 2022			March 31, 2021		
	Discount rate (%)	Life Expectancy (%)	Pension rate (%)	Discount rate (%)	Life Expectancy (%)	Pension rate (%)
Impact of increase in 50 bps on DBO	(3.47)	-	-	(3.58)	-	-
Impact of decrease in 50 bps on DBO	3.73	-	-	3.85	-	-

Notes to Consolidated Financial Statements (Contd.)
for the year ended March 31, 2022

Note 42: Employee Benefits (contd.)

	Post- Employment Medical Benefits Unfunded					
	March 31, 2022			March 31, 2021		
	Discount rate (%)	Life Expectancy (%)	Health care Cost (%)	Discount rate (%)	Life Expectancy (%)	Health care Cost (%)
Impact of increase in 50 bps on DBO	(4.58)	-	-	(4.68)	-	-
Impact of decrease in 50 bps on DBO	4.98	-	-	5.10	-	-
Impact of life expectancy 1 year decrease	-	(3.74)	-	-	(3.61)	-
Impact of life expectancy 1 year Increase	-	3.55	-	-	3.43	-
Defined benefit obligation on healthcare costs rate minus 100 bps	-	-	(4.32)	-	-	(4.45)
Defined benefit obligation on healthcare costs rate plus 100 bps	-	-	5.05	-	-	5.23

	Pension Director Unfunded					
	March 31, 2022			March 31, 2021		
	Discount rate (%)	Life Expectancy (%)	Pension rate (%)	Discount rate (%)	Life Expectancy (%)	Pension rate (%)
Impact of increase in 50 bps on DBO	(4.04)	-	-	(4.37)	-	-
Impact of decrease in 50 bps on DBO	4.36	-	-	4.72	-	-
Impact of life expectancy 1 year decrease	-	(5.47)	-	-	(4.19)	-
Impact of life expectancy 1 year Increase	-	5.26	-	-	4.04	-
Defined benefit obligation on pension increase rate minus 100 bps	-	-	(8.07)	-	-	(8.70)
Defined benefit obligation on pension increase rate plus 100 bps	-	-	9.24	-	-	10.02

(ix) Movement in Asset Ceiling

₹ crores

Particulars	March 31, 2022	March 31, 2021
Opening Value of asset ceiling	1.05	0.84
Interest on Opening balance of asset ceiling	0.07	0.05
Remeasurement due to:		
change in Surplus/(deficit)	0.01	0.16
Closing value of asset ceiling	**1.11**	**1.05**

Footnote: Figures in italics under (i) to (vi) are of the previous year.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 42: Employee Benefits (contd.)

(x) Expected future benefit payments:

₹ crores

	Gratuity	Post Employment Medical Benefits Unfunded	Pension Top-up Unfunded	Pension Director Unfunded	Pension Staff Funded
Within one year	44.34	0.46	-	1.26	0.77
	48.11	*0.46*	*-*	*1.26*	*0.77*
Between one and five years	88.41	2.06	2.11	5.34	3.03
	88.91	*2.06*	*2.11*	*5.34*	*3.03*
After five years	252.12	14.85	2.09	33.60	11.54
	251.70	*14.85*	*2.09*	*33.60*	*11.54*
Weighted average duration of the Defined Benefit Obligation (in years)	6.44	9.77	12.85	9.08	7.05
	6.43	*9.77*	*12.85*	*9.08*	*7.05*

Footnote: Figures in italics are of the previous year.

Due to the restrictions in the type of investments that can be held by the gratuity and pension fund as per the prevalent regulations, it is not possible to explicitly follow an asset-liability matching strategy to manage risk actively

The estimate of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotions and other relevant factors. The above information has been certified by the actuary and has been relied upon by the Auditors.

Note 43: Other Regulatory Matters

The Company, on a review of its foreign operations had, in the past, made voluntary disclosures to the appropriate regulator, of what it considered to be possible irregularities, in relation to foreign exchange transactions relating to the period prior to 1998. Arising out of such disclosures, the Company received show cause notices and the Company had replied to the notices. Prior to 2018, the Company has received adjudication cum demand of ₹ 10.89 crores on certain matters which has been disputed by the Company. This has been disclosed as Contingent Liability. The Company has filed appeal against the adjudication cum demand, and the appeal is pending. During the financial year 2018-19, the Company received adjudication cum demand aggregating ₹ 1.12 crore on three other matters being contested. The Company has filed appeals against these adjudication cum demand orders and the same are pending. For the balance Show Cause Notices, adjudication proceedings are pending.

Note 44: Related Party Disclosures

(a) The names of related parties of the Group are as under:

(i) Company having substantial interest

Tata Sons Private Ltd. (including its subsidiaries and joint ventures)

(ii) Associates and Joint Ventures

The names of all the associates and joint ventures are given in Note 36 (c)

(iii) Key Management Personnel

Key managerial personnel comprise the whole-time directors of the Company, who have the authority and responsibility for planning, directing and controlling the activities of the Company and the Group.

Following are the Key Management Personnel:	Relation
Puneet Chhatwal	Managing Director & CEO

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 44: Related Party Disclosures (contd.)

(iv) Post Employment benefit plans

The Indian Hotels Company Ltd. Employees Provident Fund

The Indian Hotels Company Ltd. Superannuation Scheme

The Indian Hotels Employees Gratuity Trust

Taj Residency Employees Provident fund Trust (Bangalore unit)

Piem Hotel Employees Gratuity Trust

Taj Residency Hotel Employees Gratuity Trust

(b) The details of related party transactions during the year ended March 31, 2022 and March 31, 2021 are as follows:

₹ crores

	Company having significant influence*	Key Management Personnel	Associates and Joint Ventures#	Post Retirement benefit plans
Interest expense	4.31	-	0.01	-
	4.76	*-*	*-*	*-*
Interest income	-	-	1.38	-
	-	*-*	*2.11*	*-*
Dividend Paid	18.88	-	0.08	-
	23.59	*-*	*0.10*	*-*
Dividend income	4.65	-	-	-
	4.50	*-*	*1.52*	*-*
Operating/ License Fees expenses	-	-	-	-
	-	*-*	*-*	*-*
Operating fees income	0.75	-	40.05	-
	11.68	*-*	*20.20*	*-*
Purchase of goods and services	57.24	-	4.50	-
	52.18	*-*	*2.04*	*-*
Sale of goods and services	60.48	-	1.09	-
	24.19	*-*	*1.53*	*-*
Purchase of shares	29.86	-	-	-
	6.60	*-*	*4.99*	*-*
Sale of shares	-	-	-	-
	-	*-*	*-*	*-*
Deputed staff reimbursements	0.03	-	8.55	-
	0.04	*-*	*8.10*	*-*
Deputed staff out	0.69	-	24.82	-
	0.98	*-*	*22.73*	*-*
Other cost reimbursements	1.12	-	0.64	-
	0.05	*-*	*0.26*	*-*
Loyalty expense (Net of redemption credit)	0.01	-	1.55	-
	-	*-*	*0.40*	*-*
Contribution to funds	-	-	-	17.45
	-	*-*	*-*	*17.63*

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 44: Related Party Disclosures (contd.)

₹ crores

	Company having significant influence*	Key Management Personnel	Associates and Joint Ventures#	Post Retirement benefit plans
Inter Corporate Deposit ("ICD") Raised	-	-	-	-
	30.00	-	-	-
ICD Repaid	30.00	-	-	-
	15.00	-	-	-
ICD Placed	-	-	-	-
	-	-	*1.11*	-
ICD Encashed	-	-	9.58	-
	-	-	*0.30*	-
Issue of Shares	847.68	-	1.25	-
	-	-	-	-
Remuneration paid / payable (Refer Footnote (ii))	-	8.08	-	-
	-	*7.23*	-	-

The details of amounts due to or from related parties as at March 31, 2022 and March 31, 2021 are as follows:

₹ crores

	Company having significant influence*	Key Management Personnel	Associates and Joint Ventures#	Post Retirement benefit plans
Trade receivables (Refer Note 14)	7.20	-	36.88	-
	10.00	-	*34.52*	-
Trade payables (Refer Note 20)	7.19	-	1.40	-
	8.84	-	*1.30*	-
Other Receivable/ (Other Payable) (Refer Note 10 and 21)	0.70	-	0.15	-
	0.57	-	*14.91*	-
Interest Receivable (Refer Note 10)	-	-	-	-
	-	-	*0.02*	-
Interest Payable (Refer Note 21)	0.10	-	-	-
	0.06	-	-	-
Loan Receivable (Refer Note 9)	-	-	-	-
	-	-	*12.75*	-
Allowance for doubtful loan (Refer Note 9)	-	-	-	-
	-	-	*3.17*	-
Option Deposit (Refer Note 21)	-	-	-	-
	71.10	-	-	-
Deposits Payable (Refer Note 19)	25.10	-	0.54	-
	55.05	-	-	-
Deposits Receivable (Refer Note 10)	0.08	-	3.83	-
	0.08	-	*10.98*	-

* Including its subsidiaries and joint ventures

Including its subsidiaries

Footnotes:

(i) Figures in italics are of the previous periods.

(ii) Managerial remuneration excludes provision for gratuity and compensated absences, since these are provided on the basis of an actuarial valuation for the Company's liability to all its employees.

(iii) From time to time key management personnel of the group including directors of entities, which they have control or significant influence, may purchase services from the group, those purchase are on the same terms and conditions as those entered into with other group employees or customers.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 44: Related Party Disclosures (contd.)

(c) Statement of Material Transactions

₹ crores

Company Name	March 31, 2022	March 31, 2021
Company having substantial interest and its subsidiaries and joint ventures		
Tata Sons Private Limited		
Dividend income	4.50	4.50
Dividend paid	18.12	22.65
Issue of shares	819.75	-
Sale of goods and services	-	3.46
Other cost reimbursements	-	0.04
Tata SIA Airlines Limited		
Sale of goods and services	13.78	4.49
Tata AIG General Insurance Company Limited		
Purchase of goods and services	15.21	17.99
Tata Realty and Infrastructure Limited		
Option Deposit	-	71.10
Tata Capital Limited		
Purchase of shares	29.86	-
Tata Consultancy Services Limited		
Operating fees income	-	10.75
Purchase of goods and services	24.41	24.34
Sale of goods and services	31.21	10.30
Trade receivables	-	1.89
Trade payables	4.74	6.54
Tata Communications Ltd.		
Trade Payables	-	1.17
Tata International Limited		
Interest expense	1.19	0.65
ICD Repaid	15.00	-
ICD Raised	-	15.00
Interest Payable	-	0.06
Deposit outstanding	-	15.00
Purchase of shares	-	6.60
Taj Air Limited		
Interest expense	2.90	4.10
ICD Raised	-	15.00
ICD Repaid	15.00	15.00
Interest Payable	0.10	-
Deposit outstanding	25.00	40.00
Pamodzi Hotels Plc		
Other Cost Reimburement	1.12	-
Remuneration to Key Management Personnel		
Puneet Chhatwal	8.08	7.23

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 44: Related Party Disclosures (contd.)

₹ crores

Company Name	March 31, 2022	March 31, 2021
Associates		
Oriental Hotels Ltd.		
Operating fees income	18.38	9.80
Deputed staff reimbursement	3.76	3.48
Deputed staff out	12.57	11.06
Loyalty expense (Net of redemption credit)	0.64	0.36
Other cost reimbursements	0.23	0.07
Trade receivables	6.87	9.70
Trade Payables	-	1.79
Other Receivable / (Payable)	(0.08)	4.83
Dividend Income	-	1.25
Taida Trading & Industries Ltd.		
Interest income	0.69	0.63
Interest receivable	-	0.02
ICD Placed	-	1.11
ICD Encashed	4.53	-
Loan Receivable	3.75	7.70
Allowance for doubtful loan	-	3.17
Joint Ventures		
Taj GVK Hotels & Resorts Ltd.		
Operating fees income	11.29	4.41
Deputed staff reimbursement	3.24	2.73
Deputed staff out	6.24	5.22
Other cost reimbursements	0.28	0.12
Trade Receivables	21.37	15.72
Other Receivable / (Payable)	(1.45)	5.70
Taj Kerala Hotels & Resorts Ltd.		
Deputed staff reimbursement	-	0.91
Other Receivable / (Payable)	0.84	3.92
Loyalty expense (Net of redemption credit)	-	0.05
Purchase of shares	-	4.99
Trade receivables		
Taj Karnataka Hotels & Resorts Ltd.		
Interest income	0.43	0.48
ICD Encashed	5.05	0.30
Other Receivable / (Payable)	-	0.07
Loan Receivable	-	5.05
Loyalty expense (Net of redemption credit)	-	0.06
Taj Safaris Ltd.		
Other Receivable / (Payable)	-	0.13
Loyalty expense (Net of redemption credit)	0.30	-

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 44: Related Party Disclosures (contd.)

₹ crores

Company Name	March 31, 2022	March 31, 2021
Kaveri Retreat & Resorts Limited		
Other receivable/(Other payable)	(0.53)	(0.35)
TAL Hotels & Resorts Ltd.		
Dividend income	-	-
Interest income	0.27	1.00
Other cost reimbursements	-	0.04
Loan Receivable	-	10.98
Loyalty expense (Net of redemption credit)	0.95	0.07
Post-employment benefits plans		
Contribution to superannuation fund	4.56	4.65
Contribution to provident fund	11.30	11.80
Contribution to Gratuity Fund	-	-

Note 45: Segment Information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The Managing Director and Chief Executive Officer of the Company who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the chief operating decision-maker. From the internal organisation of the Group's activities and consistent with the internal reporting provided to the chief operating decision-maker and after considering the nature of its services, the ultimate customer availing those services and the methods used by it to provide those services, "Hotel Services" has been identified to be the Group's sole operating segment. Hotel Services include "Revenue from Operations" including Management and Operating Fees where hotels are not owned or leased by the Group. The organisation is largely managed separately by property based on centrally driven policies and the results and cash flows of the period, financial position as of each reporting date aggregated for the assessment by the Managing Director and Chief Executive Officer. The Group's management reporting and controlling systems principally use accounting policies that are the same as those described in Note 2 in the summary of significant accounting policies under Ind AS. As the Group is engaged in a single operating segment, segment information that has been tabulated below is Group-wide:

₹ crores

Country	Revenue from Hotel Services by location of operations		Non-current assets (see footnote below)	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
India	2,486.01	1,430.19	5,695.50	5,793.52
U.S.A.	308.13	96.82	1,132.90	1,050.16
U.K.	236.49	42.42	1,212.59	1,236.13
Other Overseas locations	25.59	5.73	444.07	432.29
Total	**3,056.22**	**1,575.16**	**8,485.06**	**8,512.10**

Footnote: Non-current assets exclude financial assets, investment in joint ventures and associates, deferred tax assets and goodwill.

No single customer contributes more than 10% or more of the Group's total revenue for the years ended March 31, 2022 and March 31, 2021.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 46: Additional information as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as subsidiary/ associates/ joint ventures

Name of the entity of the Group	Net assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	₹ crores	As % of consolidated profit or loss	₹ crores	As % of consolidated profit or loss	₹ crores	As % of consolidated profit or loss	₹ crores
Parent								
The Indian Hotels Company Ltd.	102.70%	7,861.97	(13.91)%	(34.45)	28.76%	27.46	(4.59)%	(6.99)
Subsidiaries								
Indian								
Piem Hotels Ltd.	7.82%	598.40	(1.07)%	(2.64)	35.90%	34.28	20.78%	31.64
Benares Hotels Ltd.	1.02%	77.84	2.28%	5.65	(0.05)%	(0.05)	3.68%	5.60
United Hotels Ltd.	0.21%	15.98	(0.96)%	(2.37)	0.00%	-	(1.56)%	(2.37)
Roots Corporation Ltd.	1.46%	111.65	(13.68)%	(33.90)	0.21%	0.20	(22.14)%	(33.70)
Inditravel Ltd.	0.07%	5.44	0.19%	0.46	0.01%	0.01	0.31%	0.47
Taj Trade & Transport Company Ltd.	0.07%	5.23	(0.75)%	(1.87)	0.02%	0.02	(1.22)%	(1.85)
KTC Hotels Ltd.	0.04%	3.07	0.08%	0.20	0.00%	-	0.13%	0.20
Northern India Hotels Ltd.	0.46%	34.84	0.61%	1.52	0.00%	-	1.00%	1.52
Taj Enterprises Ltd.	0.07%	5.09	(0.23)%	(0.57)	(0.01)%	(0.01)	(0.38)%	(0.58)
Ideal Ice & Cold Storage Company Ltd.	0.05%	3.74	(0.17)%	(0.42)	0.00%	-	(0.28)%	(0.42)
Skydeck Properties and Developers Private Ltd.	6.92%	529.61	0.04%	0.09	0.00%	-	0.06%	0.09
Sheena Investments Private Ltd.	0.04%	2.98	0.03%	0.08	0.00%	-	0.05%	0.08
ELEL Hotels and Investments Ltd.	7.07%	541.36	(5.73)%	(14.19)	0.00%	-	(9.32)%	(14.19)
Luthria and Lalchandani Hotel and Properties Private Ltd.	0.00%	(0.04)	0.00%	-	0.00%	-	0.00%	-
Genness Hospitality Private Limited	0.09%	7.13	(0.04)%	(0.10)	0.00%	-	(0.07)%	(0.10)
Qurio Hospitality Private Limited	0.07%	5.07	(0.03)%	(0.08)	0.00%	-	(0.05)%	(0.08)
Foreign								
United Overseas Holdings Inc.	6.27%	480.16	(48.01)%	(118.92)	-	-	(78.12)%	(118.92)
St. James Court Hotel Ltd.	8.03%	614.75	(7.22)%	(17.88)	-	-	(11.75)%	(17.88)
Taj International Hotels Ltd.	(0.01)%	(0.41)	(0.82)%	(2.02)	-	-	(1.33)%	(2.02)
Good Hope Palace Hotels Proprietary Limited	1.33%	101.67	(3.83)%	(9.48)	-	-	(6.23)%	(9.48)
IHMS Hotels (SA) Proprietary Ltd.	1.11%	84.83	(0.01)%	(0.02)	-	-	(0.01)%	(0.02)
Taj International Hotels (H.K.) Ltd.	1.79%	136.95	0.01%	0.03	-	-	0.02%	0.03
Piem International (HK) Ltd.	2.03%	155.23	(5.38)%	(13.32)	-	-	(8.75)%	(13.32)
IHOCO BV.	30.67%	2,348.04	(47.55)%	(117.78)	-	-	(77.37)%	(117.78)

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 46: Additional information as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as subsidiary/ associates/ joint ventures (contd.)

Name of the entity of the Group	Net assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	₹ crores	As % of consolidated profit or loss	₹ crores	As % of consolidated profit or loss	₹ crores	As % of consolidated profit or loss	₹ crores
Non-controlling interests in all subsidiaries		593.01		17.25		(14.79)		2.46
Associates (Investment as per the equity method)								
Indian								
Oriental Hotels Ltd.	2.70%	206.74	(2.91)%	(7.22)	1.73%	1.65	(3.66)%	(5.57)
Taj Madurai Ltd	0.11%	8.73	0.11%	0.28	3.67%	3.50	2.48%	3.78
Taida Trading & Industries Ltd (Refer Footnote i)	-	-	-	-	-	-	-	-
Zarrenstar Hospitality Private Limited	-	-	-	-	-	-	-	-
Foreign								
Lanka Island Resorts Ltd.	0.37%	28.25	0.49%	1.21	(0.06)%	(0.06)	0.76%	1.15
TAL Lanka Hotels Plc (Refer Footnote i)	-	-	(2.05)%	(5.07)	0.15%	0.14	(3.24)%	(4.93)
Bjets Pte Ltd. (Refer Footnote i)	-	-	-	-	-	-	-	-
Joint Ventures (Investment as per the equity method)								
Indian								
Taj GVK Hotels and Resorts Ltd.	1.49%	114.24	(0.61)%	(1.50)	0.08%	0.08	(0.93)%	(1.42)
Taj Kerala Hotels and Resorts Ltd.	0.15%	11.49	(1.32)%	(3.26)	0.03%	0.03	(2.12)%	(3.23)
Taj Karnataka Hotels and Resorts Ltd.	(0.02)%	(1.16)	0.12%	0.29	-	-	0.19%	0.29
Taj SATS Air Catering Ltd.	0.29%	22.34	(8.23)%	(20.39)	0.98%	0.94	(12.78)%	(19.45)
Taj Safaris Ltd.	0.14%	10.89	0.71%	1.76	0.01%	0.01	1.16%	1.77
Kaveri Retreat & Resorts Ltd	0.62%	47.75	1.01%	2.50	0.01%	0.01	1.65%	2.51
Foreign								
TAL Hotels & Resorts Ltd.	1.27%	97.48	(4.51)%	(11.17)	1.08%	1.03	(6.66)%	(10.14)
Consolidation Adjustments / Eliminations	(94.25)%	(7,214.89)	56.35%	139.58	42.98%	41.04	118.65%	180.62
TOTAL	**100.00%**	**7,655.26**	**100.00%**	**(247.72)**	**100.00%**	**95.49**	**100.00%**	**(152.23)**

Footnotes:

i) The carrying value of these investments in Associates has been reported as Nil, as the Group's share of losses exceeds the cost of investments.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 47: Earnings Per Share (EPS)

Earnings Per Share is calculated in accordance with Ind AS 33 – 'Earnings Per Share'.

Particulars	March 31, 2022	March 31, 2021
Profit/ (Loss) after tax (₹ crores)	**(247.72)**	**(720.11)**
Opening balance of fully subscribed shares	118,92,58,445	118,92,58,445
Effect of fresh issue of shares for cash on Rights basis	6,50,26,272	3,71,95,910
Effect of issue of shares to Qualified Institutional Buyers	16,27,560	-
Weighted average number of Equity Shares	**125,59,12,277**	**122,64,54,355**
Earnings Per Share:		
Basic and Diluted (₹)	(1.97)	(5.87)
Face Value per Equity Share (₹)	1.00	1.00

Note: Earnings per share for the year ended March 31, 2021 has been adjusted for the bonus element in respect of the Right issue.

Note 48: Going Concern

Impact of COVID-19

The business has been impacted during the year on account of COVID-19. During the first three months of the year, the Group witnessed softer revenues due to the second wave of COVID-19 and consequent lockdowns in several states across the country. Also there was a third wave in the month of January 2022, resulting in restrictions in some states, which also adversely impacted the revenues. However, with increased vaccinations and consequent reduction in number of cases and easing of all restrictions, the company has witnessed recovery in both leisure and business segments in all the other months. The Company has considered internal and external sources of information and has performed sensitivity analysis on the assumptions used and based on current estimates, expects to recover the carrying amount of these assets. The impact of COVID-19 may be different from that estimated as at the date of approval of the financial statements and the Group will continue to closely monitor any material changes to future economic conditions.

The Group has adequate funds at its disposal for the next 12 months to prevent any disruption of the operating cash flows and to enable the Group meet its debts and obligations as they fall due. Accordingly, the financial statements of the Group have been prepared on a going concern basis.

Note 49: Government grants

a) **Government grants for the purpose of supporting businesses during the COVID-19 pandemic:**

i. **Corona Virus Job Retention Scheme in the United Kingdom (UK):**
St James Court Limited (SJCL) and Taj International Hotels Limited (TIHL), subsidiaries of the Group in UK, have received grants of ₹ 7.19 crores (Previous year ₹ 35.50 crores) and ₹ 1.95 crores (Previous year ₹ 9.67 crores) under the Government's furlough scheme during the previous year. These grants are given for specified staff over a specified period of time during which they are not permitted to work for the company due to the pandemic. The grant is not repayable provided the conditions of grant have been met. The Group believes it has met all the required conditions. The amounts reimbursed to these companies for the furloughed staff are netted off against the company's payroll cost.

ii. **Business Rates Relief Scheme (UK):**
Under this scheme, property taxes were levied at nil rate for the eligible business. St James Court Limited received benefits under the Business Rates holiday from the government, amounting to ₹ 20.12 crores (Previous year 27.67 crores).

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 49: Government grants (contd.)

iii. **Employee Retention Card Scheme in the United States of America (USA):**
United Overseas Holding Inc. (UOH), wholly owned subsidiary, availed benefits under the furlough scheme given by the Federal government under the COVID 19 stimulus package which allows businesses to take credit of the wages paid to employees on furlough and not working. UOH has accrued ₹ 4.04 crores (previous year ₹ 22.72 crores) for the scheme. The amounts reimbursed to the companies for the furloughed staff are netted off against the company's payroll cost.

b) **Revenue grant under the Assam Industrial Policy**
The Company had invested in a Greenfield Project in Guwahati, Assam which is eligible as "Mega Project" under the Industrial and Investment Policy of Assam, 2014 and is entitled to apply for the revenue grant under the Assam Industrial Policy. The Company had made application for the grant/subsidy which is essentially is the form of reimbursement of SGST and Luxury Tax paid for a period of 10 years upto a maximum of 150% of the original capital outlay.

The Company's application was processed by the Industries Department of State Government of Assam and "Eligibility and Entitlement Certificate" was issued by Commissioner of Taxes, Guwahati, Assam.

The Company has received ₹ 12.62 crores during the current financial year against the past years claim of ₹ 13.14 crores. During the current financial year, the company further accrued ₹ 2.32 crores in the "Other Operating Income", of which ₹ 0.66 crores are received.

Note 50: Additional disclosure under the regulatory requirements

a) **Transaction with Struck off Companies:**
The Group has reviewed transactions to identify if there are any transactions with struck off companies. To the extent information is available on struck off companies, there are no transactions with struck off companies.

b) There are no borrowings from banks or financial institutions on the basis of security of current assets of the Group.

c) The Group has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) any funds other than as disclosed in the Note 32, that have been to or in any other persons or entities, 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 Group or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

d) The Group has not received any funds from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Group 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 from or on behalf of the Ultimate Beneficiaries.

Notes to Consolidated Financial Statements (Contd.)

for the year ended March 31, 2022

Note 51: Dividends

Dividends paid during the year ended March 31, 2022 out of Retained Earnings was ₹ 0.40 per equity share for the year ended March 31, 2021, aggregating to ₹ 47.57 crores.

The dividends declared by the Company are based on the profits available for distribution as reported in the standalone financial statements of the Company. Accordingly, the retained earnings reported in these financial statements may not be fully distributable. As of March 31, 2022, retained earnings not transferred to reserves available for distribution was ₹ 174.67 crores.

On April 27, 2022, the Board of Directors of the Company have proposed a final dividend of ₹ 0.40 per equity share in respect of the year ended March 31, 2022, subject to the approval of shareholders at the Annual General Meeting. If approved, the dividend would result in a cash outflow of ₹ 56.82 crores.

As per our report of even date as attached

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 101248W/W-100022

Tarun Kinger
Partner
Membership No. 105003

Mumbai, April 27, 2022

For and on behalf of the Board

N. Chandrasekaran
Chairman
DIN: 00121863

Puneet Chhatwal
Managing Director & CEO
DIN: 07624616

Nasser Munjee
Director
DIN: 00010180

Giridhar Sanjeevi
Executive Vice President &
Chief Financial Officer

Beejal Desai
Senior Vice President – Corporate Affairs &
Company Secretary (Group)

Form AOC - I

(Pursuant to first provison to sub-section (3) of section 129 of the Companies Act, 2013, read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/ associate companies / joint ventures

Part "A" : Subsidiaries

₹ crores

Sr. No	Name of Subsidiary Company	The date since when subsidiary was acquired	Reporting Currency	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Total Income	Profit/ (Loss) before taxation	Provision for taxation	Profit/ (Loss) after taxation	Proposed Dividend	Effective shareholding
	Indian													
1	Piem Hotels Ltd.	March 13, 1968	INR	3.81	602.19	803.15	197.15	150.23	266.27	(16.73)	(14.09)	(2.64)	-	51.57%
2	Benares Hotels Ltd.	November 03, 1971	INR	1.30	76.54	95.08	17.24	-	49.94	7.71	2.06	5.65	1.30	51.68%
3	United Hotels Ltd.	November 07, 1950	INR	8.40	7.58	36.85	20.87	1.82	26.49	(3.16)	(0.79)	(2.37)	-	55.00%
4	Roots Corporation Ltd.	December 24, 2003	INR	94.03	17.62	663.38	551.73	-	179.15	(33.90)	-	(33.90)	-	97.22%
5	Inditravel Ltd.	February 19, 1981	INR	0.72	15.89	17.33	0.72	7.00	2.23	0.47	0.01	0.46	-	78.88%
6	Taj Trade & Transport Co Ltd.	November 02, 1977	INR	3.47	3.62	15.08	7.99	2.57	9.09	(1.69)	0.18	(1.87)	-	73.03%
7	KTC Hotels Ltd.	December 22, 1984	INR	0.60	2.46	5.80	2.74	-	0.35	0.26	0.06	0.20	-	100.00%
8	Northern India Hotels Ltd.	August 18, 1971	INR	0.44	34.39	35.83	1.00	0.10	2.28	2.04	0.52	1.52	-	48.56%
9	Taj Enterprises Ltd.	July 18, 1979	INR	0.50	4.59	7.94	2.85	0.07	7.00	(0.96)	(0.39)	(0.57)	-	93.40%
10	Ideal Ice & Cold Storage Company Ltd.	March 19, 2021	INR	5.88	(2.20)	25.73	22.05	-	7.74	(0.40)	0.02	(0.42)	-	100.00%
11	Skydeck Properties and Developers Private Ltd.	May 13, 1998	INR	972.98	(443.37)	529.71	0.10	528.61	0.96	0.12	0.03	0.09	-	100.00%
12	Sheena Investments Private Ltd.	February 12, 1990	INR	1.00	1.98	3.00	0.02	0.40	0.13	0.11	0.03	0.08	-	100.00%
13	ELEL Hotels and Investments Ltd.	July 09, 1979	INR	2.82	538.53	601.82	60.47	0.01	0.17	(14.19)	-	(14.19)	-	100.00%
14	Luthria and Lalchandani Hotel and Properties Private Ltd.	February 18, 2008	INR	0.01	(0.05)	0.01	0.05	-	-	-	-	-	-	100.00%
15	Genness Hospitality Private Limited (Refer notes ii)	February 1, 2022	INR	7.23	(0.10)	8.22	1.09	-	-	(0.10)	-	(0.10)	-	100.00%
16	Qurio Hospitality Private Limited (Refer notes ii)	February 2 2022	INR	5.15	(0.08)	5.62	0.55	-	-	(0.08)	-	(0.08)	-	100.00%
	Foreign													
17	United Overseas Holdings Inc.	August 24, 2015	USD	1,672.16	(1,192.00)	1,186.21	706.05	-	314.69	(118.89)	0.03	(118.92)	-	100.00%
18	St. James Court Hotel Ltd.	February 17, 2000	GBP	563.81	50.95	1,335.79	721.03	-	199.46	(47.61)	(29.73)	(17.88)	-	72.25%
19	Taj International Hotels Ltd.	July 5, 1995	GBP	-	(0.41)	37.93	38.34	-	39.67	(2.08)	(0.06)	(2.02)	-	100.00%
20	Good Hope Palace Hotels Proprietary Ltd.	July 1, 2020	ZAR	164.55	(370.99)	156.01	362.45	-	30.69	(10.50)	(1.02)	(9.48)	-	100.00%
21	IHMS Hotels (SA) (Proprietary) Ltd.	July 1, 2020	ZAR	90.04	(5.21)	84.84	0.01	-	-	(0.02)	-	(0.02)	-	100.00%
22	Taj International Hotels (H.K.) Ltd.	December 02, 1980	USD	1,746.39	(1,609.44)	137.02	0.07	-	0.14	0.03	-	0.03	-	100.00%
23	Piem International (HK) Ltd.	September 08, 1994	USD	60.74	157.11	217.92	0.07	215.84	-	(0.09)	-	(0.09)	-	51.57%
24	IHOCO BV.	December 18, 1997	USD	214.01	1,803.18	2,017.45	0.26	1,961.97	0.37	(117.78)	-	(117.78)	-	100.00%

Notes:

i) The financial statements of all subsidiaries are drawn upto the same reporting date as that of the Parent Company, i.e., March 31, 2022

ii) Names of subsidiaries which are yet to commence operations - 1) Genness Hospitality Private Limited, 2) Qurio Hospitality Private Limited

iii) Exchange rates as at 31.03.2022: 1 USD = ₹ 75.93; 1 GBP = ₹ 99.74; 1 ZAR = ₹ 5.19

iv) Average exchange rate for the year (for Profit & Loss items): 1 USD = ₹ 74.3794; 1 GBP = ₹ 101.6006; 1 ZAR = ₹ 5.0095

Part "B" : Associates and Joint Ventures

Sr. No	Name of Associates/ Joint Ventures	Latest Audited Balance sheet date	Date on which the Associate or Joint Venture was associated or acquired	Shares held by the company on the year end: No. of shares (Refer Note vi)	Shares held by the company on the year end: Amount of Investment ₹ crores	Shares held by the company on the year end: Extent of Holding %	Networth attributable to shareholding as per latest audited Balance Sheet ₹ crores	Profit/ loss for the year: Considered in Consolidation (to the extent of Group's effective shareholding) ₹ crores	Profit/ loss for the year: Not Considered in Consolidation ₹ crores	Description of how there is significant influence	Reason why the associate/ joint venture is not consolidated
	Associates										
	Indian										
1	Oriental Hotels Ltd.	March 31, 2022	September 18, 1970	6,61,66,530	124.59	35.67%	156.89	(7.22)	-	Note (iii)	-
2	Taj Madurai Ltd	March 31, 2022	March 16, 1990	9,12,000	0.95	26.00%	8.69	0.28	-	Note (iii)	-
3	Taida Trading & Industries Ltd (Refer note (v))	March 31, 2022	July 09, 1959	65,992	0.62	34.78%	-	-	-	Note (iii)	-
4	Zarrenstar Hospitality Private Ltd (Refer note (i))	March 31, 2022	February 05, 2020	1	-	50.00%	-			Note (iii)	-
	Foreign										
5	Lanka Island Resorts Ltd.	March 31, 2022	May 26, 1995	1,99,65,525	40.09	24.66%	6.53	1.21	-	Note (iii)	-
6	TAL Lanka Hotels Plc (Refer note (v))	March 31, 2022	June 14, 1980	3,43,75,640	18.72	24.62%	-	(5.08)	-	Note (iii)	-
7	Bjets Pte Ltd. (Refer note (v))	December 31, 2021	November 28, 2007	2,00,00,000	102.59	45.69%	-	-	-	Note (iii)	-
	Joint Ventures										
	Indian										
8	Taj GVK Hotels and Resorts Ltd.	December 31, 2021	February 02, 1995								
9	Taj Kerala Hotels and Resorts Ltd.	March 31, 2022	May 07, 1991	1,60,00,400	40.34	25.52%	93.53	(1.49)	-	Note (iv)	-
10	Taj Karnataka Hotels and Resorts Ltd.	March 31, 2022	February 15, 1995	1,41,51,664	20.66	28.78%	9.73	(3.26)	-	Note (iv)	-
11	Taj SATS Air Catering Ltd.	March 31, 2022	August 28, 2001	13,98,740	1.40	44.27%	(1.20)	0.29	-	Note (iv)	-
12	Taj Safaris Ltd.	March 31, 2022	October 07, 2004	88,74,000	61.82	51.00%	97.86	(20.39)	-		
13	Kaveri Retreat & Resorts Ltd	March 31, 2022	October 25, 2005	2,97,20,502	28.93	41.81%	8.76	1.76	-	Note (iv)	-
	Foreign			1,31,76,467	44.80	50.00%	38.25	2.50	-	Note (iv)	-
14	TAL Hotels & Resorts Ltd.	March 31, 2022	March 16, 2001	49,46,282	38.03	27.49%	84.86	(11.17)	-	Note (iv)	-

Notes:

i) Names of Associates/ Joint Venture which are yet to commence operations - Zarrenstar Hospitality Private Ltd.

ii) Names of Associates/ Joint Venture which have been liquidated or sold during the year - Nil

iii) There is significant influence due to percentage(%) of share holding (more than 20%).

iv) These are joint ventures.

v) The carrying value of these investments in Associates has been reported as Nil, as the Group's share of losses exceeds the cost of investments.

vi) Number of shares includes shares held directly by Parent or through its subsidiaries.

vii) Exchange rates as at 31.03.2022: 1 USD = ₹ 75.93; 1 LKR = ₹ 0.2549

viii) Average exchange rate for the year (for Profit & Loss items): 1 USD = ₹ 74.3794; 1 LKR = ₹ 0.3623

For and on behalf of the Board

N. Chandrasekaran
Chairman
DIN: 00121863

Puneet Chhatwal
Managing Director & CEO
DIN: 07624616

Nasser Munjee
Director
DIN: 00010180

Giridhar Sanjeevi
Executive Vice President &
Chief Financial Officer

Beejal Desai
Senior Vice President – Corporate Affairs &
Company Secretary (Group)

Mumbai, April 27, 2022

Consolidated Financial Statistics

₹ crores

Year	Capital Accounts: Share Capital	Reserves and Surplus (Other Equity)	Borrowings	Gross Block	Net Block	Investments	Revenue Accounts: Gross Revenue	Expenditure (including Interest)	Depreciation	Profit/ (Loss) before Tax	Tax Expenses	Net Profit/ (Loss) for the year @	Other Comprehensive Income @	Total Comprehensive Income @	Net Transfer to General Reserves	Earning Per Share (Basic)*	Earning Per Share (Diluted)
2001-02	45.12	981.09	1436.65	1934.43	1538.47	404.47	826.97	825.41	78.85	30.99	17.67	21.80			10.60	4.83	4.83
2002-03	45.12	1023.08	1374.91	2002.40	1569.72	390.22	894.74	887.51	75.65	26.96	18.03	28.07			5.95	6.22	6.22
2003-04	45.12	1025.40	2074.97	2158.55	1646.08	432.12	1039.76	1004.41	87.83	80.51	28.34	71.99			6.07	15.96	15.47
2004-05	¶ 50.25	1269.92	1969.33	2950.18	2263.48	457.06	1337.94	1198.53	111.73	139.67	60.23	128.50			11.00	25.55	22.47
2005-06	¶ 58.41	1873.73	1500.95	3160.73	2334.34	581.93	1874.73	1570.19	127.35	314.07	90.35	248.74			20.00	42.58	42.41
2006-07	▲ 60.29	2036.33	2055.14	4416.09	3382.08	514.27	2601.13	2076.87	160.67	532.55	196.52	370.31			35.00	6.14	6.14
2007-08	60.29	2188.83	3466.83	4646.45	3514.37	1541.94	3012.62	2416.84	167.62	560.52	246.98	354.98			38.00	5.43	5.43
2008-09	Ω 72.34	3105.55	4646.88	5376.11	4072.03	2407.68	2756.63	2615.91	188.53	158.51	155.77	12.46			35.09	0.15	0.15
2009-10	# 72.35	2352.80	4460.69	5814.15	4373.49	1905.42	2562.53	2659.71	218.54	(33.69)	84.71	(136.88)			18.94	(1.99)	(1.99)
2010-11	& 75.95	2570.13	4243.01	6120.25	4529.51	2505.81	2932.20	2920.9	227.89	23.23	92.10	(87.26)			16.67	(1.19)	(1.19)
2011-12	α 75.61	2893.72	3803.28	7276.94	5216.09	1903.90	3514.90	3365.81	255.07	147.57	121.75	3.06			26.75	0.04	0.04
2012-13	§ 80.75	2898.53	3817.64	7736.01	5382.94	1563.30	3803.52	3664.88	288.42	(291.79)	98.96	(430.24)			5.28	(5.40)	(5.40)
2013-14	80.75	2555.71	4252.01	8357.90	5634.70	1427.21	4125.94	3983.26	308.13	(412.16)	110.95	(553.85)			3.45	(6.86)	(6.86)
2014-15	80.75	2146.47	5074.48	8693.44	5820.74	1586.90	4287.35	4166.92	291.29	(232.48)	114.60	(378.10)			1.65	(4.68)	(4.68)
2015-16	₸ 98.93	2481.32	4526.09	6475.09	6187.97	1515.24	4122.78	3846.45	284.82	(91.17)	90.63	(231.08)	45.54	(185.54)	-	(2.34)	(2.34)
2016-17	98.93	2418.76	3382.98	5792.33	5259.83	1243.71	4075.51	3734.78	299.37	30.58	113.74	(63.20)	34.70	(28.50)	-	(0.60)	(0.60)
2017-18	Ω 118.93	4062.17	2427.43	6415.82	5597.11	1511.42	4165.28	3702.24	301.20	184.29	121.06	100.87	117.25	218.12	-	0.91	0.91
2018-19	118.93	4229.07	2325.98	6980.35	5838.78	1335.14	4595.38	3872.40	327.85	401.71	157.12	286.82	(59.81)	227.01	-	2.41	2.41
2019-20	118.93	4237.88	2602.07	8993.94	7444.27	1426.59	4595.56	3836.73	404.24	395.54	44.77	354.42	(9.82)	344.60	130.58	2.98	2.98
2020-21	118.93	3529.51	3632.84	9874.51	7826.73	1483.17	1739.88	2339.74	409.63	(849.54)	(155.33)	(720.11)	240.36	(479.75)	32.39	(5.87)	(5.87)
2021-22	□ 142.04	6920.21	1984.76	10246.64	7792.43	1966.80	3211.38	3079.13	406.05	(258.18)	(35.78)	(247.72)	95.49	(152.23)	103.20	(1.97)	(1.97)

¶ Convension of foreign currency bonds into share capital.

▲ Split of Shares of face value ₹ 10/- each to share of Face value ₹ 1/- each

Ω After Right issue of Shares in the Ratio of 1:5

\# Issue of Equity Shares,being warrants exercised pursuant to Rights Issue of Equity shares

& Allotment of Shares on Preferential basis to Promoters

α Reduction due to Equity Shares owned by entities prior to their becoming subsidiaries

§ Conversion of Warrants into Equity Shares on exercise of warrants

₸ After conversion of 18,18,01,228 Compulsorily Convertible Debentures into Equity Shares at a premium of ₹ 54 per share

@ Attributable to owners of the company

* Earning Per Share is after extraordinary item

□ After Right issue of Shares in the Ratio of 1:9 and Qualified Institutional Placement (QIP) of 9,90,09,900 shares

Notice

NOTICE is hereby given that the Hundred and Twenty First (121[st]) Annual General Meeting of The Indian Hotels Company Limited will be held on Thursday, June 30, 2022 at 3.00 p.m. IST through Video Conferencing / Other Audio Visual Means 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, 2022, together with the Report of the Board of Directors and the Auditors thereon.

2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.

3. To declare a dividend on Equity Shares for the financial year ended March 31, 2022.

4. To appoint a Director in place of Mr. Venu Srinivasan (DIN: 00051523) who retires by rotation and, being eligible, offers himself for re-appointment and his term would be up to December 10, 2022.

5. Re-appointment of B S R & Co. LLP, Chartered Accountants as Statutory Auditors of the Company.

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

   "RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any of the Companies Act, 2013 ('the Act') (including any statutory modification(s) or re-enactments thereof for the time being in force) read with the Companies (Audit and Auditors) Rules, 2014, as amended, B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), be and are hereby re-appointed as the Statutory Auditors of the Company to hold office for a second term of five consecutive years from the conclusion of the 121[st] Annual General Meeting (AGM) until the conclusion of the 126[th] AGM to be held in the year 2027, to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.**"**

SPECIAL BUSINESS:

6. **Appointment of Mr. Anupam Narayan as a Director and as an Independent Director**

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

   "RESOLVED THAT Mr. Anupam Narayan (DIN: 05224075), who was appointed as an Additional Director of the Company with effect from August 23, 2021, by the Board of Directors and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 ('the Act') and Article 132 of the Articles of Association of the Company and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company;

   "RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any of the Act (including any statutory modifications or re-enactments thereof for the time being in force) read with Schedule IV to the Act, and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), the appointment of Mr. Anupam Narayan, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for appointment, as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing from August 23, 2021 up to August 22, 2026 (both days inclusive), be and is hereby approved.**"**

7. **Approval for payment of Additional Incentive Remuneration to Mr. Puneet Chhatwal, Managing Director & Chief Executive Officer for FY 2021-22**

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

   "RESOLVED THAT pursuant to the provisions of Section 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended and based on the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors at their meeting held on April 27, 2022 and in addition to the Special Resolution passed by the Members at the 120[th] Annual General Meeting of the Company held on June 22, 2021, the Members do hereby accord their approval to pay to Mr. Puneet Chhatwal (DIN: 07624616), Managing Director & Chief Executive Officer of the Company, an Additional Incentive Remuneration of ₹ 3 crores for FY 2021-22, that is in excess of the incentive remuneration limit of 200% of his salary (i.e. ₹ 3.24 crores) as provided in the terms of his appointment and remuneration as contained in his Employment Contract, in view of inadequacy of profits of the Company in FY 2021-22;

   RESOLVED FURTHER THAT the Board of Directors or a Committee thereof, be and is hereby, authorized to take such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution.**"**

8. **Re-appointment of Mr. Puneet Chhatwal as the Managing Director and Chief Executive Officer of the Company and payment of remuneration**

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

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions, if any, of the Companies Act, 2013 ('the Act') (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, the consent of the Members be and is hereby accorded to the re-appointment and terms of remuneration of Mr. Puneet Chhatwal (DIN: 07624616) as the Managing Director and Chief Executive Officer ('MD & CEO') of the Company for a further period of five years with effect from November 6, 2022 to November 5, 2027 (both days inclusive), upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his re-appointment within the overall limits of Section 197 of the Act, as recommended by the Nomination and Remuneration Committee, with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and terms of remuneration in such manner as may be agreed to between the Board of Directors and Mr. Puneet Chhatwal;

   RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.**"**

NOTES:

1. In view of the ongoing threat posed by the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') vide its circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021 and 2/2022 dated May 5, 2022 (collectively referred to as 'MCA Circulars') and the Securities and Exchange Board of India ('SEBI') vide its 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 and SEBI/HO/CFD/CMD2/CIRP/P/2022/62 dated May 13, 2022 ('SEBI Circulars') has permitted the holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. In compliance with these MCA and SEBI Circulars, applicable provisions of the Act (including any statutory modifications or re-

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enactments thereof for the time being in force) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the 121st AGM of the Company is being conducted through VC/OAVM on Thursday, June 30, 2022 at 3.00 P.M. (IST). The deemed venue for the 121st AGM shall be the Registered Office of the Company at Mandlik House, Mandlik Road, Colaba, Mumbai 400001.

2. **PURSUANT TO THE 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 CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**

3. Corporate Members and Institutional Investors intending to appoint their authorized representatives pursuant to Section 113 of the Companies Act, 2013 ('the Act'), to attend the AGM through VC or OAVM or to vote through remote e-Voting are requested to send a certified copy of the Board Resolution to the Scrutinizer by e-mail at kkdlegal@gmail.com with a copy marked to evoting@nsdl.co.in.

4. 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 will be entitled to vote at the AGM.

5. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. As per the provisions of Clause 3.A.II. of the General Circular No. 20/2020 dated May 5, 2020, the matters of Special Business as appearing at Item Nos. 6 to 8 of the accompanying Notice, are considered to be unavoidable by the Board and hence, forming part of this Notice.

7. The Explanatory Statement pursuant to Section 102 of the Act and Regulation 36(5) of the SEBI Listing Regulations setting out the material facts concerning the business under Item Nos. 5 to 8 of the Notice are annexed hereto. The relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard–2 on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, in respect of the Directors seeking appointment/re-appointment at this AGM are also annexed. Requisite declarations have been received from the Directors seeking appointment/re-appointment.

8. The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the live proceedings on National Securities Depository Limited's ('NSDL') e-Voting website at www.evoting.nsdl.com. The facility of participation at the AGM through VC / OAVM will be made available to at least 1,000 Members on a first come first serve basis as per the MCA Circulars. The large shareholders (i.e 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. may be allowed to attend the meeting without restriction on account of first come first serve principle.

9. The Integrated Annual Report including the Notice of the AGM for the FY 2021-22 is being sent to all the Members whose e-mail addresses are registered with the Company / Depository Participants ('DPs') unless any Member has requested for a physical copy of the same. The Company shall send a physical copy of the Integrated Annual Report to those Members who request the same at investorrelations@tajhotels.com mentioning their Folio No. / DP ID and Client ID. The Notice convening the 121st AGM has been uploaded on the website of the Company at https://www.ihcltata.com/AGM/2022/AGM-FY2022/ and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also available on the website of NSDL at www.evoting.nsdl.com.

10. **Book Closure and Dividend:**

    The Register of Members and the Share Transfer Books of the Company will be closed from Friday, June 24, 2022 to Thursday, June 30, 2022; (both days inclusive) for the entitlement of dividend for financial year ended March 31, 2022, if approved at the AGM. The dividend of ₹ 0.40 per equity share of ₹ 1 each (40 %), if declared at the AGM, will be paid subject to deduction of tax at source ('TDS') on or after Thursday, July 7, 2022 as under:

    (a) To all the Beneficial Owners as at the end of the day on Thursday, June 23, 2022 as per the list of beneficial owners to be furnished by the NSDL and Central Depository Services (India) Limited ('CDSL') in respect of the shares held in electronic form; and

    (b) To all Members in respect of shares held in physical form after giving effect to valid transmission and transposition in respect of valid requests lodged with the Company as of the close of business hours on Thursday, June 23, 2022.

11. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Shareholders w.e.f. April 1, 2020 and the Company is required to deduct TDS from dividend paid to the Members at prescribed rates in the Income Tax Act, 1961 ('the IT Act'). In general, to enable compliance with TDS requirements, Members are requested to complete and / or update their Residential Status, Permanent Account Number ('PAN'), Category as per the IT Act with their DPs or in case shares are held in physical form, with the Company / Link Intime India Private Limited ('RTA') by sending documents at its e-mail ID ihcldivtax@linkintime.co.in or update the same by visiting the link : https://linkintime.co.in/formsreg/submission-of-form-15g-15h.html on or before Friday, June 17, 2022 in order to enable the Company to determine and deduct appropriate TDS / withholding tax rate. No communication/documents on the tax determination / deduction shall be considered post 11:59 PM (IST) of Friday, June 17, 2022. For the detailed process, please click here: https://www.ihcltata.com/AGM/2022/TDS/.

    A communication providing information and detailed instructions with respect to tax on dividend for the financial year ended March 31, 2022 is being sent separately to the Members of the Company.

12. **Shares held in Physical form:** Further, in order to receive the dividend in a timely manner, Members holding shares in physical form who have not updated their mandate for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other means, are requested to follow the below instructions and send the details latest by Friday, June 17, 2022:

    1) Visit the link https://linkintime.co.in/emailreg/email_register.html under Bank detail Registration - fill in the following details relating to bank account in which the dividend is to be received:
       (i) Name of Bank;
       (ii) Bank Account Number and
       (iii) 11 digit IFSC Code;
    2) upload a self-attested scanned copy of the PAN Card;
    3) upload a self-attested scanned copy of any document (such as AADHAR Card, Passport) in support of the address of the Member as registered with the Company;
    4) upload a self-attested scanned copy of cancelled cheque leaf bearing the name of the Member or first holder, in case shares are held jointly

13. **Shares held in electronic form:** Members holding shares in electronic form may please note that their bank details as furnished by the respective DPs to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to update their Electronic Bank Mandate with their respective DPs. Further, please note that instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applicable to the dividend paid on shares held in electronic form.

14. The Members who are unable to receive the dividend directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/ Bankers' cheque/ demand draft to such Members.

15. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF'). The shares in

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respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members / Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on www.iepf.gov.in. The Members/Claimants can file only one consolidated claim in a financial year as per the IEPF Rules. For details, please refer to corporate governance report which is a part of this Annual Report.

16. **Updation of PAN and other details**

SEBI vide Circular dated November 3, 2021 and December 14, 2021 has mandated furnishing of PAN, KYC details (i.e., Postal Address with Pin Code, e-mail address, mobile number, bank account details) and nomination details by holders of physical securities through Form ISR-1, Form ISR-2 and Form ISR-3 (as applicable) available at https://www.ihcltata.com/investors/. PAN details are to be compulsorily linked to Aadhaar by March 31, 2023 or any other date specified by Central Board of Direct Taxes. Folios wherein any of the above cited documents / details are not available, on or after April 1, 2023, shall be frozen as per the aforesaid circular.

Effective from January 1, 2022, any service requests/ complaints received from a Member holding physical securities will not be processed by the Registrar till the aforesaid details/documents are provided to the Registrar.

The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination. Members holding shares of the Company in physical form are requested to go through the requirements on the website of the Company at https://www.ihcltata.com/investors/ to furnish the abovementioned details.

17. Members are also requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registration of nomination, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form and to the Registrar at rnt.helpdesk@linkintime.co.in in case the shares are held in physical form, in the prescribed form, pursuant to the SEBI Circular dated November 3, 2021. Changes intimated to the DP will then be automatically reflected in the Company's records.

18. In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, all requests for transfer of securities shall be processed only if the securities are held in dematerialized form. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialisation since physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI. Members can contact Company's RTA at rnt.helpdesk@linkintime.co.in for assistance in this regard. Members may also refer to Frequently Asked Questions ('FAQs') on the Company's website https://www.ihcltata.com/investors/.

19. Members may please note that SEBI vide its Circular dated January 25, 2022 has mandated Listed Companies to issue securities in demat 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 Form ISR – 4, the format of which is available on the Company's website under the 'Investors' section.

20. 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 cancel the earlier nomination and record fresh nomination, he/she may submit the same in Form ISR-3 or Form SH-14. The said form can be downloaded from the Company's website at https://www.ihcltata.com/investors/ (under 'Investor Relations' section). Members are requested to submit the said form to their DP in case the shares are held by them in electronic form and to the RTA at rnt.helpdesk@linkintime.co.in in case the shares are held in physical form, quoting your folio no.

21. 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 for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

22. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

23. During the 121st AGM, Members may access the electronic copy of 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, by writing to the Company at investorrelations@tajhotels.com. Other relevant documents for inspection will be available electronically, without any fee, from the date of circulation of the Notice of AGM up to the date of AGM. Members seeking to inspect such documents can send an e-mail to investorrelations@tajhotels.com stating their DP / Client ID or Folio Nos.

24. **Process for registering e-mail addresses to receive this Notice of AGM and Annual Report electronically and cast votes electronically:**

I. **Registration of e-mail addresses with RTA:** The Company has made special arrangements with the RTA for registration of e-mail addresses of those Members (holding shares either in electronic or physical form) who wish to receive this Notice electronically and cast votes electronically. Eligible Members whose e-mail addresses are not registered with the Company/ DPs are required to provide the same to the RTA on or before 5:00 p.m. IST on Friday, June 17, 2022.

Process to be followed for registration of e-mail address is as follows:

a) Visit the link: https://linkintime.co.in/emailreg/email_register.html
b) Select the Company name viz. **The Indian Hotels Company Limited;**
c) Enter the DP ID & Client ID / Physical Folio Number and PAN number. In the event the PAN details are not available on record for Physical Folio, Member to enter one of the Share Certificate numbers;
d) Upload a self-attested copy of PAN card for authentication. If PAN details are not available in the system, the system will prompt the Member to upload a self-attested copy of the PAN card for updation;
e) Enter your e-mail address and mobile number;
f) The system will then confirm the e-mail address for receiving this AGM Notice.

After successful submission of the e-mail address, NSDL will e-mail a copy of this AGM Notice and Integrated Annual Report for FY 2021-22 along with the e-Voting user ID and password. In case of any queries, Members may write to rnt.helpdesk@linkintime.co.in or evoting@nsdl.co.in.

II. **Registration of e-mail address permanently with Company/DPs:** To support the Green Initiative, Members are requested to register their e-mail address with their concerned DPs, in respect of electronic holding and with the RTA, in respect of physical holding, by writing to them at rnt.helpdesk@linkintime.co.in. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs / RTA to enable servicing of notices / documents / Annual Reports and other communications electronically to their e-mail address in future.

III. Alternatively, those members who have not registered their e-mail addresses are required to send an e-mail request to evoting@nsdl.co.in along with the following documents for procuring user id and password for e-Voting for the resolutions set out in this Notice:

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- In case shares are held in **physical mode**, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card, self-attested scanned copy of Aadhar Card.
- In case shares are held in **demat mode**, please provide DP ID-Client ID (8 digit DP ID + 8 digit Client ID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, self-attested scanned copy of PAN Card, self-attested scanned copy of Aadhar Card. If you are an Individual shareholder 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.
- 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 e-mail ID correctly in their demat account in order to access e-Voting facility.

25. Process and manner for remote e-voting before/during the AGM:

I. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, SS-2 and Regulation 44 of the SEBI Listing Regulations, as amended and the MCA Circulars, 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 NSDL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system before as well as during the AGM will be provided by NSDL.

II. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of Thursday, June 23, 2022 may cast their vote by remote e-Voting. A person who is not a member as on the cut-off date should treat this Notice for information purpose only. The remote e-Voting period commences on Monday, June 27, 2022 at 9.00 a.m. (IST) and ends on Wednesday, June 29, 2022 at 5.00 p.m. (IST). Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members (for voting through remote e-Voting before the AGM and remote e-Voting during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date of Thursday, June 23, 2022.

III. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date, i.e. Thursday, June 23, 2022 may obtain the User ID and password by sending a request at evoting@nsdl.co.in.

IV. Members will be provided with the facility for voting through remote e-voting system during the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote at the end of discussion on such resolutions upon announcement by the Chairman. The remote e-voting module shall be disabled by NSDL for voting 15 minutes after the conclusion of the meeting. Members who have cast their vote by remote e-Voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the member has already cast the vote through remote e-Voting.

V. Mr. Khushroo K. Driver – Advocate High Court (Reg no: OS-811) has been appointed as the Scrutinizer by the Board of Directors of the Company to scrutinize the remote e-voting before and during the AGM in a fair and transparent manner.

VI. The Scrutinizer will submit his report to the Chairman or to any other person authorized by the Chairman after the completion of the scrutiny of the remote e-Voting (votes cast through remote e-Voting before/during the AGM), not later than 2 working days from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges on which the Company's shares are listed, NSDL, and RTA and will also be displayed on the Company's website at https://www.ihcltata.com/investors/ The Result will also be displayed at the Registered Office of the Company.

VII. The instructions for members for attending the AGM through VC/OAVM are as under:

i. The Members will be provided with a facility to attend the AGM through VC/OAVM or view the live webcast through the NSDL e-Voting system. Members may access the same by following the steps mentioned below for 'Access to NSDL e-Voting system'. The link for VC/OAVM will be available in 'Member login' where the EVEN of Company will be displayed. After successful login, the Members will be able to see the link of 'VC/OAVM link' placed under the tab 'Join Annual General Meeting' against the name of the Company. On clicking this link, the Members will be able to attend and participate in the proceedings of the AGM through a live webcast of the meeting and submit votes on announcement by the Chairman.

ii. Members may join the Meeting through Laptops, Smartphones, Tablets and iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops 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 glitches.

iii. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at this AGM, from their registered e-mail address, mentioning their name, DP ID and Client ID number / folio number and mobile number, to reach the Company's e-mail address at investorrelations@tajhotels.com before 5.00 p.m. (IST) on Monday, June 27, 2022. Such queries will be appropriately responded by the Company.

iv. 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 e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at investorrelations@tajhotels.com between Friday, June 24, 2022 (9:00 a.m. IST) and Monday, June 27, 2022 (5:00 p.m. IST).

v. Members who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.co.in or call on toll free nos.:- 1800 1020 990 and 1800 22 44 30 or contact Mr. Amit Vishal, Senior Manager – NSDL at amitv@nsdl.co.in or Ms. Pallavi Mhatre, Manager, NSDL at pallavid@nsdl.co.in.

VIII. The instructions for remote e-voting before / during the AGM are as under:

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 at https://www.evoting.nsdl.com/

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

In terms of the Circular issued by the Securities Exchange Board of India dated December 9 2020, in relation to 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 e-mail 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.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.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 and voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. 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. 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 held 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 and 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. NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi/Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & e-mail as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	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.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned 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 Method	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 224 430
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Log-in method for e-Voting and joining virtual meeting for the Members other than Individual Members holding securities in Demat mode and Members 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: 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 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:
i) 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******
ii) 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**************
iii) 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 120054 then user ID is 120054001***

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'?

      - If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file.

Notice (Contd.)

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'.

- If your e-mail ID is not registered, please follow steps mentioned below in **process for those shareholders whose e-mail 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 can send a request at evoting@nsdl.co.in mentioning your demat account number/ folio number, your PAN, your name and your registered address.

   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 the AGM on NSDL e-Voting system.

How to cast your vote electronically and join the AGM 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 General 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.

General Guidelines for Members

i. Institutional / Corporate Shareholders (i.e. other than individuals, HUF, NRIs, 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 kkdlegal@gmail.com, with a copy marked to evoting@nsdl.co.in. 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.

ii. 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.

iii. In case of any queries / grievances pertaining to remote e-Voting (before the AGM and during the AGM), you may refer to the Frequently Asked Questions (FAQs) for shareholders and e-Voting user manual for shareholders available in the download section of www.evoting.nsdl.com or call on the toll-free numbers: 1800 1020 990 /1800 224 430 or send a request at evoting@nsdl.co.in. In case of any grievances connected with facility for e-Voting, please contact Ms. Pallavi Mhatre, Manager, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013. Email: evoting@nsdl.co.in.

By Order of the Board of Directors

Beejal Desai
Senior Vice President
Corporate Affairs & Company Secretary (Group)
F.C.S No.: 3320

Mumbai, May 24, 2022

Registered Office:
Mandlik House,
Mandlik Road,
Mumbai 400 001.
CIN: L74999MH1902PLC000183
Tel.: 022 66395515 Fax: 022 22027442
e-mail: investorrelations@tajhotels.com
Website: www.ihcltata.com

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EXPLANATORY STATEMENT

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') and Regulation 36(5) of the SEBI Listing Regulations, given hereunder sets out all material facts relating to the resolutions mentioned from Item Nos. 5 to 8 of the accompanying Notice dated May 24, 2022.

Item No. 5

In accordance with Section 139 & 142 of the Act read with Companies (Audit and Auditors) Rules, 2014, as amended, B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) (herein referred to as the 'Statutory Auditors') were appointed as the Statutory Auditors of the Company to hold office for a period of five consecutive years to examine and audit the accounts of the Company from the conclusion of the 116th Annual General Meeting ('AGM') of the Company until the conclusion of the 121st AGM of the Company.

Pursuant to the provisions of Section 139(2) of the Act, a listed company can appoint / re- appoint an audit firm for a period of not more than two terms of five consecutive years. As such, B S R & Co. LLP, the existing Statutory Auditors of the Company will complete their first term as Statutory Auditors of the Company at the conclusion of the ensuing 121st AGM and are eligible to be re-appointed as the Statutory Auditors of the Company for another term of five years.

After evaluating various factors such as independence, industry experience, technical skills, geographical presence, audit team, audit quality reports, etc., the Board of Directors of the Company, based on the recommendations of the Audit Committee, approved the re–appointment of B S R & Co. LLP as the Statutory Auditors of the Company to hold office for a second term of five consecutive years from the conclusion of the 121st AGM till the conclusion of the 126th AGM of the Company to be held in the year 2027 to examine and audit the accounts of the Company at a remuneration of ₹ 342 Lakhs per annum (Same as Previous Year) for the financial year ending March 31, 2023 plus out of pocket expenses and applicable taxes.

The remuneration for the subsequent year(s) of their term shall be determined based on the recommendation of the Audit Committee and as mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

B S R & Co. LLP is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India (ICAI) based in Mumbai. As required under the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, it holds a valid certificate issued by the Peer Review Board of ICAI and is a part of KPMG network of Audit Firms and is engaged in providing audit and assurance services to its clients.

B S R & Co. LLP was constituted on March 27, 1990 as a partnership firm having Firm Registration No. 101248W. It was converted into a Limited Liability Partnership i.e. B S R & Co. LLP on October 14, 2013 thereby having a new Firm Registration no. 101248W/W-100022. B S R & Co. LLP is a member entity of B S R & Affiliates, a network registered with the Institute of Chartered Accountants of India. B S R & Co. LLP is registered in Mumbai, Gurgaon, Bangalore, Kolkata, Hyderabad, Pune, Chennai, Chandigarh, Ahmedabad, Vadodara, Noida, Jaipur and Kochi. B S R & Co. LLP has over 3000 staff and 100+ Partners. B S R & Co. LLP audits various companies listed on stock exchanges in India including companies in the hotel sector.

Pursuant to Section 139 of the Act and the rules framed thereunder, the Company has received written consent from the Statutory Auditors and a certificate that they satisfy the criteria provided under Section 141 of the Act and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and rules framed thereunder.

The Board commends the Ordinary Resolution set out at Item No. 5 of the accompanying Notice for approval by the Members of the Company.

None of the Directors or 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. 5 of the accompanying Notice.

Item No. 6

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors of the Company ('Board') appointed Mr. Anupam Narayan (DIN: 05224075), as an Additional Director of the Company and also as an Independent Director, not liable to retire by rotation, for a term of five years i.e. from August 23, 2021 to August 22, 2026 (both days inclusive), subject to approval of the Members.

Pursuant to Section 161(1) of the Companies Act, 2013 ('Act') and Article 132 of the Articles of Association of the Company, Mr. Narayan shall hold office only up to the date of this Annual General Meeting ('AGM') and is eligible to be appointed as Director. The Company has, in terms of Section 160(1) of the Act received in writing a notice from a Member, proposing his candidature for the office of Director.

The Company has received a declaration from Mr. Anupam Narayan to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Narayan has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Narayan has also confirmed that he is not debarred from holding the office of a Director by virtue of any Order passed by Securities and Exchange Board of India or any other such authority.

Mr. Narayan has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, Mr. Narayan is a person of integrity and fulfills the criteria specified in the Act, Rules and SEBI Listing Regulations for appointment as Independent Director and he is independent of the management of the Company. Having regard to his qualification, vast experience, skill set and knowledge, the Board considers that Mr. Narayan's association would be of immense benefit and interest to the Company and it is desirable to avail his services as Independent Director.

The terms and conditions of his appointment shall be open for inspection by the Members during the normal business hours on any working day (except Saturday) and during the AGM. Any person who wishes to inspect may write to the Company Secretary at investorrelations@tajhotels.com.

A brief profile of Mr. Anupam Narayan is given below:

Mr. Narayan is a strategic business advisor with 40 years of domestic and international experience in private and publicly listed companies in North America and India. He has held leadership and board positions in various hospitality groups and related companies including Best Western International, Red Lion Hotels Corp., Swiss International Hotels and a Kohlberg, Kravis & Roberts (KKR) Company. He brings executive experience in Strategic Growth, Finance, Branding, Marketing and Distribution, Capital Markets, Debt Financing, IPOs, Mergers and Acquisitions and Real Estate development.

He has advised clients in Peru, China, Europe and North America and was invited to join a Trade Mission to China and Vietnam led by the Governor, Washington State, USA. He has been a speaker at industry and investment conferences worldwide and currently serves on a number of Boards. He holds a bachelors' degree in Metallurgical Engineering from the Indian Institute of Technology (IIT), Kanpur, India and a masters' degree in Business Administration from the University of Florida, USA.

Further details and current directorships of Mr. Narayan are provided in the Annexure to this Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable regulations, the appointment of Mr. Anupam Narayan as Independent Director is being placed for approval of the Members of the Company.

The Board commends the Special Resolution set out at Item No. 6 of the accompanying Notice for approval by the Members of the Company.

Mr. Anupam Narayan is not related to any other Director or Key Managerial Personnel of the Company.

Except for Mr. Anupam Narayan and/or his relatives, none of the other Directors or Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned and interested, in the Resolution set out at the Item No. 6 of the accompanying Notice.

Notice (Contd.)

Item No. 7

The Board of Directors, at its meeting held on August 29, 2017 had appointed Mr. Puneet Chhatwal as the Managing Director and Chief Executive Officer ('MD & CEO') of the Company for a period of five years with effect from November 6, 2017 to November 5, 2022, and the said appointment and terms of remuneration were approved by the shareholders at 117th Annual General Meeting ('AGM') held on July 19, 2018.

The Members had further approved, at the 120th AGM held on June 22, 2021, the payment of Minimum Remuneration to Mr. Chhatwal (DIN: 07624616), in the event of no profits/ inadequate profits from April 1, 2021 up to the remainder of his current term, i.e., November 5, 2022. Relevant provisions of his Employment Contract have been summarized below:

A. **Basic Salary:**
Current Basic Salary of ₹ 13.50 lakhs per month; up to a maximum of ₹ 22 lakhs per month. The annual increments will be decided by the Board based on the recommendations of the Nomination and Remuneration Committee ('NRC') and will be performance-based and take into account the Company's performance as well, within the said maximum amount.

B. **Benefits, Perquisites & Allowances:**
Details of Benefits, Perquisites and Allowances are as follows:

i. Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation.

ii. Special Allowance at 85% of Basic Salary per annum.

iii. Hospitalisation, Transport, Telecommunication and other facilities as under

a. Hospitalisation and major medical expenses incurred for self and family;

b. Car with driver provided, maintained by the Company for official and personal use as per Rules of the Company;

c. Telecommunication facilities including broadband, internet and mobile as per Rules of the Company; and

d. Housing loan as per Rules of the Company.

iv. Other perquisites and allowances given below subject to a maximum of 55% of basic salary per annum. This includes:

- Medical allowance 8.33%,
- Leave travel concession 8.33%,
- Other allowances 33.34%
- Personal accident insurance @ actuals, as applicable for the Members of the Executive Committee Level of the Company & Annual club membership/ joining fees for one club, both subject to a cap of 5%.

v. Contribution to Provident Fund, Superannuation Fund or Annuity Fund and Gratuity as per the Rules of the Company. In case of no contribution to the Superannuation Fund, the same would be payable as an allowance as per the Rules of the Company.

vi. Transfer and relocation expenses as per the terms of Agreement entered into between the Company and Mr. Chhatwal.

C. **Commission:**
In addition to the Salary, Benefits, Perquisites and Allowances, Mr. Chhatwal would be paid such remuneration by way of Commission, calculated with reference to the net profits of the Company in a particular financial year as may be determined by the Board, subject to overall ceilings stipulated in Section 197 of the Act. The specific amount payable to the MD & CEO will be based on his performance as evaluated by the Board or the NRC and approved by the Board and will be payable annually after the annual accounts have been approved by the Board and Members.

As per the Addendum to the Employment Agreement dated March 26, 2018, Mr. Chhatwal's commission amount is linked to his Cost to Company. His commission will be equal to total of basic salary plus allowances.

D. **Incentive Remuneration:**
Such incentive remuneration not exceeding 200% of salary to be paid annually at the discretion of the Board, based on certain performance criteria and such other parameters as may be considered appropriate from time to time. Incentive Remuneration would be payable only when the Company cannot pay Commission.

E. **Additional Performance Bonus:**
To be paid at the end of 2, 4 and 5 years based on measurable improvement criteria set out by the Board as detailed in the Agreement entered into between the Company and Mr. Chhatwal:

Plan Period: Five years

i. First pay out at the end of FY 2019-20 which includes the prorated pay-out for the period worked in 2017-2018;

ii. Second pay-out at the end of FY 2021-22; and

iii. Third pay-out at the end of FY 2022-23.

Plan:
The plan is linked to:

i EBITDA growth Year on Year

ii The strategic plan targets - 'Aspiration 2022'

- Turnover (₹ Crores),
- PAT (₹ Crores) and
- Return on Equity (%)

EBITDA growth has a weightage of 40% and 'Aspiration 2022' targets have the remaining 60% weightage, with equal weightage to Turnover, PAT and Return on Equity.

The additional performance bonus so determined will not exceed 125 % of the target bonus amount. However, the Board may on recommendation of the NRC approve payment of higher additional performance bonus as it may in its sole discretion deem fit.

F. **Minimum Remuneration:**
Notwithstanding anything to the contrary herein contained, where in any Financial Year during the currency of the tenure of Mr. Chhatwal, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Salary, Benefits, Perquisites and Allowances and Incentive Remuneration as specified above, subject to further approvals as may be required under Schedule V to the Act, or any modification(s) thereto ('Minimum Remuneration').

The above remuneration approved at the time of his appointment in 2018, was commensurate with the remuneration of expatriates appointed at CEO/MD level of similar sized multinationals taking into consideration the responsibilities shouldered by him, was based on his past remuneration and was subjected to a comparison of the CEO remuneration in the Global Hospitality Industry as per the survey conducted by Aon Hewitt CEO Market pricing report for the Global Hospitality Industry, 2017 covering 11 Global hospitality majors.

Mr. Chhatwal being a German national and non-resident of India, his appointment along with the terms of his remuneration were approved by the Central Government.

Payment of remuneration to Mr. Chhatwal for the period from November 6, 2017 to March 31, 2020 was well within the statutory limits/ limits approved by the Members, the details of which can be referred at Point No. II (b) of 'The statement containing additional information as required under Schedule V to the Act' under the head 'Past Remuneration'.

Continued Impact of the COVID-19 pandemic:

While the Corona virus has had an adverse impact on the community, it took a heavy toll of economies across the world. One of the worst hit sectors was hospitality. The COVID-19 pandemic brought the industry to a standstill with record-low single digit occupancies reach in April 2020 during the nation-wide lockdown imposed in India. The outbreak of the COVID-19 pandemic and the measures adopted by the health authorities to mitigate its spread have impacted our economy and the Company's operations, such as travel restrictions, lockdown and quarantine measures. The pandemic has ravaged the hospitality industry in the last couple of years with multiple waves including the Delta and Omicron variants which impacted performance in FY 2021-22. The restrictions imposed required the Company to temporarily pare down its operations for some time during FY 2021-22. Despite multiple innovations, interventions and initiatives on the part of the industry to stimulate demand and grow revenues, HVS Anarock estimated that the sector closed the year 2021 with an India-wide occupancy of around 42-45%, reflecting a decline of over 20 percentage points compared to 2019. The drop-in rates and occupancies v/s pre-COVID levels has negatively impacted the Company's financial performance during the year.

However, on account of successful vaccinations on a large scale and removal of restrictions, the hotel performance has recovered significantly in 2022. The uncertainties are slowly subsiding and the sector is starting to show encouraging signs of recovery at a rapid pace, despite some fresh challenges with respect to inflation and the geopolitical situation.

The Company recorded a profit of ₹ 32.19 crores for FY 2021-22 as calculated under Section 198 of the Act which

Notice (Contd.)

was inadequate for payment of Managerial Remuneration as per the provisions of Section 197 read with Schedule V to the Act and the rules thereunder.

Pursuant to the provisions of Section 197 read with Schedule V to the Act, in respect of the payment of Managerial Remuneration in case of no profits / inadequate profits as calculated under Section 198 of the Act, the Company may pay such remuneration over the ceiling limit as specified in Schedule V, provided the Members approval by way of a Special Resolution has been taken for payment of Minimum Remuneration for a period not exceeding three years, compliance with the disclosure requirements and other conditions stated therein.

As the Company had incurred a loss in FY 2020-21, at the 120th AGM held on June 22, 2021, the Members had approved payment of Minimum Remuneration to Mr. Chhatwal for FY 2020-21, as per the terms of his appointment and remuneration as contained in his Employment Contract and also upto the remainder of his current term i.e. upto November 5, 2022 in case of loss or inadequacy of profits in each of the FYs 2021-22 and 2022-23.

As per the terms of Minimum Remuneration contained in Mr. Chhatwal's Employment Contract, in the event of no profits/inadequate profits, the Company can pay remuneration by way of Salary, Benefits, Perquisites and Allowances and Incentive Remuneration. However, as per the terms of his Contract, the Incentive Remuneration shall not exceed the limit of 200% of his salary.

In light of Mr. Chhatwal's contribution to the Company and the leadership provided in navigating the challenges brought about by the COVID-19 pandemic, the Board of Directors, based on the recommendation of the NRC, at its meeting held on April 27, 2022, approved the payment of an Additional Incentive Remuneration of ₹ 3 Crores to Mr. Chhatwal, that is beyond the limit of 200% of his salary, subject to approval of the Members.

In view of the aforesaid situation and given that the Company has inadequate profits as computed under Section 198 of the Act for payment of Managerial Remuneration for the FY 2021-22, the approval of the Members is now being sought for payment of an Additional Incentive Remuneration of ₹ 3 Crores to Mr. Chhatwal, for FY 2021-22, that is in excess of the limit of 200% of his salary as provided in the terms of his appointment and remuneration as contained in his Employment Contract.

THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE V TO THE ACT

I. GENERAL INFORMATION

a. Nature of Industry:

The Company is engaged in the business of hoteliering.

b. Date or expected date of commencement of commercial production:

The Company was incorporated on April 1, 1902. The Company had since then commenced its business.

c. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:

Not Applicable

d. Financial Performance based on given indicators:

(₹ Crores)

Particulars	FY 2021-22	FY 2020-21	FY 2019-20	FY 2018-19	FY 2017-18
Revenue from Operations (Gross)	2003.34	1133.15	2743.47	2780.41	2583.95
Profit/(Loss) for the year	(34.45)	(524.78)	401.41	263.70	147.77
Profit/(Loss) under Section 198	32.19	(503.80)	385.36	498.92	379.07

Note: Above amounts are extracted from financial statements of the Company on standalone basis.

It may be noticed from the above table that there is significant improvement in the Company's operating performance for FY 2021-22 as compared to FY 2020-21. This was primarily due to improvement in business aided by increased mobility, vaccination coverage and overall improvement in consumer sentiment. The Company pursued its strategy of revenue growth through expansions, new and reimagined products, spend optimisation, effective asset management and managing liquidity which resulted in substantial reduction of loss in FY 2021-22. The Company has posted EBITDA of ₹ 537.35 Crores in FY 2021-22 as compared to ₹ 13.62 Crores in FY 2020-21 on standalone basis.

e. Foreign investment or collaborations, if any:

(₹ Crores)

Particulars	Details of Foreign Investments as at March 31, 2022		
	Face Value	No of shares	(₹ Crores)
Taj International Hotels (H.K.) Ltd.	US $1	2300,00,000	1,111.98
IHOCO BV	US $1	281,85,546	2,543.34
BJETS Pte Ltd., Singapore	US $1	200,00,000	102.59

Note: The above investments are carried at cost at exchange rates of the dates on which investments were made.

II. INFORMATION ABOUT THE APPOINTEE

a. Background details:

Aged 58, Mr. Puneet Chhatwal is the MD and CEO of the Company with effect from November 6, 2017. He holds an MBA in International Hospitality from Institut De Management Hotelier International (IMHI) (Cornell-Essec) France. He has also completed his Advanced Management Program from INSEAD at Fountainbleau, France and Singapore and also holds a degree from the Institute of Hotel Management, New Delhi.

Mr. Chhatwal is a Hospitality industry veteran, with an experience of close to four decades. Before joining IHCL he was the Chief Executive Officer of Deutsche Hospitality/Steigenberger Hotels AG. In his association with Steigenberger Hotels AG, the group witnessed a growth of more than 50% in portfolio along with increased presence in gateway destinations. During Mr. Chhatwal's tenure, the hotel was accredited amongst Germany's Superbrands (among top 50 brands) and was the winner of 2016 Grand Prix for the most progressive Company at Worldwide hospitality Awards in Paris besides being chosen as the Best Employer and Service Champion for 5 years in a row.

He is perceived as a recognized team builder focusing on relationships, people and teams. He is credited with having a detailed understanding of board function in minority and sliver equity partnerships, joint ventures or other partnerships. He was successful in completing over 500 contracts in the last 25 years in Europe, Middle East, Africa and Asia. Mr. Chhatwal has launched and re-launched various consumer brands (hospitality) and umbrella brand (B2B).

b. Past remuneration:

(₹ Crores)

Particulars	FY 2021-22	FY 2020-21	FY 2019-20	FY 2018-19	From November 6, 2017 to March 31, 2018
Salary	1.62	1.62	1.62	1.48	0.60
Perquisites & Allowances (Includes payment in lieu of Superannuation)	3.03	2.18	3.68	3.13	1.05
Commission, Additional Performance Bonus & Incentive Remuneration	3.24 ^	3.24	9.08	6.50	2.66
Retirals	0.19	0.19	0.19	0.18	0.07
Total Remuneration under Schedule V	**8.08**	**7.23**	**14.57**	**11.29**	**4.38**
Less: Permissible Limit Payable by a Company with inadequate profits	1.33	1.33	NA	NA	NA
Waiver of Excess Remuneration Paid/ Payable	**6.75**	**5.90**	**NA**	**NA**	**NA**
Profit/(Loss) as per Section 198	**32.19**	**(503.80)**	**385.36**	**498.92**	**379.07**

Note:

^Incentive Remuneration ₹ 3.24 Crores for FY 2021-22 recommended by NRC and Board and approved by Members but not paid. Excludes Additional Incentive Remuneration of ₹ 3 Crores recommended by NRC and Board which will be accrued and paid post approval by Members.

Notice (Contd.)

c. **Job profile and his suitability:**

Mr. Chhatwal is the CEO and MD of the Company since November 6, 2017 and is entrusted with the overall responsibility of IHCL's operations in India and International markets. At IHCL, Mr. Chhatwal envisioned ASPIRATION 2022, a comprehensive strategic framework with the key objective of becoming the most iconic and profitable hospitality Company in South Asia. This pivotal programme was based on the three-pronged strategy of Re-structuring, Re-engineering, and Re-imagining the Company's portfolio whilst maximising stakeholder value and providing a clear roadmap for profitable growth. Mr. Chhatwal was instrumental in sharpening the organization's focus on financial performance and EBITDA margin enhancement as well as stimulating the growth in portfolio in an asset smart model.

Mr. Chhatwal provides IHCL with profound knowledge in hoteliering and cultural transformation by filling in critical gaps, on-boarding the right talent and creating a culture of performance in the organisation. Under Aspiration 2022, he has re-imagined IHCL's brand architecture in order to unlock the power of all brands, focus on enabling growth as well as create value for the entire stakeholder ecosystem. This move has helped Taj to be recognized as the world's strongest hotel brand by Brand Finance in 2021. Mr. Chhatwal is responsible for steering the profitable growth of the organization as it continues to be positioned as a strong India based hospitality ecosystem with strategic presence in select overseas destinations.

During COVID-19, Mr. Chhatwal's leadership helped IHCL navigate through the challenging time with the launch of R.E.S.E.T 2020. Some major steps taken by the Company under Mr. Chhatwal's leadership during Aspiration to Execution and R.E.S.E.T 2020 are summarised in point no. 2 under the heading 'Other Information' given below. The Board is of the view that Mr. Chhatwal's experience and expertise in the global hospitality sector, is greatly beneficial to the Company and the remuneration payable to him is commensurate with his qualifications and experience.

d. **Remuneration proposed:**

(₹ Crores)

Particulars	FY 2021-22	FY 2022-23 April to Nov 5, 2022 (Estimated)
Salary	1.62	1.07
Perquisites and Allowances	3.03	2.09
Incentive Remuneration / Commission	3.24^	2.57
Retirals	0.19	0.13
Total Remuneration	**8.08**	**5.86**

Notes:

^Incentive Remuneration of ₹ 3.24 Crores for FY 2021-22 recommended by NRC and Board and approved by Members but not paid. Excludes Additional Incentive Remuneration of ₹ 3 Crores for FY 2021-22 recommended by NRC and Board which will be accrued and paid post approval by Members.

e. **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):**

The remuneration of Mr. Chhatwal is commensurate with remuneration of expatriates appointed at CEO/MD levels of similar sized multinationals, taking into consideration the responsibilities shouldered by him. The table below provides a summary of the comparison of the CEO remuneration in the global Hospitality industry.

(in US$)

10th Percentile	25th Percentile	50th Percentile	75th Percentile	90th Percentile	Pay-Mix Fixed: STI:LTI
10,044,025	12,471,726	16,285,925	18,297,925	22,172,333	8:14:78

This benchmark data has been provided by an independent compensation consultant.

The above benchmarks with respect to CEOs of 8 global hospitality sector companies each of whom have an annual revenue higher than IHCL*. The annual revenue of the companies in the peer set ranges between $650 million & $13,857 million with a median revenue of $2297 million. These companies are headquartered overseas, and the remuneration data in the table is in US dollars.

*The Company's consolidated annual revenue for FY 2021-22 is ₹ 3211.38 Crores i.e $ 431.75 million. (1 USD= 74.38 INR)

f. **Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:**

Except for drawing remuneration in his professional capacity, there is no other pecuniary relationship with the Company or with the managerial personnel of the Company.

g. **Recognition and Awards:**

Mr. Chhatwal has won awards including the prestigious Carlson Fellowship and was rated as one of Europe's 20 extraordinary minds in Sales, Marketing and Technology - HSMAI European Awards 2014. He was also the First Alumni included in the ESSEC-IMHI Hall of Honor 2014. The other achievements of the Company are laid out at page no. 20 of this Annual Report.

III. **OTHER INFORMATION:**

a. **Reasons of loss or inadequate profits:**

Members are requested to refer to Continued Impact of the COVID-19 Pandemic in the Explanatory Statement providing reasons for weak financial performance.

b. **Steps taken or proposed to be taken for improvement:**

(i) **R.E.S.E.T 2020:**

- During the pandemic, under Mr. Chhatwal's leadership, IHCL was able to quickly course correct and launch its revamped strategy aptly named R.E.S.E.T 2020 to not only survive the crisis but also revive and thrive in the post pandemic times.
- Multiple Revenue initiatives were executed to grow hotel occupancies through focused marketing campaigns and to explore new alternate avenues for growth (e.g. Qmin, amã, Hospitality @ Home, Seven Rivers etc).
- Amid crisis, the Excellence in safety of our guests and employees has been our top-most priority and the Company has taken several measures to ensure their well-being under the aegis of Tajness-A Commitment Restrengthened. IHCL leveraged technology to introduce contact-less service experiences for our guests during the pandemic (I-ZEST).
- The Company took all necessary measures to optimize its spends and rationalize its resources across hotel operations and corporate overheads.
- Under Effective Asset Management, the Company discussed with all its lessors and secured waivers or deferments of lease rentals during the lockdown period.
- Thrift and financial prudence measures included deferral of capex unless absolutely required and raising liquidity levels to sail through the crisis of the pandemic.
- The Company also successfully concluded a rights issue for ₹ 1,981.97 crores and a QIP for ₹ 2,000 crores to enhance balance sheet strength.
- IHCL, with its 118+ years of legacy and unbeatable brand equity, continues to be in a position of strength to overcome this crisis and capture future growth opportunities in an optimal manner and will shortly unveil the Company's strategy for the next 5 years.

(ii) **Aspiration 2022 & key results till the pandemic:** IHCL defined its aspiration to be the most iconic and profitable hospitality Company in South Asia. This was articulated as a target of 800 bps in margin expansion in five years. The Company also stimulated growth with a target of 15 new hotels to be added to its portfolio every year across brands, eventually resulting in a 50-50 owned vs managed portfolio. Focused execution of Aspiration 2022

Notice (Contd.)

helped the Company achieve financial turnaround, stimulate growth and transition into a hospitality ecosystem. Our iconic Taj brand was rated as the World's Strongest Hotel Brand by Brand Finance in 2021.

(iii) Strategic Initiatives:

- Re-imagining Brandscape to make the twin transition of shifting from a hotel's only business to a hospitality ecosystem and from a branded house to a house of brands.
- Re-structuring Portfolio through growth, simplification of holding structure to eliminate non-value adding activities as well as sell non-core assets.
- Re-engineering Financial Performance to achieve 800 bps EBITDA margin expansion.
- Through regular strategy and culture meets among the senior leadership team, the Company fostered a culture of collaboration, performance and success as One IHCL.

(iv) Way Forward:

- The Company will continue on its journey of revenue recovery, market share growth, Portfolio expansion and EBITDA margin expansion and will leverage its reset cost base and strengthened balance sheet to further improve profitability.
- Re-imagination of new brands and businesses with the objective of scaling up and creating value.
- The Company has launched the Paathya brand to strengthen its focus and commitment on ESG, with clearly outlined goals on sustainability and social impact for 2030.
- The Company will further embrace technology to innovate customer experiences and operations.

c. Expected increase in productivity and profits in measurable terms:

The Company is focused on implementing various strategic initiatives outlined in point b aimed at stimulating revenue growth, re-enforcing operational excellence and continuing the optimization in fixed costs in order to emerge stronger. Though the hospitality industry has been one of the most adversely impacted industries globally, in anticipation of revival of the global economy in general and the Indian economy in particular, the aforesaid steps taken / to be taken by the Company as mentioned in point b of 'Other Information' is expected to significantly improve the Company's performance and profitability in the coming years.

In terms of Section (II)(B)(ii) of Section II of Schedule V to the Act, the Company confirms that it has not committed any default in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditors.

Taking into consideration the above factors, and the terms of appointment and remuneration (including payment of Minimum Remuneration) of Mr. Chhatwal and based on the recommendations of the NRC, the Board of Directors of the Company at its meeting held on April 27, 2022, accorded its approval for payment of Additional Incentive Remuneration beyond the terms of his employment contract.

The terms and conditions of his employment contract, shall be open for inspection by the Members during the normal business hours on any working day (except Saturday) and during the AGM. Any person who wishes to inspect may write to the Company Secretary at investorrelations@tajhotels.com.

The Board commends the Special Resolution set out at Item No. 7 of the accompanying Notice for approval by the Members of the Company.

Except for Mr. Chhatwal and/or his relatives, none of the other Directors or Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, in the Resolution set out at the Item No. 7 of the accompanying Notice.

Item No. 8

The Board of Directors, at its meeting held on August 29, 2017 had appointed Mr. Puneet Chhatwal as the Managing Director and Chief Executive Officer ('MD & CEO') of the Company for a period of five years with effect from November 6, 2017 to November 5, 2022, and the said appointment was approved by the shareholders at 117th Annual General Meeting held on July 19, 2018.

Based on the recommendations of Nomination and Remuneration Committee ('NRC'), the Board of Directors, at its meeting held on May 24, 2022 re-appointed Mr. Chhatwal, as MD & CEO of the Company for a further period of five years, with effect from November 6, 2022 to November 5, 2027 (both days inclusive), subject to the approval of the Members.

The Board, while re-appointing Mr. Chhatwal as MD & CEO of the Company, considered his background, experience, and contributions to the Company.

The Board is of the view that the re-appointment of Mr. Chhatwal as the MD & CEO, will greatly benefit the operations of the Company and the remuneration payable to him is commensurate with his qualifications and experience.

Brief profile of Mr. Chhatwal is as follows:

Mr. Chhatwal joined the Company in November 2017. Mr. Chhatwal is a global hospitality industry veteran with an experience of close to four decades in the industry. Under his leadership, the Company embarked on a transformational journey under Aspiration 2022 to be the most iconic and profitable hospitality company in South Asia. With clear focus on sustainable profitable growth, the Company successfully grew its portfolio multi-fold with 90 new hotels added, transitioned from a branded house to a house of brands and was also able to effect a financial turnaround, achieving nine consecutive quarters of margin expansion till the pandemic. Mr. Chhatwal's leadership was instrumental in the Company navigating through the unprecedented challenges posed by COVID-19, rallying forward as One IHCL and emerging stronger. Under his leadership, the iconic Taj brand has been recognized by Brand Finance as the world's strongest hotel brand in 2021 and the nation's strongest brand across all sectors in 2020. By March 2022, the Company has become one of India's largest hospitality ecosystem with an industry leading portfolio and footprint across 100+ destinations in India. His vision resulted in the launch of Paathya brand to strengthen IHCL's focus and commitment on ESG, with clearly outlined goals on sustainability and social impact for 2030. Mr. Chhatwal has also emerged as a strong voice of the travel and tourism industry, representing the interests of the sector in his capacity as the President of Hotel Association of India and Chairman, National Committee of Tourism & Hospitality, CII.

The principal terms and conditions relating to the re-appointment and terms of remuneration of Mr. Chhatwal as the MD & CEO are as under:

I. Term

Period of five years commencing from November 6, 2022 to November 5, 2027 (both days inclusive).

II. Nature of Duties

The MD & CEO shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of one or more of its associated companies and/or subsidiaries, including performing duties as assigned to the MD & CEO from time to time by serving on the boards of such associated companies and/or subsidiaries or any other executive body or any Committee of such a Company.

The MD & CEO shall not exceed the powers so delegated by the Board as set out above. The MD & CEO undertakes to employ the best of his skill and ability and to make his utmost endeavours to promote the interest and welfare of the Company and to conform to and comply with the policies and regulations of the Company and all such orders and directions as may be given to him from time to time by the Board. Mr. Chhatwal shall undertake his duties from such location as may be directed by the Board.

Notice (Contd.)

III. Proposed Remuneration:

A) Basic Salary

Current Basic Salary of ₹ 14.85 Lakhs per month; up to a maximum of ₹ 22 Lakhs per month.

The annual increments will be decided by the Board based on the recommendations of the NRC and will be performance-based and taking into account the Company's performance as well, within the said maximum amount.

B) Benefits, Perquisites & Allowances

Details of Benefits, Perquisites and Allowances are as follows:

i. Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation.

ii. Special Allowance at 85% of the Basic Salary per annum

iii. Hospitalization, Transport Tele-communication facility and other facilities as under:

a. Hospitalization and major medical expenses incurred for self and family.

b. Car with driver provided, maintained by the Company for official and personal use as per Rules of the Company.

c. Telecommunication facilities including broadband, internet and mobile as per Rules of the Company.

d. Housing loan as per Rules of the Company.

iv. Other perquisites and allowances given below subject to a maximum of 55% of the salary per annum. This includes:

a. Medical allowance

b. Leave Travel Concession/Allowance

c. Other Allowances

d. Personal Accident Insurance @ actuals, as applicable for the Members of the Executive Committee Level of the Company & Annual club membership/ joining fees for one club, both subject to a cap of 5%.

v. Contribution to Provident Fund and Superannuation Fund or Annuity Fund as per the Rules of the Company. In case of no contribution to the Superannuation Fund, the same would be payable as an allowance as per the Rules of the Company.

vi. Transfer and relocation expenses as per the terms of the Agreement entered into between the Company and Mr. Chhatwal.

C) Commission:

In addition to the Salary, Benefits, Perquisites and Allowances, Mr. Chhatwal would be paid such remuneration by way of Commission, calculated with reference to the net profits of the Company in a particular financial year as may be determined by the Board, subject to the overall ceilings stipulated under Section 197 of the Companies Act, 2013 ('Act'). The specific amount payable to the MD & CEO will be based on his performance as evaluated by the Board or the NRC and approved by the Board and will be payable annually after the annual accounts have been approved by the Board and the Members. Mr. Chhatwal's commission amount is linked to his Cost to Company ('CTC'). His commission will be equal to the sum of 'Basic salary and allowances'.

D) Incentive Remuneration:

Such Incentive Remuneration not exceeding 200% of salary to be paid annually at the discretion of the Board, based on certain performance criteria and such other parameters as may be considered appropriate from time to time. Incentive Remuneration would be payable only when the Company cannot pay Commission.

E) Additional Performance Bonus

Mr. Chhatwal's additional performance bonus target amount is linked to his CTC. His current CTC is construed at 2/3rd of his total compensation and the balance 1/3rd is the target amount for the additional performance bonus.

The additional performance bonus will be subject to the achievement to certain performance criteria as prescribed by the Board. The additional performance bonus will have defined thresholds and maximum upper limits and any achievement below threshold value will result in no payout. The payouts will be deferred based on vesting schedule determined as per the approved plan design. All payouts or vesting will be after the audited accounts of the Company have been adopted by the board of the Company.

In any Financial Year the additional performance bonus so determined will not exceed 125% of the target bonus amount. However, the Board may on the recommendation of the NRC approve the payment of higher additional performance bonus as it may in its sole discretion deem fit.

F) Minimum Remuneration

Notwithstanding anything to the contrary herein contained, where in any FY during the currency of tenure of Mr. Chhatwal, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Salary, Benefits, Perquisites and Allowances and Incentive Remuneration as specified above, subject to such further approvals as required under Schedule V to the Act, or any modifications thereto.

IV. The other principal terms and conditions of the appointment of Mr. Chhatwal as the MD & CEO are as under:

i. Adherence with the Tata Code of Conduct, no conflict of interest with the Company, protection and usage of intellectual property, maintenance of confidentiality and all Personal Policies.

ii. Mr. Chhatwal shall not become interested or otherwise concerned, directly or through his spouse and/or children, in any selling agency of the Company.

iii. The appointment may be terminated earlier as under:

a. In the event of Company initiated termination:

- Without cause: The MD & CEO will be entitled to receive a severance package that comprises of twelve months of Fixed Compensation as per his agreement
- With cause: No amount would be payable (where the payment would be zero)

b. In the event of termination initiated by the MD & CEO, the notice period will be six months or paying six months Fixed Compensation as per his agreement in lieu of notice period

iv. The employment of the MD & CEO may be terminated by the Company without notice or payment in lieu of notice:

- If the MD & CEO is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or associated company to which he is required by the Agreement to render services; or
- In the event of any serious or repeated or continuing breach (after prior warning) or non-observance by the MD & CEO of any of the stipulations contained in the Agreement; or
- In the event, the Board expresses its loss of confidence in the MD & CEO.

v. In the event, the MD & CEO is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.

vi. Upon the termination by whatever means of the employment under the Agreement:

- The MD & CEO shall immediately cease to hold offices held by him in any holding company, subsidiaries or associated companies without claim for compensation for loss of office by virtue of Section 167(1)(h) of the Act without claim for compensation for loss of office and unless the Board of Directors of the Company decide otherwise, shall resign as trustee of any trusts connected with the Company.

Notice (Contd.)

- The MD & CEO shall not without the consent of the Board at any time thereafter represent himself as connected with the Company or any of its subsidiaries and associate companies.

vii. If and when this Agreement expires or is terminated for any reason whatsoever, Mr. Chhatwal will cease to be the MD & CEO and also cease to be a Director of the Company. If at any time, the MD & CEO ceases to be a Director of the Company for any reason whatsoever, he shall cease to be the MD & CEO and this Agreement shall forthwith terminate. If at any time, the MD & CEO ceases to be in the employment of the Company for any reason whatsoever, he shall cease to be a Director and MD & CEO of the Company.

viii. The MD & CEO covenants with the Company that he will not, during the continuance of his employment with the Company, accept any other directorships in any company or body corporate without the prior written consent of the Board.

ix. The MD & CEO covenants with the Company that he will not for a period of one year immediately following the termination of his employment under this Agreement, without the prior consent of the Board, endeavor or entice away from the Company, any employee who has at any time during one year immediately preceding such termination been employed or engaged by the Company or any subsidiaries or associate companies.

x. The terms and conditions of the re-appointment and remuneration of the MD & CEO and/or this Agreement may be altered, re-structured any varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and the MD & CEO, subject to such approvals as may be required.

xi. Any modifications and/or conditions stipulated by the shareholders in granting its approval to the re-appointment and remuneration of Mr. Chhatwal shall be recorded by way of a supplementary agreement which will form part of the Agreement.

In compliance with the provisions of Sections 196, 197, 203 and other applicable provisions of the Act, read with Schedule V to the Act, as amended, and based on the recommendations of the Board and the NRC, approval of the Members is being sought for re-appointment and terms of remuneration of Mr. Chhatwal as Managing Director and Chief Executive Officer of the Company as set out above.

The terms and conditions of his re-appointment, shall be open for inspection by the Members during the normal business hours on any working day (except Saturday) and during the AGM. Any person who wishes to inspect may write to the Company Secretary at investorrelations@tajhotels.com

The Board commends the Ordinary Resolution set out at Item No. 8 of the accompanying Notice for the approval by Members of the Company.

Mr. Puneet Chhatwal is not related to any other Director or Key Managerial Personnel of the Company.

Except for Mr. Chhatwal and/or his relatives, none of the other Directors or Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, in the Resolution set out at the Item No. 8 of the accompanying Notice.

By Order of the Board of Directors

Beejal Desai
Senior Vice President
Corporate Affairs & Company Secretary (Group)
F.C.S No.: 3320

Mumbai, May 24, 2022

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DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING OF THE COMPANY

[Pursuant to the Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations and Secretarial Standard-2 on General Meetings]

Name of Director	Mr. Venu Srinivasan	Mr. Anupam Narayan	Mr. Puneet Chhatwal
DIN	00051523	05224075	07624616
Designation	Non – Executive Director	Additional Independent Director	Managing Director & Chief Executive Officer (MD & CEO)
Age	69	68	58
Date of First Appointment on the Board	August 10, 2018	August 23, 2021	November 6, 2017
Experience & Expertise in specific functional areas/ brief resume	Mr. Venu Srinivasan is the Managing Director and Chairman Emeritus of Sundaram – Clayton Limited and TVS Motor Company Limited. He also serves on the board of Tata Sons Private Limited and TVS. He has held various positions in industry associations, such as Chairman, National Safety Council, Government of India; President, Confederation of Indian Industry in 2009-2010, and President, SIAM in 1999-2001. He is also Vice Chairman/ Trustee at various Tata Trusts. He has an engineering degree from the College of Engineering, Chennai and a master's degree in management from Purdue University, US. He was conferred a 'Doctor of Management' by Purdue University in 2014. In recognition of his contribution to manufacturing, R&D, technology, and quality excellence, he was conferred with 'Doctor of Science' by the University of Warwick, UK in the year 2004 and by The Indian Institute of Technology, Kharagpur, in the year 2009. He was bestowed with the Ishikawa – Kano award in the year 2012 by the Asian Network of Quality. For his contribution to Leadership and Management, he was conferred with JRD Tata Corporate Leadership Award by the All India Management Association in the year 2005, and the Jamsetji Tata Lifetime Achievement award by the Indian Society for Quality in the year 2004.	Brief Resume provided in the explanatory statement above.	Brief Resume provided in the explanatory statement above.
Qualifications	• B.E. – College of Engineering, Chennai • Masters in Management – Purdue University, USA • Doctor of Management – Purdue University, USA	• IIT Graduate from Indian Institute of Technology, Kanpur, India • MBA from university of Florida, USA.	• MBA in Hospitality from ESSEC, Paris • Advanced Management Program from INSEAD

Notice (Contd.)

Name of Director	Mr. Venu Srinivasan	Mr. Anupam Narayan	Mr. Puneet Chhatwal
Terms and Conditions of appointment / re-appointment	Liable to retire by rotation	Appointed for a term of 5 years w.e.f August 23, 2021	Appointed as the MD & CEO w.e.f November 6, 2017, for a period of 5 years
Details of Remuneration sought to be paid	Sitting Fees and Commission / Remuneration	Sitting Fees and Commission/ Remuneration	Details are provided in the Explanatory Statement of Item 7 at point no. II (d) in the Statement containing Additional Information as required under Schedule V to the Act
Listed entities in which the director has resigned in the past three years	Cummins India Limited	NIL	NIL
Directorships in other companies (other than Foreign Companies)	**Listed Companies** • TVS Motor Company Limited • Sundaram Clayton Limited **Unlisted Public Limited Companies** • TVS Electric Mobility Limited • TVS Credit Services Limited • Sundaram Auto Components Limited **Private Limited Companies** • TV Sundram Iyengar & Sons Private Limited • Tata Sons Private Limited • TVS Housing Finance Private Limited • LV Trustee Private Limited • S. Venu Trustee Private Limited • VS Trustee Private Limited • Venu Srinivasan Trustee Private Limited **Section 8 Companies** • Cheema Educational Foundation	**Unlisted Public Limited Companies** Roots Corporation Limited	**Listed Companies** • Taj GVK Hotels & Resorts Limited • Oriental Hotels Limited • Benares Hotels Limited **Unlisted Public Limited Companies** • Roots Corporation Limited • Piem Hotels Limited • Taj SATS Air Catering Limited **Section 8 Companies** • The Indo German Chamber of Commerce • IHM Aurangabad
Membership/ Chairpersonship of Committees in other companies	**Audit Committee** *Member* • T V Sundram Iyengar & Sons Private Limited • Tata Sons Private Limited **Stakeholder Relationship Committee** *Member* • TVS Motor Company Limited **Nomination and Remuneration Committee** *Member* • Tata Sons Private Limited **Corporate Social Responsibility Committee** *Chairperson* • TVS Motor Company Limited • Sundaram Clayton Limited • TVS Credit Services Limited	**Audit Committee** *Member* • Roots Corporation Limited Nomination and Remuneration Committee *Member* • Roots Corporation Limited	**Audit Committee** *Member* • Taj GVK Hotels & Resorts Limited Nomination and Remuneration Committee *Member* • Taj SATS Air Catering Limited • Piem Hotels Limited • Taj GVK Hotels & Resorts Limited • Oriental Hotels Limited

For other details such as number of meetings of the board attended during the year, remuneration last drawn and relationship with other directors & key managerial personnel in respect of above directors, Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner, in case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements etc. please refer to the corporate governance report which is a part of this Integrated Annual Report.

THE INDIAN HOTELS COMPANY LIMITED

MANDLIK HOUSE, MANDLIK ROAD, MUMBAI - 400001

A TATA Enterprise

ihcltata.com

/Concept, content and design at AICL (hello@aicl.in)