

**August 17, 2022**

Corporate Relationship Services,  
BSE Limited, 25th Floor,  
P.J. Towers, Dalal Street,  
Mumbai 400 001.

Dear Sir/Madam,

**Sub:** Submission of Annual Report for the Financial Year **2021-22** including Notice of the **53<sup>rd</sup>** Annual General Meeting of the Company.

**REF:** Scrip Code- **512634- Savera Industries Limited.**

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company for the financial year **2021-22** along with the Notice convening the **53<sup>rd</sup>** Annual General Meeting scheduled to be held on **Monday, 12<sup>th</sup> September, 2022** at **02:45 p.m.** (IST) through Video Conference ("VC") / Other Audio Visual Means ("OAVM"). The said Notice forms part of the Annual Report 2021-22 and is being sent through electronic mode to the shareholders of the Company. The aforesaid Annual Report is also uploaded on website of the Company's at **<https://www.saverahotel.com>**.

This is for your information and records.

Thanking You,

Yours Faithfully,  
For **Savera Industries Limited**



**R.Siddharth**  
**Company Secretary**

**53<sup>rd</sup>**

# ANNUAL REPORT

**2021 - 2022**



2021

yatra

CUSTOMER  
CHOICE AWARD

BEST BUSINESS HOTEL

Savera Hotel Next to US Consulate

Powered by



(Built with Google Maps Platform)



4.2 Rating

*Dhruv Shringi*

Dhruv Shringi  
(Co-Founder & CEO)

# Honble Chief Minister Shri M.K Stalin attended Our Staff Wedding



# Womens Day Celebrations



# Book Launch Event of Ms.Siva Sankari Amma



# Fruit & Vegetable Carving and Cake Mixing Ceremony



# Covid 19 3rd Dose (Booster) - Vaccination Camp for Staff





# Inter Chefs Competition



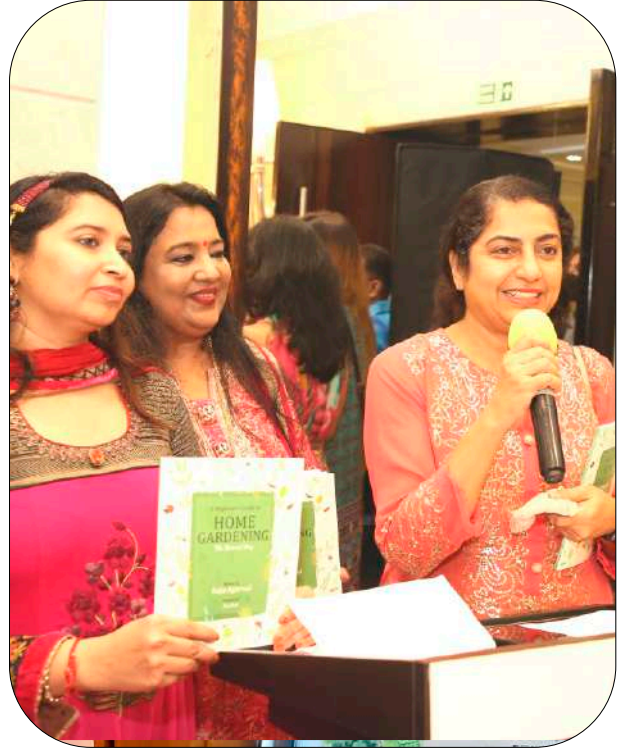
# STAFF SPORTS AND GAME COMPETITIONS



# Duchess Utsav 2021



# Duchess Utsav 2021



# Duchess Utsav 2021



# FOUNDER'S DAY

**FOUNDER'S  
DAY - 2022**

THE  
**SAVERA**  
OUR BUSINESS IS YOU



# FOUNDER'S DAY



# FOUNDER'S DAY





# FOUNDER'S DAY



# VIPS and CELEBRITIES VISITS to Our Hotel



# VIPS and CELEBRITIES VISITS to Our Hotel



# VIPS and CELEBRITIES VISITS to Our Hotel



# Dr. Ramasubramanian - Apollo Hospitals addressing The Duchess Club



# Ex. C.S Mr.N.S Mohan and Mr.Murali Retirement Function



# New C.S Mr.Siddharth Takeover Ceremony



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## BOARD OF DIRECTORS

Sri A. Ravikumar Reddy	Managing Director
Smt A. Nina Reddy	Joint Managing Director
Sri A. Tarun Reddy	Director
Smt A. Nivruti	Director
Sri A. Sudhakar Reddy	Independent Director
Sri S. Sridhara Rao	Independent Director
Sri S. Sundarraman	Additional Director (Independent Director)
Sri. A. Chaitanya Kumar	Additional Director



## **SAVERA MISSION STATEMENT**

**We** are a company striving to achieve excellence in

- Customer Delight
- Quality and continuous improvement
- Being sensitive to the world around us
- Employee Happiness
- Enhancing our People's Skills

**We deliver what we commit,  
OUR BUSINESS IS YOU**

## **OUR VISION**

Searching for excellence in  
everything we do,  
to be the best four star hotel in  
Chennai

## Financial Summary Highlights for the last 10 years.

(₹ in lakhs)

	31ST MARCH									
	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
INCOME	3299.07	2076.69	6790.06	7258.42	7311.89	6917.27	6690.98	6309.03	5696.44	5844.69
OPERATING & GENERAL EXPENSES	3049.20	2071.08	5663.48	5933.44	6063.86	5569.25	5418.78	5096.52	4531.29	4667.38
INTEREST	42.6	44.92	55.44	51.12	110.16	169.87	256.43	315.47	361.23	385.92
DEPRECIATION	257	371.77	458.17	347.44	360.39	449.58	442.53	500.81	357.7	310.94
PROFIT BEFORE TAX	(70.04)	-453.77	590.38	926.41	679.93	532.12	573.24	396.23	446.22	480.45
TAXATION	10.24	-43.97	162.64	298.20	166.53	218.36	330.15	107.00	613.41	106.30
PROFIT AFTER TAX	(80.28)	-409.8	427.74	628.21	513.43	313.76	243.07	289.23	(167.17)	374.15
Other Comprehensive Income #	(50.16)	135.82	-18.99	27.41	-25.48	22.59				
DIVIDEND, DIVIDEND TAX & SURCHARGE	-	-	172.56	172.56	387.62	# 43.07	215.52	172.43	166.36	166.36
DIVIDEND %	-	-	12%	12%	25%	15%	15%	12%	12%	12%
FIXED ASSETS NET (Excl. Intangible Assets)	5109.49	5318.38	5624.61	5911.75	6147.96	6480.6	6636.23	6746.63	7405.20	7096.27
CAPITAL	1192.8	1192.8	1192.80	1192.80	1192.80	1192.80	1192.80	1192.80	1192.80	1192.80
*RESERVES (INCLUDING REVALUATION)/OTHER EQUITY	4578.53	4608.64	4882.62	4675.19	4350.30	4249.98	3928.05	3905.05	3610.6	3953.97
DEFERRED TAX LIABILITY	-	-	43.97	93.78	141.61	242.16	225.19	235.04	384.59	(14.41)
BONUS ISSUE	-	-	-	-	-	-	-	-	-	-
Earning per Equity Share	(0.67)	-3.44	3.59	5.27	4.30	2.63	2.04	2.42	(1.40)	3.14

# As per Ind-AS

\* RESERVES Treated as a OTHER EQUITY as per Ind-AS W.E.F. 2017-18

~ As per Ind-As Apr 2019 Implemented Lease liability Interest booked

## CORPORATE INFORMATION

Registered Office	:	No.146 Dr.Radhakrishnan Road, Mylapore, Chennai 600 004. Phone : 044 - 28114700
Key Managerial Personnel		
Managing Director	:	Mr.A.Ravikumar Reddy
Company Secretary	:	Mr. R. Siddharth
Mail ID & Phone	:	cs@saverahotel.com / 044 - 2811 4700
Chief Financial Officer	:	Mr. CH. Mahesh Kumar
Bankers	:	Central Bank of India Egmore Branch 48/49 Montieth Road, Chennai - 8
Statutory Auditors	:	M/s. S.Venkatram & Co., LLP Chartered Accountants 218 T T K Road Alwarpet, Chennai 600 018
Secretarial Auditor	:	M/s. A.K. Jain & Associates Company Secretaries No.2, (New No.3), Raja Annamalai Road, 1st Floor, Purasawalkam, Chennai - 600 084.
Registrars & Transfer Agents	:	M/s. Cameo Corporate Services Ltd 'Subramaniam Building' No.1, Club House Road Chennai 600 002.

## **SAVERA INDUSTRIES LIMITED**

CIN : L55101TN1969PLC005768

Registered Office No.146 Dr.Radhakrishnan Road, Chennai 600 004.

Email : [cs@saverahotel.com](mailto:cs@saverahotel.com) website : [www.saverahotel.com](http://www.saverahotel.com)

### **NOTICE TO SHAREHOLDERS**

Notice is hereby given that the 53rd Annual General Meeting (“AGM”) of the members of M/s.Savera Industries Limited will be held on Monday, the 12th September, 2022, at 2.45 p.m. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following businesses:

#### **ORDINARY BUSINESS :**

1. **Adoption of Standalone Audited Financial Statements for the year ended March, 31 2022 together with the reports of the Directors and Auditors thereon.**

To consider and if thought fit to pass the following resolution as an Ordinary Resolution

**“RESOLVED THAT** the Standalone Audited Financial Statements of the company for the year ended March 31, 2022 including audited Balance Sheet as at March 31, 2022 and the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and the Auditors thereon including annexures be and are hereby received, considered and, adopted”

2. **Re-appointment of Mr.A.Tarun Reddy as a Director.**

To consider and if thought fit to pass the following resolution as on Ordinary Resolution

**“RESOLVED THAT** pursuant to the provisions of section 152 of the Companies Act, 2013, Mr.A.Tarun Reddy (DIN 01521977) Director of the Company who retires by rotation and being eligible, offers himself for re-appointment and be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

3. **Re-appointment of Statutory Auditors and fixation of their remuneration**

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

**“REVOLVED THAT** pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time and recommendations of the Audit Committee of the company, M/s. S.Venkatram & Co., LLP, Chartered Accountants, (Firm Regn. No.004656S/S200095) 218 TTK Road, Chennai 600 018 be and are hereby reappointed as Statutory Auditors of the company for second term of five years i.e.

from the conclusion of the 53rd Annual General Meeting till the conclusion of 58th Annual General Meeting, at a remuneration of Rs.10,00,000/-(plus applicable taxes and reimbursement of out of pocket expenses) for the financial year 2022-23 and as may be decided by the Board on the recommendation of the Audit Committee for the subsequent years.

## **SPECIAL BUSINESS**

### **4. Appointment of Mr. S.Sundarraman, as an Independent Director.**

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

**“RESOLVED THAT** pursuant to the provisions of sections 149, 150 152, 161 and any other applicable provisions of the Companies Act, 2013 (including any statutory modification (s) on re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification (s) on re-enactment thereof for the time being in force) Mr.S.Sundarraman (DIN 06412800) who was appointed as an Additional Director and designated as Non Executive and Independent Director of the company by the Board of Directors with effect from 05.08.2022 in respect of whom the company has received a notice from the members of the company under section 161 (1) proposing his candidature for office of director and who has submitted a declaration that he meets the criteria as Independent Director as prescribed under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, and also is eligible for appointed as Independent Director of the company be and is hereby appointed as an Independent Director of the Company for initial term of five years from 5th August, 2022 upto 4th August, 2027 not liable to retire by rotation.”

### **5. Appointment of Dr.C.Palanivelu, as an Independent Director.**

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

**“RESOLVED THAT** pursuant to the provisions of sections 149, 150 152 and any other applicable provisions of the Companies Act, 2013 (including any statutory modification (s) on re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, and SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, Dr.C. Palanivelu (DIN 09675732) has already attained the age of 76 years and who qualifies for being appointed as an Independent Director subject to the approval of the Shareholders is being recommended by the Board of Directors and Nomination Remuneration Committee to the members of the company for the appointment as a Non-Executive Independent Director of the company in respect of whom the company has received a notice from the members of the company under section 161 (1) proposing his candidature as Independent Director and who has submitted a declaration that he meets the criteria as Independent Director as prescribed under the Companies Act,

2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 and also is eligible for appointment as Independent Director of the company be and is hereby appointed as a Non-Executive Independent Director of the Company for initial term of five years from 12th September, 2022 upto 11th September, 2027 not liable to retire by rotation.”

**6. Appointment of Mr.A.Chaitanya Kumar, as Non Executive Director.**

To consider and if thought fit, to pass the following resolution as a Ordinary Resolution.

**“RESOLVED THAT** Mr.A.Chaitanya Kumar , (DIN 09683865) who was appointed as an Additional Director of the Company by the Board of Directors on the recommendation of Nomination and Remuneration Committee with effect from 05.08.2022 as per provisions of section 161 of the Companies Act, 2013, and the Articles of Association of the company and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, whose term of office expires at this Annual General Meeting in respect of whom the company has received a notice from the members of the company proposing his candidature as Non Executive Director be and is hereby appointed as a Non Executive Director of the company whose period of office will be liable to determination by retirement of Director by rotation”

**7. Change in designation and fixation of Remuneration to Mr.A.Tarun Reddy, Non Executive Director to Executive Director.**

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

**“RESOLVED THAT** pursuant to provisions of section 196 197 and 198 of the Companies Act, 2013, and the rules framed thereunder, read together with Schedule V and other applicable provisions of the Act and Board of Director at their meeting held on 05.08.2022 be and is hereby accorded to the change in designation of Mr.A.Tarun Reddy, (DIN 01521977) as Executive Director of the company for a period of 5 years with effect from 05th August, 2022 to 04th August, 2027 liable to retire by rotation.

**“RESOLVED FURTHER THAT** pursuant to the provisions of section 197 and 198 read with Schedule V and other applicable provisions if any, of the Companies Act,2013, the Companies (Amendment) Act, 2017, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modifications or re-enactment thereof or any amendment thereto, the approval of the company be and is hereby accorded to the payment of the remuneration of the sum not exceeding Rs.60 lakhs (Rupees sixty lakhs only) per financial year when the company has no profits or its profits are inadequate to Mr. A.Tarun Reddy, Executive Director for a period. of three years from 01st October 2022 to 30th September, 2025 with the liberty to the Board of Directors to alter or vary the terms and conditions of such remuneration, in such a manner as may be agreed between the Company and Mr. A. Tarun Reddy”.

8. **Change in designation and fixation of Remuneration to Mrs.A.Nivruti, Non Executive Director to Executive Director.**

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

**"RESOLVED THAT** pursuant to section 197 and 198 of the Companies Act, 2013, and the rules framed thereunder, read together with Schedule V and other applicable provisions of the Act and Board of Director at their meeting held on 05.08.2022 be and is hereby accorded to change in designation of Mrs.A.Nivruti, (DIN 00576167) as Executive Director of the company for a period of 5 years with effect from 05th August, 2022 to 04th August, 2027 liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of section 197 and 198 read with Schedule V and other applicable provisions if any, of the Companies Act,2013, the Companies (Amendment) Act, 2017, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modifications or re-enactment thereof or any amendment thereto, the approval of the company be and is hereby accorded to the payment of the remuneration of the sum not exceeding Rs.60 lakhs (Rupees sixty lakhs only) per financial year when the company has no profits or its profits are inadequate to Mrs. A.Nivruti, Executive Director for a period of three years. from 01st October, 2022 to 30th September, 2025 with the liberty to the Board of Directors to alter or vary the terms and conditions of such remuneration, in such a manner as may be agreed between the company and Mrs. A. Nivruti".

9. **Fixation of Remuneration to Mr.A.Ravikumar Reddy, Managing Director.**

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

**"RESOLVED THAT** pursuant to the provisions of sections 197 and 198 and all other applicable provisions if any, of the Companies Act,2013 read with Schedule V, the Companies (Amendment) Act, 2017, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modifications or re-enactment thereof or any amendment thereto the approval of the company be and is hereby accorded to the payment of the remuneration of the sum not exceeding Rs.90 lakhs (Rupees ninety lakhs only) per financial year when the company has no profits or its profits are inadequate or the sum equivalent to 7.5% of net profit of the company for each financial year computed in the manner prescribed under the provisions of section 198 of the Companies Act, 2013, whichever is higher, to Mr. A. Ravikumar Reddy, Managing Director (DIN : 00145372) for a period. from 1.4.2023 to 31.01.2024 with the liberty to the Board of Directors to alter or vary the terms and conditions of such remuneration, in such a manner and to such extent as may be agreed by the Board and Mr. A. Ravikumar Reddy".

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to

take such steps as the Board may consider necessary or expedient to give effect to this Resolution.”

**10. Fixation of Remuneration to Mrs.A.Nina Reddy, Joint Managing Director**

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

“**RESOLVED THAT** pursuant to the provisions of sections 197 and 198 and all other applicable provisions if any, of the Companies Act,2013 read with Schedule V, the Companies (Amendment) Act, 2017, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modifications or re-enactment thereof or any amendment thereto the approval of the company be and is hereby accorded to the payment of the remuneration of the sum not exceeding Rs.90 lakhs (Rupees ninety lakhs only) per financial year when the company has no profits or its profits are inadequate or the sum equivalent to 7.5% of net profit of the company for each financial year computed in the manner prescribed under the provisions of section 198 of the Companies Act, 2013, whichever is higher, to Mrs. A.Nina Reddy, Joint Managing Director (DIN : 00144797) for a period. from 1.4.2023 to 30.09.2023 with the liberty to the Board of Directors to alter or vary the terms and conditions of such remuneration, in such a manner and to such extent as may be agreed by the Board and Mrs. A. Nina Reddy.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to take such steps as the Board may consider necessary or expedient to give effect to this Resolution.”

**11. Borrowing the money.**

To consider and, if thought fit, to pass the following Resolution as a Special Resolution

“**RESOLVED THAT** pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution), to borrow from time to time, any sum or sums of monies, which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business), may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total outstanding amount so borrowed including guarantees shall not at any time exceed the limit of Rs.100 Crores (Rupees One Hundred Crores Only) (Both funded and non-funded) at any one point of time.



**RESOLVED FURTHER THAT** the Board of Director be and is hereby authorized to negotiate limits with the Bankers/other financial institutions for availing the funded and non-funded bank limits (including guarantees facilities), determine the terms and conditions including fixing the rate of interest, tenor etc. for each borrowing and for such purpose create and place fixed deposits as collateral execute loan agreement, Demand promissory Notes, Pledge/ Hypothecation agreement, and other documents and deeds, receipts, acknowledgements and discharge in connection with the borrowings of the Company within the funded and non-funded borrowing limits as prescribed above.

**RESOLVED FURTHER THAT** the authority be and is hereby granted to issue short term and long term debt instruments of the Company, including by way of issue of Debentures or such other instruments like commercial papers etc. in one or more tranches, such that the total outstanding borrowing by way of issue of such instruments outstanding at any one point of time shall not exceed aforesaid limit.

**RESOLVED FURTHER THAT** Board of Directors of the company be and is hereby authorised to do all such acts deeds and things as may be necessary in this regard including but not limited to the delegation of powers to any director or committee of directors or any other person as it may deed fit subject to the provisions of the Companies Act, 2013.”

## 12. **Disinvestment / Sale / Creation of security**

To consider and, if thought fit, to pass the following Resolution as a Special Resolution

**RESOLVED THAT** pursuant to provisions of Section 180 (1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and Memorandum and Articles of Association of the company, the consent of the members be and is hereby accorded to the Board of Directors to sell, lease, mortgage and/or create charge in addition to the mortgages / charges created / to be created by the terms and conditions as may be determined, on all or any of the movable and / or immovable properties of the company and / the interest held by the company in all or any of the movable and / or immovable properties, both present and future and / or the whole or any part of the undertaking(s) of the company, in favour of lender(s) agent(s) and trustee (s) for securing the borrowings of the company availed / to be availed by way of loan (s) and securities (comprising non-convertible debentures, bonds, or other debt instruments) issued / to be issued by the company, from time to time together with interest at the respective agreed rates and all other costs, charges and expenses and all other monies payable by the company in terms of the loan agreement (s), debenture trust deed(s) or any other agreement. / document entered into / to be entered into between the company and the lender(s) / investors) / agent(s) and / or trustee(s), in respect of the said loans, borrowings, debentures and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the company and the lender(s) agent(s) and / or trustee(s).

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any committee thereof) be and is hereby authorised to finalise and execute such debenture trust deed or mortgage , charge, hypothecation, lien, promissory notes, deposit receipts and all such deeds, documents, instruments or writings as may be necessary, proper, desirable or expedient as they may deem fit and to do all such acts, deeds and things and give such directions, as may be deemed necessary, desirable or expedient to give effect to this resolution.”

13. **Modification of Main Object Clause of the Memorandum of Association of the Company :**

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

**"RESOLVED THAT** pursuant to the provisions of sections 4 and 13 and other applicable provisions of the Companies Act 2013, or any amendment, modifications in re-enactment thereby, main objects clause of the Memorandum of Association of the Company be and is hereby altered by insertion of the following sub - clauses after the existing Clause III (A)(16).

- 17 To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, trading, dealing of all kitchen crockeries, cutleries, utensils and any related kitchen equipments goods in any manner whatsoever in all type of goods on retail as well as on wholesale basis in India or elsewhere.

To carry on the business as exhibitors of various kitchen wares and cutleries, services and merchandise and to undertake the necessary activities to promote sales of above mentioned products, services and merchandise manufactured/dealt with/provided by the Company.

18. To carry on, manage, supervise and control the business of, transmitting, supplying, generating, distributing and dealing in electricity by way of Solar energy or any other form, kind or description and in PV (Photo Volatic), Modules (Panel), Solar Invertor, Charge Controller, Mounting Structure, Wires, PV Solar Heater, Batteries, Solar Lanterns and Solar chargeable Lights, Fans etc.

To carry out business of manufacturing, trading, import, export, installation, and operation of Solar systems for energy generation including Solar Photovoltaic, Solar Thermal, Solar Chimney and any other Solar based devices used in households, industry and commercial establishments.

To carry on the business of generating, accumulating, distributing and supplying Solar Energy for its own use or for sale to Governments, State Electricity Boards, Intermediaries in Power Transmission / Distribution, Companies, Industrial Units, or to other types of users / consumers of Energy.  
To acquire concessions or licenses granted by or to enter into contracts with,

the Government of India, any State Government, Municipal, Local Authority or other Statutory bodies, Companies or any other person for the development, erection, installation, establishment, construction, operation and maintenance of Solar Power Plants, and in this regard to promote, develop, own, acquire, set up, erect, build, install, commission, construct, establish, maintain, improve, manage, operate alter, control, take on hire / lease, carry out and run all necessary Plants, equipments, sub-stations, workshops, generators, transmission facilities, machinery, electrical equipment, accumulators, repair shops, wires, cables, lamps, fittings and apparatus in the capacity of principals, contractors, developers or otherwise and to deal, buy, sell and hire / lease all apparatus and things required for or used in connection with generation, distribution, supply, accumulation of Solar Energy.

To carry on the business of consultants, advisors, auctioneers for all type of Solar Energy Plants and to undertake research and development in the filed of solar energy and other allied fields.

19. To carry on the Activity of Promoting, Imparting, Launching, Creating, Designing, Adopting Traditional, Formal and Creative Means of Imparting, Inculcating , Disseminating, Diversified Skills, Education Forms, Culinary training and Personality Development Techniques and other allied hoteliering training by providing Training, Conducting Seminars, Web-Seminars, Counseling, E-Courses, Online Classes, Business Consultancy & Training, Telephonic Consultation, Motivational Trainings, Delivering Training Programme on , with the intent of carrying on the Business of Education and Skill Developments / Training Institute amongst the masses of India and Abroad by own self and/or through any other Individual, Association of Persons or such Body or Otherwise for self or for and on behalf of any third party under an Agreement or Understanding whether Written or Otherwise and on such terms and conditions as the Company may deem fit.

To develop, promote, facilitate, and otherwise make available educational, skills development and training materials, methods, programmes, advice, recruiting, guidance, support and related services and to co-operate with, encourage and support others in doing so, and by encouraging partnership and stimulating the market, to bring together the public and private sectors to open up new opportunities to meet the needs of potential learners.

To act as hotel management consultants, mangers, operators, advisors, planners, values and to impart technical know-how and training in the field of planning, construction, operation of hotels, motels, restaurants, recreation and entertainment centers in the field of tourism industry whether in India or abroad.

To run educational programmes and courses for training personnel in various fields such as hotel, financial and technical management and to run schools, coaching centers, research centers, hostels, institutes and other allied

educational activities in connection with main objects of the Company.

20. To carry on the business of providing Manpower services by recruiting, Selecting, Interviewing, Training and Employing all types of executives, Middle Management Staff, Junior Level Staff, Workers, Labourers Skilled/Unskilled required by various Industries and organizations including providing security services, house keeping services, food and beverages, maintenance services, cleaning building interiors, windows, upholstery, . Labour contractors, Industrial, Commercial, Housing, outsourcing management and workers for office management and to provide consultancy and other services .

**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary of the company be and are hereby severally authorised to sign all such forms and returns and other documents and to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolutions.”

14. **Contribution towards Donations to bona fide Charitable funds and other funds.**

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

“**RESOLVED THAT**, pursuant to the provisions of Section 181 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules, circulars, notifications, if any, made thereunder (including statutory modification(s), enactment(s) or re-enactment(s) thereof for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other applicable Regulations, if any, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to contribute, donate, subscribe or otherwise provide assistance from time to time to any bona fide charitable, social, benevolent and other funds, body, university, institute, society, trust, temples, etc. for charitable and other purposes in any financial year not exceeding a total amount of Rs. 50 lakhs (Rupees fifty lakhs only).

**RESOLVED FURTHER THAT**, the Board thereof, be and are hereby authorized to do all such things, deeds, matters and acts as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

By Order of the Board  
For Saveria Industries Limited

Chennai – 600 004  
05th August, 2022

R. Siddharth  
Company Secretary  
(Membership No.A38070)

**NOTES:**

1. In view of the prevailing situation across the country due to outbreak of the COVID-19 pandemic and restrictions on the movement apart from social distancing, the Ministry of Corporate Affairs (“MCA”) has vide its general circulars vide No. 20/2020 dated May 5, 2020, 02/2021 dated 13.01.2021, 19/2021 dated 08.12.2021, 21/2021 dated 14.12.2021 and 2/2022 dated 05.05.2022 and any other circulars in this context (collectively referred to as “MCA Circulars”) and SEBI Circular dated May 12, 2020, Notice of the 53rd Annual General Meeting along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and 53rd Annual Report will also be available on the websites of the Company, the Stock Exchanges, i.e., BSE Limited and that of the Registrar and Transfer Agent, M/s. Cameo Corporate Services Limited (“Cameo”) at <https://investors.cameoindia.com>.
2. To meet the said requirements, the Company’s Registrar & Transfer Agents M/s. Cameo Corporate Services Limited had developed web module viz. <https://investors.cameoindia.com> wherein the shareholders can log in and register their email-ID and mobile numbers against the folio No. in which they hold the shares.
3. Since the 53rd AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
4. The Register of Members and the Share Transfer books of the Company will remain closed from 06.09.2022 to 12.09.2022 (both days inclusive) for the purpose of the 53rd Annual General Meeting.
5. The relevant details as required under regulation 26 (4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of person seeking reappointment relating to item No.2 of the Notice are also annexed.
6. Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend, if any in future. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change in address, change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend, if any, in future are requested to write to the Company.
7. Members are requested to note that dividends not claimed within seven years from the date of transfer to the Company’s Unpaid Dividend Account, will as per section 124 of

the Companies Act, 2013 (Section 205A of the erstwhile Companies Act, 1956) be transferred to the Investor Education and Protection Fund (IEPF). In addition, shares relating to those unpaid dividends will also be transferred to IEPF.

8. Pursuant to provisions of section 124 of the Companies Act, 2013 (Section 205A(5) of the erstwhile Companies Act, 1956) dividend which remain unpaid/unclaimed for a period of 7 years from the date of transfer of the same to the company's unpaid dividend account will be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. The following are the details of the dividends paid by the company and the respective dues dates for claim by the shareholders.

Financial year	Date of declaration of Dividend	Date of transfer to IEPF
2014-15	28.09.2015	02.11.2022
2015-16 (Interim)	11.03.2016	16.04.2023
2015-16(Final)	15.09.2016	16.10.2023
2016-17	11.08.2017	10.09.2024
2017-18(Interim)	14.02.2018	16.03.2025
2017-18(Final)	20.09.2018	23.10.2025
2018-19(Interim)	13.02.2019	16.03.2026
2018-19(Final)	05.09.2019	11.10.2026
2019-20(Interim)	14.11.2019	16.12.2026
2020-21	Nil	Nil

9. Further, the company shall not be in a position to entertain the claims of shareholders for the unclaimed dividends after the last date as mentioned in the table. In view of the above, the shareholders are advised to send all the un-encashed dividend warrants relating to the above years to the company for revalidation or issuance of demand draft in lieu thereof and encash them before the due dates for transfer to the IEPF.
10. 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 not to leave their demat account(s) dormant for a longer period. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.

Members holding shares in physical form can submit their PAN details to the Company.

12. Members may also note that the Notice of the 53rd Annual General Meeting and the Annual Report for 2021-22 will also be available on the Company's website: [www.saverahotel.com](http://www.saverahotel.com) and same can be downloaded.
13. In case of joint holders attending the meeting, 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.
14. The company reserves the right to restrict the number of speakers depending upon the availability of time in the 53rd AGM.

**15. CDSL e-Voting System – For e-voting and Joining Virtual meetings.**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM . However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.saverahotel.com](http://www.saverahotel.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com).. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM ) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

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

- Step 1 : Access through Depositories CDSL/NSDLe-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on 08.09.2022 at 9.00 am and ends on 11.09.2022 at 5.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 02.09.2022 may



cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLoginThe">https://evoting.cdslindia.com/Evoting/EvotingLoginThe</a> system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services</li> </ol>

	<p>and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at Toll free No: 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non - individual share holders in demat mode.

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

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>	
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) •Shareholders who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. •If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address **viz; akjainassociates@gmail.com (designated email address by company)**, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM .
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance from

Monday 05th September, 2022 (9.00 am) to Wednesday 07th September, 2022 (5.00 pm) mentioning their name, demat account number/folio number, email id, mobile number, PAN at [cs@saverahotel.com](mailto:cs@saverahotel.com). The Shareholders who do not wish to speak during the AGM but have queries in advance mentioning their name, demat account number/folio number, email id, mobile number, PAN at [cs@saverahotel.com](mailto:cs@saverahotel.com). These queries will be replied by the Company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, MarathonFuturex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

**Other instructions**

- a. The voting rights of the shareholders shall be in proportion to their share of the paid up equity share capital of the company as on the cut off date 02.09.2022.
  - b. M/s. A K Jain Associates, Company Secretaries have been appointed as the Scrutinizer to scrutinize the remote e-voting as well as electronic voting at the time of 53rd AGM.
  - c. Scrutinizer shall within a period of two working days of conclusion of the voting at the 53rd AGM will submit a consolidated voting results considering all mode of voting (i.e. remote e-voting and electronic at the 53rd AGM) based on the votes cast in favour or against, if any, forthwith to the Managing Director of the company.
16. Members who wish to inspect the relevant documents referred in the Notice can send an email to [cs@saverahotel.com](mailto:cs@saverahotel.com) up to the date of this Annual General Meeting.
  17. The members may inspect the Register of Directors, Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under section 189 of the Companies Act, 2013 during 53rd AGM, with prior intimation.

Chennai.  
05th August, 2022

Regd Office :  
146 Dr.Radhakrishnan Road  
Chennai 600 004.

By order of the Board  
For **Savera Industries Limited**

**R. Siddharth**  
Company Secretary  
(Membership No.A38070)



## EXPLANATORY STATEMENT

### Section 102 of the Companies Act, 2013 relating to Item No. 3 TO 14

#### **Item No.3 : Reappointment of Statutory Auditors and fixation of their remuneration.**

This explanatory statement is in terms of Regulation 36 (5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. This is not required under section 102 of the Companies Act, 2013. The members at the 48th Annual General Meeting of the company held on 11th August, 2017, had approved the appointment of M/s. S.Venkatram & Co., LLP Chartered Accountants (Firm Regn. No.004656S/S200095) 218 TTK Road, Chennai 600 018 as Statutory Auditors of the company to hold office till the conclusion of the 53rd Annual General Meeting of the company.

After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc, the Board of Directors of the company, based on the recommendations of the Audit Committee, at its meeting held on 05th August, 2022, has proposed the re-appointment of M/s. S.Venkatram & Co., LLP Chartered Accountants (Firm Regn. No.004656S/S200095) as the Statutory Auditors of the company, for a second term of five consecutive years from the conclusion of the 53rd Annual General Meeting of the company to be held on 12th September, 2022 till the conclusion of 58th Annual General Meeting of the company on a remuneration of Rs.10,00,000/- (Rupees Ten Lakhs Only) (plus applicable taxes and reimbursement of out of pocket expenses ) for the financial year 2022-23 and as may be decided by the Board on the recommendation of the Audit Committee for the subsequent years.

M/s. S.Venkatram & Co., LLP Chartered Accountants (Firm Regn. No.004656S/S200095) have consented to their appointment as Statutory Auditors and have confirmed that if approved, their appointment will be in accordance with section 139 and 141 of the Companies Act, 2013.

M/s. S.Venkatram & Co., LLP Chartered Accountants was Founded in 1943. The Partners and other professional staff come from diverse career backgrounds bringing with them a variety of experience and learning. The firm's strength consists of Nine (9) partners (all partners are FCA partners), 104 professional staff all of whom are full-time. The team of well qualified and experienced professionals bring entrepreneurial energy to work together with shared values for greater standards of service with a high degree of professionalism and responsiveness. Since its' founding by its founding partner Mr. S. Venkatraman, the firm has grown steadily into a multi-disciplinary practice. In early years, the firm focused on direct taxation, conveyancing and related matters (being the main areas practiced by its founding partners). The firm has since expanded gradually grown and presently specializes in the areas of Direct Tax Law including tax representation under the Direct Tax Laws, International Tax Laws, in all phases of transfer pricing planning and law on Goods and Services Tax.

The Board recommends the Ordinary Resolutions at Item No. 3 for approval by the Members.

None of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 3 of the Notice.

**Item No.4 : Appointment of Mr.S.Sundarraman, as an Independent Director.**

Mr. S.Sundarraman (DIN:06412800) was appointed as Additional Director by the Board of Directors on 05.08.2022. Pursuant to Section 161 of the Companies Act, 2013, he holds office up to the date of this Annual General Meeting. Notice has been received from member proposing Mr.S.Sundarraman candidate for the office of Director of the Company who is registered with Indian Institute of Corporate affairs data bank.

Mr. S.Sundarraman has given declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Companies Act 2013 and regulation 16 (1) (6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. In the opinion of the Board, he fulfills the conditions as provided thereunder for appointment as Independent Director and is independent of the management.

The Board recommends the appointment of Mr. S. Sundarraman as an Independent Director of the Company not liable to retire by rotation for a term of five consecutive years from the date of his appointment.

A brief resume and other disclosure under Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SS-2 is annexed to this Notice.

The Board recommends the Special Resolutions at Item No. 4 for approval by the Members.

Except Mr. S.Sundarraman, being the appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 4 of the Notice.

**Item No.5 : Appointment of Dr.C.Palanivelu, as an Independent Director.**

Dr.C. Palanivelu, (DIN 09675732) has already attained the age of 76 years and who qualifies for being appointed as an Independent Director subject to the approval of the Shareholders is being recommended by the Board of Directors and Nomination Remuneration Committee to the members of the company for the appointment as an Independent Director of the company in respect of whom the company has received a notice from the members of the company proposing his candidature as Independent Director who is registered with Indian Institute of Corporate affairs data bank.

Dr.C. Palanivelu has given declaration to the Board that he meets the criteria of independence as provision under Section 149(6) of the Companies Act 2013 and regulation 16 (1) (6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

In the opinion of the Board, he fulfills the conditions as provided thereunder for appointment as Independent Director and is independent of the management.

The Board recommends the appointment of Dr.C. Palanivelu, as an Independent Director of the Company not liable to retire by rotation for a term of five consecutive years from the date of his appointment.

A brief resume and other disclosure under Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SS-2 is annexed to this Notice.

The Board recommends the Special Resolution at Item No. 5 for approval by the Members.

Except Dr.C.Palanivelu, being the appointee, none of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 5 of the Notice.

**Item No.6 : Appointment of Mr.A.Chaitanya Kumar, as Non Executive Director.**

Board of Directors of the company at its meeting held on 05.08.2022 appointed Mr.A.Chaitanya Kumar (DIN: 09683865) as Non Executive Director of the company subject to the approval of the members with effect from 05.08.2022 in terms of section 161 of the Companies Act, 2013. He will vacate office at this Annual General Meeting.

The Board at its meeting held on 05.08.2022 recommended for the approval of the members, the appointment of Mr.A.Chaitanya Kumar, as Non Executive Director of the company as set out in the Resolution. Further notice under section 160 of the Companies Act, 2013 has been received from members proposing his appointment as a Director of the company.. Requisite consent, pursuant to Section 152 of the Act, has been filed by him to act as Director, if appointed.

A brief resume and other disclosure under Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SS-2 is annexed to this Notice.

The Board recommends the Special Resolution at Item No. 6 for approval by the Members.

Except Mr. A.Chaitanya Kumar, being the appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 6 of the Notice.

**Item No. 7 Change in Designation and fixation of remuneration to Mr.A.Tarun Reddy, Non Executive Director to Executive Director.**

Mr.A.Tarun Reddy was appointed as an Additional Director at the Board of Directors Meeting held on 21st January 2004, as Non Executive Director in accordance with Section

260 of the companies Act 1956, and he is eligible to retire by rotation. It is proposed by the Board of Directors of the company that the rich experience and services of Mr.A.Tarun Reddy is considered by the company for the betterment of the business. Further the Board of Directors of the Company at their meeting held on 05.08.2022 have changed the designation of Mr.A.Tarun Reddy, as Executive Director for a period of five years with effect from 05.08.2022 to 04.08.2027. The terms of appointment are in conformity with the Companies Act 2013.

It was decided by the Board on the recommendation of the Nomination and Remuneration Committee which held on 05.08.2022 to fix the remuneration based on the limit mentioned in the Schedule V of the Companies Act 2013.

Accordingly, the Board at its meeting held on 05.08.2022 approved the payment of the remuneration of the sum not exceeding Rs.60 lakhs (Rupees sixty lakhs only) per financial year when the company has no profits or its profits are inadequate to Mr. A. Tarun Reddy, Executive Director for a period of three years w.e.f. from 01st October, 2022. to 30th September, 2025.

Further, as per Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SS-2 the additional information as required under the Schedule V of the Companies Act, 2013 is annexed to this report.

The Board recommends the Special Resolution at Item No. 7 for approval by the Members.

Except Mr.A.Tarun Reddy, being the appointee, and Mr.A.Ravikumar Reddy, being the father of Mr.A.Tarun Reddy, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 7 of the Notice.

**Item No. 8 Change in Designation and fixation of remuneration to Mrs. A.Nivruti, Non Executive Director to Executive Director.**

Mrs.A.Nivruti was appointed as an Director at the Board of Directors Meeting held on 31st January 2007, as Non Executive Director in accordance with Section 260 of the companies Act 1956, and she is eligible to retire by rotation. It is proposed by the Board of Directors of the company that the rich experience and services of Mrs.A.Nivruti, is considered by the company for the betterment of the business. Further the Board of Directors of the Company at their meeting held on 05.08.2022 have changed the designation of Mrs.A.Nivruti, as Executive Director for a period of five years with effect from 05th August, 2022 to 04th August, 2027. The terms of appointment are in conformity with the Companies Act 2013.

It was decided by the Board on the recommendation of the Nomination and Remuneration Committee which held on 05.08.2022 to fix the remuneration based on the limit mentioned in the Schedule V of the Companies Act 2013.

Accordingly, the Board at its meeting held on 05.08.2022 approved the payment of the

remuneration of the sum not exceeding Rs.60 lakhs (Rupees sixty lakhs only) per financial year when the company has no profits or its profits are inadequate to Mrs.A.Nivruti, Executive Director for a period of three years w.e.f. from 01st October, 2022. to 30th September, 2025..

Further, as per Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SS-2 the additional information as required under the Schedule V of the Companies Act, 2013 is annexed with this report.

The Board recommends the Special Resolution at Item No. 8 for approval by the Members.

Except Mrs.A.Nivruti, being the appointee, and Mrs.A.Nina, being a mother Mrs.A.Nivruti, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 8 of the Notice.

#### **Item No.9. Fixation of Remuneration to Mr.A.Ravikumar Reddy, Managing Director.**

The Company through the postal ballot process on 09.01.2019 passed the Special Resolution for reappointment of Mr.A.Ravikumar Reddy, as Managing Director for a period five years w.e.f. 01.02.2019 and fixed remuneration of a sum not exceeding to 7.5% of the net profit of the each financial year computed in the manner prescribed under the provision of section 198 of the Company Act, 2013, Further, the members passed the Special Resolution at their 51st Annual General Meeting held on 21.09.2020 for fixation of remuneration of the sum not exceeding Rs.90 lakhs per financial years when the company no profits or its profits are inadequate or the sum equivalent to 7.5% of the net profits of the company of each financial year computed in the manner prescribed under the provisions of section 198 of the Companies Act 2013 to Mr.A.Ravikumar Reddy, Managing Director for a period of three years w.e.f 01.04.2020 till 31.03.2023.

Now, keeping in view the lockdown on account of COVID19, which has impacted the revenue and ultimately the profitability of the company and taking into account that there will be inadequate profit in the ensuing years, it was decided by the Board on the recommendation of the Nomination and Remuneration Committee which held on 05.08.2022 to fix the remuneration based on the limit mentioned in the Schedule V of the Companies Act 2013..

Accordingly, the Board at its meeting held on 05.08.2022 approved the payment of the remuneration of the sum not exceeding Rs.90 lakhs per financial year when the company has no profits or its profits are inadequate or the sum equivalent to 7.5% of net profit of the company for each financial year computed in the manner prescribed under the provisions of section 198 of the Companies Act, 2013, whichever is higher, to Mr. A. Ravikumar Reddy, Managing Director for a period w.e.f. from 1.4.2023 to 31.01.2024.

The additional information as required under the Schedule V of the Companies Act, 2013 is annexed to this report.

The Board recommends the Special Resolution at Item No. 9 for approval by the Members.

Except Mr.A.Ravikumar Reddy, and Mr.A.Tarun Reddy, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 9 of the Notice.

**Item No. 10: Fixation of Remuneration to Mrs.A.Nina Reddy, Joint Managing Director**

The Company through the postal ballot process on 09.01.2019 passed the Special Resolution for reappointment of Mrs.A.Nina Reddy, as Joint Managing Director for a period five years w.e.f. 28.10.2018 and fixed remuneration of a sum not exceeding to 7.5% of the net profit of the each financial year computed in the manner prescribed under the provision of section 198 of the Company Act, 2013, Further, the members passed the Special Resolution at their 51st Annual General Meeting held on 21.09.2020 for fixation of remuneration of the sum not exceeding Rs.90 lakhs per financial years when the company no profits or its profits are inadequate or the sum equivalent to 7.5% of the net profits of the company of each financial year computed in the manner prescribed under the provisions of section 198 of the Companies Act 2013 to Mrs.A.Nina Reddy, Joint Managing Director for a period of three years w.e.f 01.04.2020 till 31.03.2023.

Now, keeping in view the lockdown on account of COVID19, which has impacted the revenue and ultimately the profitability of the company and taking into account that there will be inadequate profit in the ensuing years, it was decided by the Board on the recommendation of the Nomination and Remuneration Committee which met on 05.08.2022 to fix the remuneration based on the limit mentioned in the Schedule V of the Companies Act 2013.

Accordingly, the Board at its meeting held on 05.08.2022 approved the payment of the remuneration of the sum not exceeding Rs.90 lakhs per financial year when the company has no profits or its profits are inadequate or the sum equivalent to 7.5% of net profit of the company for each financial year computed in the manner prescribed under the provisions of section 198 of the Companies Act, 2013, whichever is higher, to Mrs. A. Nina Reddy, Joint Managing Director for a period w.e.f. from 1.4.2023 to 30.09.2023.

The additional information as required under the Schedule V of the Companies Act, 2013 is annexed with this report.

The Board recommends the Special Resolution at Item No. 10 for approval by the Members.

Except Mrs.A.Nina Reddy, and Mrs.A.Nivruti, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 10 of the Notice.

**Item No. 11 Borrowing the Money.**

Considering the funding requirements of the Company for both short term as well as long term and for general corporate purposes, the Company may require to borrow from time to

time by way of loans and/or issue of bonds, debentures or other it is therefore recommended to obtain the shareholders approval for the borrowing limits of the company upto Rs.100 crores.

Pursuant to section 180 (1) (c) of the Companies Act, 2013, the Board of Directors of a Company shall exercise the powers to borrow money where the money to be borrowed together with the money already borrowed by the Company exceeds the aggregate of the paid up share capital and free reserves (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) only with the consent of the Company by a Special Resolution.

Accordingly it is proposed to seek the approval of the shareholders for the borrowing limit of Rs.100 crores (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) under sections 180 (1) (c) of the Companies Act, 2013 by way of Special Resolution.

The Board recommends the Special Resolution at Item No. 11 for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 11 of the Notice

#### **Item No.12 Disinvestment / Sale / Creation of security**

In order to secure the borrowings / financial assistance, the Company may be required to create security by way of mortgage / charge and / or hypothecation of its assets and properties both present and future. The terms of such security may include a right in certain events of default, to take over management or control of the whole or substantially the whole of the undertaking(s) of the company.

Pursuant to section 180 (1) (a) of the Companies Act, 2013, consent of the Company by Special Resolution is required to be obtained by the Board of Directors to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company. Since mortgaging or charging the movable and / or immovable properties and assets of the Company with the right of taking over management or control in certain events of default may be considered to be disposal of the Company's undertaking within the meaning of Section 180 (1) (a) of the Act, it is proposed to seek approval of the shareholders for creating such mortgages and / or charges on the assets and properties of the Company, both present and future.

The Board recommends the Special Resolution at Item No. 12 for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 12 of the Notice

**Item No. 13 Modification of Main Object Clause of the Memorandum of Association of the Company :**

In continuation of the expansion plans of the company to diversify into different related fields of businesses, the Management has decided to include the additional objects into the Memorandum of Association of the Company:

The Company as per the provisions of Section 13 of the Companies Act, 2013 and the rules framed thereunder, shall not except with the consent of Members by Special Resolution alter the Main Objects clause of the memorandum of Association.

The additional clauses in the Main Object clause of Memorandum of Association needs to be added after the clause III (A) (16)

The Board recommends the Special Resolution at Item No. 13 for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No.13 of the Notice

**Item No. 14 : Contribution towards Donation to Bona Fide Charitable Funds and other funds**

In accordance with the provisions of section 181 of the Companies Act, 2013, prior permission of the shareholders is required in the event that the Company contribute to any bona fide charitable and other funds in case any such amount, the aggregate of which in any financial year exceed five per cent of its average net profits for the three immediately preceding financial years.

Accordingly, it is proposed to obtain the members approval to contribute to bona fide charitable and other funds not exceeding Rs.50 lakhs in any financial years notwithstanding such contribution in any financial year, exceeds five per cent of the company's average net profits for the three immediately preceding financial years.

The Board recommends the Special Resolution at Item No. 14 for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 14 of the Notice



**DETAILS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT AS REQUIRED  
UNDER REGULATION 36 (3) OF SEBI (LODR) REGULATION,2015.**

Name	Mr. A. Tarun Reddy
Father's Name	Mr.A.Ravikumar Reddy
Age	37 years
Qualification	B.Tech (Industrial Bio-Tech), PGDHM (S.H.M.S, Switzerland)
Expertise in Specific functional area	Mr. A.Tarun Reddy is an Engineer and has good experience in hotel industry for more than 18 years. He is a dynamic and innovative person
Terms and Conditions of Appointment or Re-appointment	Liabile to retire by rotation
Other Company Directorship	i. M/s.Amaravathi Restaurants Pvt Ltd ii. M/s.Ruchi Agro Products Pvt Ltd
Membership of Board & Committees	i. Audit Committee, ii. Nomination & Remuneration Committee iii. Stakeholders Relationship Committee
No of Shares	432800
Relationship with other Directors	Son of Mr.A.Ravikumar Reddy, Managing Director of the company.

**ANNEXURE TO ITEM NO.7,8,9 & 10 OF EXPLANATORY STATEMENT  
ADDITIONAL INFORMATION AS REQUIRED UNDER THE SCHEDULE V OF THE COMPANIES ACT 2013**

Particulars	Mr.A.Tarun Reddy ITEM NO.7	Mrs.A.Nivruti ITEM NO.8	Mr.A.Ravikumar Reddy ITEM NO.9	Mrs.A.Nina Reddy ITEM NO.10
<b>I - GENERAL INFORMATION</b>				
-- Nature of Industry	Hoteliering	Hoteliering	Hoteliering	Hoteliering
-- Date of Commencement	17.11.1969	17.11.1969	17.11.1969	17.11.1969
-- Date of commencement of activity, in case of new business	Not Applicable	Not Applicable	Not Applicable	Not Applicable
-- Financial performance based on given indicators	Separately annexed	Separately annexed	Separately annexed	Separately annexed
-- Foreign investments or collaboration if any	NIL	NIL	NIL	NIL
<b>II - INFORMATION ABOUT THE APPOINTEE</b>				
-- Background Details	Sri.A.Tarun Reddy is a qualified Engineer with an experience of 18 years in hotel industry. He is aged about 37 years. He will be devoting himself in the day to day affairs of the management of the company. He has been on the Board of Savera Industries Limited since January, 2004.	Mrs.A.Nivruti is a B.Sc. (Hons) Graduate qualified from Warwick University, London with an experience of 15 years in hotel industry. She is aged about 38 years. She will be devoting herself in the day to day affairs of the management of the company. She has been on the Board of Savera Industries Limited since January, 2007.	Sri.A.Ravikumar Reddy is a qualified Engineer with an experience of 35 years in various industries including hotel industry. He is aged about 63 years. He devoted himself in the day to day affairs of the management of the company. He has been on the Board of Savera Industries Limited since June 1994	Mrs. A. Nina Reddy is Bachelor in Arts. Besides, she has qualifications viz., D.I.D. D.C.I and H.K. She is specialized in Interior decoration and House Keeping. She has been in the hotel industry for more than 22 years. She has been on the Board of Savera Industries Limited since Jan 1999.
-- Past Remuneration	2021-22 Nil 2020-21 Nil 2019-20 Nil	2021-22 Nil 2020-21 Nil 2019-20 Nil	2021-22 Rs.90.00 lakhs 2020-21 Rs.41.85 lakhs 2019-20 Rs.51.00 lakhs	2021-22 Rs.90.00 lakhs 2020-21 Rs.41.85 lakhs 2019-20 Rs.51.00 lakhs

<p>-- Recognition of awards</p>	<p>Nil</p>	<p>Nil</p>	<p>Nil</p>	<p>Nil</p>	<p>(a) The Hindu Entrepreneur award (b) Indiywood Business Excellence Award.</p>
<p>-- Job Profile and suitability</p>	<p>Mr. A. Tarun Reddy is entrusted with role and responsibilities relating to management of the day to day affairs of the company. He has been on the Board of the company since January, 2004. He is innovative, creative and energetic director. With his knowledge and experience, he will take the company to a greater height in coming years</p>	<p>Mrs. A. Nivruti is entrusted with role and responsibilities relating to management of the day to day affairs of the company. She has been on the Board of the company since January, 2007. She is innovative, creative and energetic director. Her knowledge and experience, she will take the company to a greater height in coming years</p>	<p>Mr. A. Ravikumar Reddy is entrusted with role and responsibilities relating to affairs of the company. He has been on the Board of the company since June, 1994. He is innovative, creative and energetic director. With his knowledge and experience, he took the four star hotel to a greater height over a period of twenty five years thus suitable to the position of Managing Director.</p>	<p>Mrs. A. Nina Reddy is entrusted with role and responsibilities relating to operations of the company. She has been on the Board of the company since January, 1999. She is innovative, creative and energetic director. With her knowledge and experience, she took the four star hotel to a greater height over a period of eighteen years thus suitable to the position of Joint Managing Director</p>	<p>Rs.90 lakhs per year</p>
<p>- Remuneration proposed</p>	<p>Rs.60 lakhs per year</p>	<p>Rs.60 lakhs per year</p>	<p>Rs.60 lakhs per year</p>	<p>Rs.90 lakhs per year</p>	<p>Rs.90 lakhs per year</p>
<p>-- Comparative remuneration profile with respect to industry, size of the company, profile of the position and person</p>	<p>Taking into account the size of the company, knowledge, profile, skills and responsibilities of the Directors, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in other companies.</p>	<p>Taking into account the size of the company, knowledge, profile, skills and responsibilities of the Directors, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in other companies</p>	<p>Taking into account the size of the company, knowledge, profile, skills and responsibilities of the Directors, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in other companies</p>	<p>Taking into account the size of the company, knowledge, profile, skills and responsibilities of the Directors, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in other companies</p>	<p>Taking into account the size of the company, knowledge, profile, skills and responsibilities of the Directors, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in other companies</p>
<p>Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any.</p>	<p>Besides the remuneration proposed, does not have any other pecuniary relationship with the company except that he is the son of Mr. A. Ravikumar Reddy, who is the Managing Directors of the company.</p>	<p>Besides the remuneration proposed, does not have any other pecuniary relationship with the company except that she is the daughter of Mrs. A. Nina Reddy, who is the Joint Managing Director of the company.</p>	<p>Besides the remuneration proposed, does not have any other pecuniary relationship with the company except that he is the father of Mr. A. Tarun Reddy, who is also one of the directors of the company and that he is related to Mrs. A. Nina Reddy, Joint Managing Director, who is the wife of his brother</p>	<p>Besides the remuneration proposed, does not have any other pecuniary relationship with the company except that she is the mother of Mrs. A. Nivruti who is the Director of the company.</p>	<p>Besides the remuneration proposed, does not have any other pecuniary relationship with the company except that she is the mother of Mrs. A. Nivruti who is the Director of the company.</p>

<b>III - OTHER INFORMATION</b>	
--Reasons of loss or inadequate profits:	In view of lockdown on account of Covid19 pandemic, as per the Central and State Government's order, the hotel's operations were stopped except rendering services to the guests who held up in the hotel. This has impacted the revenue and profitability of the company.. For the financial year 2022-23 the company forecasts fall in its revenue and profit as compared to pre covid level.
--Steps taken or proposed to be taken for improvement	The company has been focussing on various methods to over come the present pandemic situation
-- Expected increase in productivity and profits in measurable terms	Once the normalcy is restored, the company is expected to achieve reasonable turnover and profits.
<b>IV OTHER DISCLOSURES</b>	The information and disclosures of the remuneration package of the managerial personnel have been mentioned in the corporate governance report which forms part of the Annual Report.

### ANNEXURE – A to the Point No.7,8,9, & 10 of the Explanatory Statement

PARTICULARS	(Rs.in lakhs)		
	CURRENT FINANCIAL YEAR 2021-22	PREVIOUS FINANCIAL YEAR 2020-21	PREVIOUS FINANCIAL YEAR 2019-20
REVENUE FROM OPERATION	3194.66	1962.37	6728.46
TOTAL INCOME	3299.07	2076.69	6790.06
PROFIT BEFORE TAX	(70.04)	(453.77)	590.38
PROFIT AFTER TAX	(80.28)	(409.8)	427.74
NETWORTH	4436.47	4466.58	4740.56
Dividend Equity paid on Equity Share	NIL	NIL	167.00

- Revaluation reserve to be deducted

**Annexure to Item no 4,5,6,7 & 8  
DETAILS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT / CHANGE IN  
DESIGNATION AS REQUIRED UNDER REGULATION 36 (3) OF SEBI (LODR) REGULATION,2015.**

Name	Mr.S.Sundarraman	Dr.C.Palanivelu	Mr.A.Chaitanya Kumar	Mr.A.Tarun Reddy	Mrs.A.Nivruti
DIN	06412800	09675732	09683865	01521977	00576167
Father name	Mr.Subramanian	Mr.Chinnasamy	Mr.A.Rajasekhara Reddy	Mr.A.Ravikumar Reddy	Mr. A.Vijayakumar Reddy
Qualification	ACS and MBA (Finance)	Ph.D (Geography), BT (Geography), MSc (Geography) and BSc (Geography)	Commerce Graduate and PG Dip (Marketing Management) from Loyola Institute of Business Admn	B.Tech (Industrial Bio Tech), PGDHM, (SHMS Swiix)	B.Sc (Mgt Hons.) graduate from Warwick University, UK
Age	66 years	74 years	39 years	37 years	38 years
Date of first appointment by Board	05/08/2022	12/09/2022	05/08/2022	21/01/2004	31/01/2007
Expertise in specific functional area / brief particulars / experience	Professional qualified Company Secretary and having vast experience in the field of Finance, Secretarial and headed various companies as both CFO & CS for the last 30 years.	Vast Experience in different field with various departments of State Government as a bureaucrats for more than 35 years	Vast experienced in the management and information technology	A.Tarun Reddy is an Engineer and has good experience in hotel industry for more than 18 years. He is a dynamic and innovative person	A.Nivruti has rich experience in hotel industry for more than 15 years and she is a create and energetic executive
In case of Independent Directors, the skills and capabilities for the role and the manner in which the proposed person meets such requirements.	The Independent Director required to have financial knowledge and expertise in the field of finance and accounts. Mr. Sundarraman being qualified in Company Secretaryship and vast experience in the field of accounts, finance meets the required skills and capabilities.	The Independent Director requires leadership skills, management skills and business skills. Dr. Palanivelu has held various positions as a bureau crat during the last 30 years and by virtue of his experience he has adequate skills and capabilities to oversee the Board and Company as a whole.	N.A.	N.A.	N.A.

Other Company Directorship / Chairmanship	Director In Genex Exim Ventures Private Limited	Nil	Nil	(i) Amaravathi Restaurants Pvt Ltd. (ii) Ruchi Agro Products Pvt Ltd	(i) Amaravathi Restaurants Pvt Ltd. (ii) Ruchi Agro Products Pvt Ltd
Membership of Board & Committee	Nil	Nil	Nil	Audit Committee, Nomination & Remuneration Committee & Stakeholders Relationship Committee.	Stakeholder Relationship Committee.
Remuneration last drawn (including sitting fee if any)	Nil	Nil	Nil	Rs. 67,500/- (Sitting fees)	Rs. 65,000/- (Sitting fees)
Proposed Remuneration (except sitting fees and commission)	Nil	Nil	Nil	Rs. 60 Lakhs per annum	Rs. 60 Lakhs per annum
Number of Board Meeting Attended	Nil	Nil	Nil	7	8
Shareholding as on 31.3.2022	Nil	Nil	457840	432800	291820
Relationship with other Director/KMPs	Nil	Nil	Nil	Son of Mr. A.Ravikumar Reddy, MD of the company	Daughter of Mrs.A.Nina Reddy, J MD of the company

By Order of the Board  
For Savera Industries Limited

R. Siddharth  
Company Secretary  
(Membership No.A38070)

Chennai – 600 004  
05th August, 2022

## DIRECTORS' REPORT

### To the members of Savera Industries Ltd,

The Directors have pleasure in presenting the 53rd Annual Report of M/s. Savera Industries Ltd (the company), along with the audited financial statements under Ind AS for the financial year ended 31st March, 2022.

### 1. FINANCIAL RESULTS

The Financial Results of the Company for the year under review is summarized below for your perusal and consideration.

(Rs. in lakhs)

PARTICULARS	CURRENT FINANCIAL YEAR 2021-22	PREVIOUS FINANCIAL YEAR 2020-21
Revenue From Operations	3194.66	1962.37
Other income	104.41	114.32
Profit/loss before Depreciation, Finance Costs, Exceptional Items and Tax Expenses	249.87	5.61
Less : Depreciation / Amortisation / Impairment	257.00	371.77
Profit / loss before Finance Costs, Exceptional items and Tax Expenses	(7.13)	(366.16)
Less : Finance Costs	42.60	44.92
Profit / loss before Exceptional items and Tax Expenses	(49.73)	(411.08)
Add : (less) Exceptional Items	(20.31)	(42.69)
Profit / loss before Tax Expenses	(70.04)	(453.77)
Less : Tax Expenses (Current, Deferred & Earlier Tax)	10.24	(43.97)
Profit / loss for the year (1)	(80.28)	(409.80)
Other Comprehensive Income / loss (2)	50.16	135.82
Total (1 + 2)	(30.12)	(273.98)
Balance of profit / loss for earlier years	3670.08	4079.88
Add : Current Year Profit / Loss	(80.28)	(409.80)
Less : Transfer to Reserve		
Less : Dividend paid on Equity Shares	-	-
Less : Dividend Distribution Tax	-	-
Balance Carried Forward	3589.80	3670.08

### 1.1 STATE OF COMPANY'S AFFAIRS

During the year under review the company achieved a turnover of Rs.3299.07 lakhs against the corresponding previous year turn over of Rs.2076.69 lakhs. Total expenditure for the period ended as at 31st March, 2022 amounted to Rs.3348.80 lakhs increased by

Rs.861.03 lakhs as compared to the previous year. The Profit (EBITDA) before depreciation, finance cost and tax for the year ended 31st March, 2022 amounted to Rs.249.87 lakhs as against the profit of Rs. 5.61 lakhs over the corresponding period last year. Deferred tax for the year ended 31st March, 2022 amounted to Rs.Nil. The Loss after deferred tax for the year ended 31st March, 2022 stood at Rs. (80.28) lakhs as against Loss of Rs. (409.80) lakhs. No amount was transferred to General Reserve during the year under review. The company has adopted Ind-AS from the financial year 2017-18..

## 2. DIVIDEND

No dividend has been recommended to the shareholders for the financial year 2021-22 keeping in view of the loss incurred by the company.

## 3. HOSPITALITY INDUSTRY IN INDIA - GROWTH, TRENDS, COVID-19 IMPACT, AND FORECASTS (2022 - 2027)

The Hospitality Industry in India is segmented by Type (Chain Hotels and Independent Hotels), and by Segment (Service Apartments, Budget and Economy Hotels, Mid and Upper Mid Scale Hotels, and Luxury Hotels). The report offers market size and forecast in value (USD billion) for all the above segments.

### MARKET OVERVIEW

The hospitality industry in India has been scoring a moderate growth number from the past few years and has great potential to score an even greater number in the future. The nation which is rich in culture and diversity has been attracting a large number of tourists from all over the globe. India has also been recognized as a destination for spiritual tourism for international and domestic tourists. India is showing continuous growth in position moving from 65th to 34th position in the World Economic Forum's travel and tourism competitiveness index. On the other side, the consistently growing middle class, rising levels of their disposable income, increasing interest among millennials to travel in their home country are a few major reasons that are making the domestic travel industry a profitable one.

The hospitality and tourism industry has been witnessing a healthy growth number and accounted for 7.5% of the GDP. India is a part of the top 100 clubs on Ease of Doing Business (EoDB) and ranks 1st in the greenfield FDI ranking globally and to strengthen the cruise tourism sector, the Government of India (GoI) has selected Chennai, Goa, Kochi, Mangalore, and Mumbai ports to develop them as cruise tourism hubs. These terminals will have facilities like hospitality, retail, shopping, and restaurants.

Less than three million foreign tourists visited India in 2020, a dip of around 75 per cent as compared to the previous year, due to travel restrictions imposed to control the coronavirus pandemic. "To incentivize stakeholders in the tourism industry, the guidelines for the scheme of Market Development Assistance (MDA) for providing financial support to stakeholders for the promotion of domestic tourism have been modified to enhance the



scope and reach of the scheme, to provide maximum benefits to the stakeholders. In addition, promotional activities have been incorporated including online promotions and the extent of financial assistance permissible has been enhanced.

Due to the COVID-19 pandemic, India's hotel sector is one of the worst-hit segments of the economy, contracted by 47% in April-June 2020, as per data released by the National Statistical Office (NSO) on August 31, 2020. The hotel industry, in May 2020, experienced an occupancy decline of 77% over the same time last year. The domestic hospitality industry, which has been severely affected by the COVID-19 related disruptions, is likely to witness a decline of over 65% in 2021.

### **COMPETITIVE LANDSCAPE**

The report on the Hospitality Industry in India covers the major international players and the leading domestic players in the hotel and hospitality industry in India. The hospitality sector in India is dynamic and emerging. It holds greater potential to grow for both the national and international players who are interested to enter the Nation's hospitality industry.

### **FOREIGN TOURIST INFLOW TO INDIA JANUARY, 2022**

Ministry of Tourism compiles monthly Foreign Tourist Arrivals (FTAs) on the basis of information received from Bureau of Immigration (BOI). The following are the important highlights regarding FTAs during the month of January, 2022.

#### **FOREIGN TOURIST ARRIVALS (FTAS):**

1. FTAs in January, 2022 were 2,01,546 with a positive growth rate of 140.4% as compared to 83,822 in January, 2021.
2. The percentage share of Foreign Tourist Arrivals in India during January 2022 among the top 15 source countries USA (27.76%) followed by Bangladesh (11.85%), UK (10.03%), Canada (6.97%), Australia (6.44%), Sri Lanka (4.64%), Russian Federation (2.38%), Maldives (2.25%), Portugal (2.21%), Germany (1.70%), Nepal (1.63%), France (1.41%), Singapore (1.07%), Italy (1.01%), and Oman (0.94%).
3. The percentage share of Foreign Tourist Arrivals in India during January 2022 among the top 15 ports was highest at Delhi Airport (38.70%) followed by Mumbai Airport (14.95%), Chennai Airport (10.40%), Cochin Airport (5.26%), Ahmedabad Airport (5.23%), Hyderabad Airport (4.90%), Bengaluru Airport (4.83%), Kolkata Airport (4.55%), Haridaspur Land Check Post (3.31%), Dabolim (Goa) Airport (1.93%), Trivandrum Airport (1.53%), Gede Land Check Post (1.23%), Tiruchirappalli Airport (0.73%), Amritsar Airport (0.70%), and Agartala Airport (0.44%).

## **4. MANAGEMENT DISCUSSION AND ANALYSIS**

## **INDUSTRY STRUCTURE AND DEVELOPMENTS**

One of the significant changes brought about by the pandemic is the way we work. With the rise of the hybrid working model, people are experimenting with their work settings by traveling to new locations and working from there to alleviate boredom. Such trends are fueling the growing demand for workation, which allows them to work from anywhere and with all of the necessary tools.

In addition, families are looking for short-term destination travel and weekend getaways to domestic locations in order to avoid the threat of pandemic from crowded locations. Therefore, the changing dynamics of the travel and hospitality industries are providing an entirely new perspective for hotels on how to provide a delightful guest experience in the new normal.

## **OPPORTUNITIES**

India's hospitality sector witnessed a 15.9% negative growth at a pan-India level in RevPAR in Q1 2022 compared to Q4 2021, due to the third wave of the pandemic, according to JLL's Hotel Momentum India (HMI) Q1, 2022.

The Indian hospitality sector witnessed a rapid and strong recovery post the third wave in January 2022, driven by growth in demand for leisure, wedding, and business travel. As a result, Revenue Per Available Room (RevPAR) witnessed a growth of 39.1 % year-on-year (YoY) in Q1, 2022 (Jan-March).

Whilst the beginning of Q1 2022 was slow, in February and March rapid revival was witnessed in the domestic leisure as well as meetings, incentives, conferences and exhibitions (MICE) and business travel demand segments.

Many hotels in major metropolitan cities witnessed significant growth in domestic business travel.

The next two quarters are expected to remain busy on the back of domestic leisure amidst the summer holidays. Continued growth in business travel is expected as most people have resumed work from the office and are travelling for client meetings as well as project work. The total number of hotel signings in Q1 2022 stood at 56 hotels with 3,739 keys. The hotel signings witnessed a significant increase of 81.2% as compared to signings in Q1 2021. Domestic operators dominated signings over international operators with a ratio of 75:25 in terms of inventory volume.

## **TRENDS FOR THE HOSPITALITY AND TRAVEL INDUSTRY IN 2022.**

Since the Covid pandemic outbreak two years ago, the hotel and travel industries have been through some difficult times. As the tourism sector began to recover from the pandemic's grasp, the latest Omicron variant struck, making the future prospects as grim as possible. Thus, businesses in the industry are coming up with new and unique ways to

attract travellers and tourists from all over the world in order to stem the losses. In the new normal, businesses are making guest health and safety a top concern, implementing simple and no-questions-asked refund and cancellation policies to make it easier for guests to plan ahead.

Here are some future trends in the hospitality and travel industries that experts are heavily betting on:.

### **CONTACTLESS HOSPITALITY SERVICES**

In the aftermath of the epidemic, guests' top priorities are sanitation, safety, and contactless services in most locations. As a response, the players in this industry are embracing technology at a rapid speed in order to keep up with the industry's changing expectations. Everything is now done online, with little to no interaction with personnel, from check-in to check-out, upsells and cross-sells, menu to in-stay service. In addition, many hotels are now employing QR codes that customers can scan with their mobile devices without having to engage with hotel workers physically and access a digital concierge that offers guests a totally contactless experience.

### **THREATS**

The hospitality industry struggled in 2021 to make a comeback after the fallout from the COVID-19 pandemic. As 2022 and COVID's third year begin.

It's not getting any easier. Finding qualified people is a struggle at all levels for hotels and restaurants. Tech investment can make up for some of the gap, but also heightens the risk of cyber exposure. Meanwhile, business travel is still flagging and indoor mask mandates in many regions can serve as a flash point.

The implications of it all aren't lost on insurers. It's increasingly common for underwriters to make on-site inspections of properties and check social media reviews for signs of potential risk. How restaurants are managing rising alcohol sales is also under scrutiny, as is the diligence of hotels in taking COVID safety measures.

### **SEGMENT WISE PERFORMANCE**

The company has only one segment viz hoteliering. Accordingly the performance is furnished hereunder.

Total turnover for the year ended 31st March,2022 amounted to Rs.3,299.07 lakhs increased by Rs.1222.38 lakhs as compared to the previous year turnover of Rs. 2,076.69 lakhs. Total expenditure for the year ended 31st March 2022 amounted to Rs.3,348.80 lakhs increased by Rs 861.03 lakhs as compared to the previous year. The profit (EBITDA) before depreciation, finance cost and tax for the year ended 31st March,2022,amounted to Rs. 249.87 lakhs as against the profit of Rs. 5.61 lakhs over the corresponding period last year. The deferred tax for the year ended 31st March,2022 amounted to Rs.NIL lakhs. The

loss after deferred tax for the year ended 31st March, 2022 stood at Rs. (80.28) lakhs as against Loss of Rs. (409.80) lakhs.

## **OUTLOOK**

### **OMNICHANNEL COMMUNICATION**

Basic functions such as booking a hotel room are now just a few taps away thanks to technological advancements. Similarly, hotels are turning to CRM (Customer Relationship Management) solution providers who can help them offer an automated hyper personalized guest communication more effectively via platforms such as WhatsApp, email, and so on. Omni communication has proven to increase the guest engagement by 97%.

### **EMPHASIS ON DIGITAL CHANNELS**

The increased emphasis on the usage of digital channels to establish a distinct online presence is extremely beneficial to the business, as the epidemic has driven customers to use digital booking mediums after carefully reading online reviews, which eventually influence their booking decision.

In addition to online reputation management, these digital channels can help hotels analyse and examine a new issue that has arisen recently. Hotels are proactively sharing new update about regulation/policy changes in terms of cleanliness, social -distancing and safety with their prospective guests or travellers to ensure guests feel safe and ensure there is a smooth information flow, by updating their website and other online listings.

## **SUSTAINABILITY**

With the increased demand for health, cleanliness, and safety issues, the Covid epidemic has raised some severe challenges for the hospitality and travel industries. Guests are also more concerned about their health and the environment. Hence, firms should consider taking a waste-reduction and environmental-conscious approach. As an outcome, these behaviors will go a long way toward reducing recurring costs and boosting the overall management and operations of the hotel industry.

Finally, the current dynamics in the industry are undergoing significant changes, which can only be met by technological adoption. The CRM functionalities of contactless guest facing technologies can be extremely useful in dealing with changing consumer expectations, and they can give long-term benefits. Furthermore, in the post-COVID environment, hotels should focus on innovative solutions that will set them apart from industry incumbents by providing an exceptional guest experience. Additionally, aggressively boosting awareness of the use of existing digital and remote platforms among visitors and guests in order to encourage the adoption of these experiences.

## **RISK AND CONCERNS**

The COVID-19 crisis has affected almost all the global sectors. The hotel industry, however,

was hit hardest challenging the leadership.

**Practical implications** – As the tourism industry in India is recovering after the second wave, the governments along with all stakeholders, must launch special events for promoting the tourism sector. Safety measures like making vaccination certificates for all tourists and employees of the tourism sector should be made mandatory. Further, special certification following the COVID-19 protocol needs to be introduced for hotels and catering establishments. A fund generated from the sector’s direct tax contribution needs to be established to support the employees.

**Social implications** – The study has several social implications. The study results can unite all industry stakeholders to shape the post-pandemic era through collaboration. Empathetic leadership can take the industry out of chaos by balancing the interests of the various stakeholders of society. The pandemic has proven that we all are vulnerable to risks and challenges; leaders have a vital role in taking proactive steps to ensure that such uncertainties do not cause unprecedented damage.

### **Managerial implications**

Investment in technology - The analysis revealed investment in technologies by hotels to survive the ongoing crisis among top sub-themes. The findings are evident in the way experts felt about the ongoing crisis, whereby minimum human interaction was considered a latent solution to restoring the customer and employee concern for safety, the second central theme. Managers, therefore, must take cognisance of the changing circumstances whereby technology is going to shape the future of the hospitality industry.

The leadership type plays a prominent part in innovation and organisational decisionmaking processes. Further, charismatic leaders and opinion leaders (both categorised as transformational leaders) influence innovation diffusion. Adopting technology in hospitality firms improves operation efficiency and effectiveness and co-creates customer experiences.

### **Making customers and employees feel safe**

Making customers and employees feel safe emerged as a prominent sub-theme from the investigation. The importance of health and safety is discussed widely in tourism and hospitality literature. Such measures are desperately required for a country like India because of Challenges for Indian hospitality industry many infection cases after the second wave of April 2021. The high number of cases has led to an increase in purchasing packaged precooked foods and other similar products. Just as dine-in outlets barely started recovering from the first wave, the arrival of the second wave had a devastating effect on customer confidence.

### **INTERNAL CONTROL SYSTEMS AND ADEQUACY**

Your Company has in a place an adequate internal control system. The internal controls are designed to provide reasonable assurance regarding the effectiveness and the efficiency of

operations, the adequacy of safeguards for assets, the reliability of financial controls, and compliance with applicable Laws and Regulations, protecting the assets from unauthorized use of losses. The internal controls are supplemented by the programme of internal audit.

### **DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE /BUSINESS PERFORMANCE.**

<b>Particulars</b>	<b>31.03.2022</b>	<b>31.03.2021</b>	<b>% of change</b>
Food and Beverages	1547.89	745.77	107.56
Rooms	1382.31	989.24	39.73
Banquet Halls	31.09	9.50	227.26
Spa Collections	62.45	44.91	39.06
Gym Collections	125.23	138.37	-9.50
Franchise	7.62	4.80	58.75
Other Services	38.07	29.78	27.84
Other Income	104.41	114.32	-8.67
Overall Income	3299.07	2076.69	58.86
Occupancy (%)	49.70	44.4%	11.94

Overall Income increased by Rs. 1222.38 Lakhs from Rs. 2076.69 Lakhs to Rs.3299.07 Lakhs. Occupancy increased by 11.94% from 44.4% to 49.70%.

### **MATERIAL DEVELOPMENT IN HUMAN RESOURCES /INDUSTRIAL RELATIONS FRONT.**

Your Company sincerely believes that its employees are its vital assets and hence in order to keep its employees motivated and engaged, your Company provides them a good working environment so that they are able to leverage their full potential. The Human Resource department updates its HR policies, SOP practice, and processes so as to enable and empower its employees.

Your Company provides the following welfare, employee health-conscious, HR activities and training to the Company's employees.

- Hygiene rate classes and auditing the rate of hygiene.
- First aid classes.
- Food handler's medical checkups per Food Safety and Standards Authority of India (FSSAI)Act.
- Food hygiene awareness.
- Food safety certificate program.
- Safety and preventive maintenance training.

- Women's day celebrations.
- COVID vaccination for all the staffs.
- Succession planning programme.
- International chef day.

By giving this schemes, caring, supporting, and training programmes, the employees become loyal to the Company and thereby the employee attrition rate is minimized.

The training focuses on improving high quality service based on the concept of customer delight. Management scheduled training programmes mandatorily for all 375 employees.

#### KEY FINANCIAL RATIOS

Key Financial Ratios	31.03.2022	31.03.2021	Difference
Debtors Turnover	49.63	22.76	(118)%
Inventory Turnover	26.41	12.99	(103)%
Interest Coverage Ratio	(0.64)	(9.10)	(93)%
Current Ratio	1.41	1.07	(31)%
Debt Equity Ratio	0.01	0.05	80%
Operating profit Margin (%)	19%	4.22	(361)%
Net Profit Margin (%)	(2.51)%	(20.88)	88%
Return on Network	(1.39)%	(6.90)%	80%

The variance in ratios on account of recovery of business during the current year when compared to previous year in which business was severely impacted by Covid 19 pandemic.

#### Cautionary Statement

The information contained in the Management Discussion and Analysis regarding Company's estimates, expectations, projections, guidance are based on assumptions and expectations of future events. The Company takes no responsibility on such statements since the Company exercises no control over the events that takes place in future. The actual results may differ from those expressed or implied. The Changes in the domestic and global economic conditions and government regulations, tax laws and other statutes may affect the hospitality industry.

#### 5. FINANCIAL INFORMATION AND DETAILS OF ASSOCIATE COMPANY

The Financial Statement of the company is prepared in accordance with the Ind AS under the provisions of the Companies Act, 2013 and forms part of the Annual Report. The company's financials disclose the assets, liabilities, income, expenses and other details.

The Company does not have any subsidiary, Joint Venture and associate Company.

During the year under review no Company has become ceased to be the Company's subsidiary, Joint Venture and associate Company.

6. Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 containing salient features of the financial statement of subsidiaries/associate companies/joint ventures - **NOT APPLICABLE**

## 7. FINANCIAL HIGHLIGHTS OF THE COMPANY

The financial highlights of the company for last 10 years are furnished in the Annual Report.

## 8. HUMAN RESOURCES

The Management envisions trained and motivated employees as the backbone of the Company. Special attention is given to recruit trained and experienced personnel in all departments. The Management strives to retain and improve employee morale. The Company has total staff strength of about 375 employees.

The Company has streamlined its manpower strength at the Hotel. As a result of manpower rationalization exercise, the monthly payroll has been optimized. The decision for rationalization of labour has enabled the company to curtail fixed manpower costs. However, the core technical expert team is retained to guide the Company to achieve higher and efficient level of performance.

## 9. DEPOSITORY SYSTEM / E-VOTING MECHANISM:

The Company has entered into a Tripartite Agreement with both the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (I) Ltd (CSDL) along with Registrars M/s Cameo Corporate Services Ltd, for providing electronic connectivity for dematerialization on the Company's shares facilitating the investors to hold the shares in electronic form and trade in those shares. The shares of your Company are being traded now on the BSE under compulsory demat form. Further, in accordance with provisions stipulated under Companies Act, 2013, the facility of e-voting is also made available to all shareholders of the Company. The instructions regarding e-voting is enclosed along with this report. All shareholders are also requested to update their email ids with the Company or our RTA M/s. Cameo Corporate Services Ltd. The Company has paid the Annual Depository fees for the FY 2021-22.

## 10. INVESTOR EDUCATION & PROTECTION FUND

During the year under review unclaimed dividend of Rs. 3,75,064/- and 16,289 number of shares were transferred to the Investor Education and Protection Fund (IEPF).

Mr.R.Siddharth, Company Secretary of the company is appointed as Nodal Officer, as



per the provisions of Companies Act, 2013 relating to IEPF and the above details are available in the official website of the company i.e. [www.saverahotel.com](http://www.saverahotel.com).

### **11. DEPOSIT FROM PUBLIC**

The Company has not accepted any fixed deposits under the provisions of the Companies Act, 2013.

12. A disclosure, as to whether maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is required by the Company and accordingly such accounts and records are made and maintained – NOT APPLICABLE.

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

The Board of Directors met eight (8) times during the year under review and the meeting dates are on 10.06.2021, 28.06.2021, 08.07.2021, 12.08.2021, 13.11.2021, 15.11.2021, 27.12.2021 and 07.02.2022 during the financial year 2021-22.

There were no appointment or resignation of Directors during the period under review.

Pursuant to the section 152 of the Companies Act, 2013, Mr.A.Tarun Reddy, Director retires by rotation and is eligible for re-appointment. The Board has recommended his re-appointment and accordingly resolution seeking approval of the members for his appointment has been included in the notice of the forthcoming Annual General Meeting of the company along with his brief profile.

### **CHANGES IN KMP'S DURING THE YEAR**

Date of retirement of Company Secretary (KMP) Mr.N.S.Mohan – 31/12/2021

Date of appointment of Company Secretary (KMP) Mr.R.Siddharth – 01/01/2022

The Key Managerial Personnel of the company presently are Mr. A. Ravikumar Reddy, Managing Director, Mr. R.Siddharth, Company Secretary and Mr. CH Mahesh Kumar, Chief Financial Officer.

### **14. DIRECTORS' RESPONSIBILITY STATEMENT**

On the basis of internal financial controls and systems relating to compliance maintained by the company, work done by the internal, statutory and secretarial auditors, the reviews performed by the 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 the financial year 2021-22.

Pursuant to Section 134 (3) (c) and 134 (5) of the Companies Act, 2013, and based on the representations received from the management, the directors hereby confirm that:

- i. In the preparation of the Annual Accounts for the year 2021-22, 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 31st March, 2022 and of the loss of the company for that period;
- iii. They have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Act. They confirm that there are adequate systems and controls for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv. They have prepared the annual accounts on a going concern basis;
- v. They have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating effectively;
- vi. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **15. INTERNAL FINANCIAL CONTROLS**

The Company has internal financial controls commensurate with the size of the complexity of the business operations and it has well defined internal audit functions. For the purpose of independence, the internal audit dept. reports to Chairman of the Audit Committee and the Board of Directors.

## **16. SECRETARIAL STANDARDS**

The company has complied with the Secretarial Standards issued by Institute of Company Secretaries India.

### **16.1. SECRETARIAL AUDITOR**

M/s. A.K.Jain Associates, Company Secretaries have been appointed as the Secretarial Auditor to carry out the Secretarial Audit for the year 2021-22. The Secretarial Audit Report given by them shall form part of this report as Annexure I.

There are no qualifications, reservations or adverse remarks or disclaimers made by the Statutory Auditors in their Secretarial Audit report for the Financial Year 2021-22.

#### **17. STATUTORY AUDITORS**

In accordance with the provisions of Section 139 and 142 of the Companies Act, 2013, and the rules framed there under, M/s. S.Venkatram & Co., LLP, Chartered Accountants, 218 TTK Road, Chennai 600 018 were appointed as statutory auditors of the company for a period of 5 years to hold the office from the conclusion of the 48th Annual General Meeting of the company held on 11.08.2017 till the conclusion of the 53rd Annual General Meeting (AGM).

The Board has recommended to the shareholders for their re-appointment as Statutory Auditors to hold office for second term of 5 years from the conclusion of this 53rd Annual General Meeting of the Company till the conclusion of 58th Annual General Meeting.

There are no qualifications, reservations or adverse remarks or disclaimers made by the Statutory Auditors on the standalone financial statements in their report for the year 2021-22.

#### **18. SIGNIFICANT AND MATERIAL ORDERS**

There were no significant and material orders passed by the regulators or courts or tribunals affecting the going concern status and future operations of the company during the year under review.

#### **19. INDEPENDENT DIRECTORS DECLARATION**

Mr. A. Sudhakar Reddy and Mr. S. Sridhara Rao who are independent directors, have submitted a declaration that each of them meets the criteria of independence as provided in sub-section (6) of section 149 of the Companies Act 2013, and are in compliance with Regulation 16 and 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, there is no change in their status as independent director during the year.

#### **20. TRANSACTIONS WITH THE RELATED PARTIES**

All related party transactions that were entered into during the financial year were in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, all contracts or arrangements with related parties entered into during the financial year ended 31-3-2022 were on arm's length basis and in the ordinary course of business.

Therefore the particulars of contracts or arrangements with related parties as referred

to in sub-section (1) of section 188 of the Companies Act, 2013 are, is not applicable.

## **21. CORPORATE SOCIAL RESPONSIBILITY.**

The CSR Policy of the company and the details about the initiatives taken by the company on CSR during the year as per the Companies (Corporate Social Responsibility Policy) Rules, 2014 have been disclosed in **Annexure II** to this Report. Further details of composition of the Corporate Social Responsibility Committee and other details are provided in Corporate Governance report. During the year under review, the CSR Committee meetings were held on 28.06.2021. The said CSR Policy is available in the Company's website.

## **22. NOMINATION AND REMUNERATION POLICY**

The company's policy on directors appointment and remuneration and other matters provided in section 178(3) of the Companies Act, 2013 has been disclosed in the corporate governance report, which forms part of the directors' report.

## **23. COMMITTEES**

Currently, the Board of Directors of the Company pursuant to the mandatory provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has the following committees were included namely:

- a) Audit Committee
- b) Nomination & Remuneration Committee
- c) Stakeholders Relationship Committee
- d) Corporate Social Responsibility Committee
- e) Share Transfer Committee
- f) Internal Complaints Committee

A detailed note on the Board and its committees along with the composition of the committees and compliances is provided under the Corporate Governance Report section in this Annual Report.

## **24. BOARD EVALUATION**

The performance evaluation of the Board as a whole, performance of non independent directors, the performance of the Board Chairman and the performance of committees were conducted and the same based on the questionnaire and feed back from all directors on the Board.

While undertaking the Board evaluation, the company also followed the required principles covered under the Guidance note issued by SEBI.

Important key criteria for performance evaluation are as follows.

#### **Directors performance evaluation**

- a) Attendance at Board or Committee Meetings
- b) Contribution at Board or Committee Meetings
- c) Guidance/support to management outside Board/Committee meetings.
- d) Performance evaluation of Board and Committees
- e) Structure of the Board and Board composition
- f) Establishment and delineation of responsibilities to Committees.
- g) Effectiveness of Board processes, information and functioning.
- h) Board culture and dynamics
- i) Quality of relationship between Board and management.
- j) Efficacy of communication with external stakeholders.

#### **25. LISTING**

The equity shares of the Company are listed on BSE Ltd and the listing fees are regularly paid by the company.

#### **26. CORPORATE GOVERNANCE**

In terms of Regulation 34 (2) & (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a report on Corporate Governance, the Practicing Company Secretary certificate on the compliance of conditions of Corporate Governance and the report on Management Discussion and Analysis form part of the Annual Report.

#### **27. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO.**

The information required under Section 134 (3) (m) of the Act, read with the companies (Accounts) Rules 2014 is furnished hereunder.

##### **(A) CONSERVATION OF ENERGY**

For the eco practices, the company has changed almost 99% of its lighting with LED lights reducing power consumption by 85% and the heat emission energy becomes very low, thereby through the STP, the sewerage and sewage water is treated and the treated water is recirculated for flushing system, cooling towers and gardens.

The company also installed rain water harvesting system for collecting the rain water.

The company also installed organic waste convertor machine in which the organic wastes are converted into composite manure.

The company has fixed aerator in taps to save water the automatic tap in the guest toilet to save water and also for good hygiene practices.

## **B) TECHNOLOGY ABSORPTION**

Hotel being a service industry, technology absorption, transfer etc., are not applicable. The Resilience of the company's Backbone Systems consists of Servers, VPN and Many Tools in company's disposal made possible to successfully do the Day to Day Operations sailed smoothly despite severe restrictions placed on movement of Staff during Lockdown period.

The company solemnly pledged to exceed the expectations in every front serving the company's Valuable Clients Experience the Premiumness as always.

## **C) FOREIGN EXCHANGE EARNINGS AND OUTGO**

The Foreign Exchange earned in terms of actual inflows during the year - **NIL**  
The Foreign Exchange outgo during the year in terms of actual outflows - **Rs.10,83,450.71**

### **28. The Change in the nature of business, if any :**

There is no change in nature of business.

### **29. Statement regarding opinion of the Board with regard to integrity, expertise and experience (including the proficiency) of the independent directors appointed during the year.**

No Independent Directors were appointed during the year.

### **30. DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.**

The Company has in place an Anti-Sexual harassment Policy in line with the requirement of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual and trainees ) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed off during the year 2021-22.

Number of complaint received during the year	– NIL
Number of Complaint disposed of during the year	– NIL

### **31. The details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016.**

No application under IBC was initiated by the Company as on March 31, 2022. There was no instance of one time settlement with any Bank or financial institutions.

### **32. ANNUAL RETURN**

A copy of the Annual Return 2021-22 is placed on the website of the company and can be accessed via weblink <https://www.saverahotel.com>.

### **33. PARTICULARS OF EMPLOYEES**

The information required under section 197(12) of the Act, read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is furnished in the Annexure III to this report.

Your directors wish to place on record their appreciation for the good services rendered by the employees at all levels of the company.

### **34. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013.**

The details of loans, guarantees and investments under section 186 of The Companies Act, 2013 has been furnished in **Annexure IV** to this report.

### **35. TRANSFER TO RESERVES**

The Company has not transferred any amount to the reserves for the year ended March 31, 2022.

### **36. DETAILS OF MATERIAL CHANGES FROM THE END OF FINANCIAL YEAR:**

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report.

### **37. DETAILS IN RESPECT OF FRAUDS.**

There are no frauds as reported by the Statutory Auditors in Sl. No.11 of Annexure 'A' to the Independent Auditors Report.

#### **GENERAL :**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review.

- (i) Issue of equity shares with differential rights as to dividend, voting or otherwise

- (ii) Issue of shares (including sweat equity shares) to employees of the company under any scheme.

### **ACKNOWLEDGEMENTS**

The directors would like to thank the Bankers of the Company, and other financial institutions for extending their financial support. They further express their thanks to the Central Government, State Government and other stakeholders for their patronage, support and guidance.

FOR AND ON BEHALF OF THE BOARD

CHENNAI  
05th August 2022

**A.Ravikumar Reddy**  
Managing Director

**A.Nina Reddy**  
Joint Managing Director



Form No. MR.3

ANNEXURE 1

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31.03.2022

[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  
Savera Industries Limited  
146 Dr.Radhakrishnan Road,  
Mylapore, Chennai - 600 004.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SAVERA INDUSTRIES LIMITED** [CIN: L55101TN1969PLC005768] (hereinafter called as "The Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 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 financial year ended on March 31, 2022 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 rules made thereunder;
- (iii) The Depositories Act, 1996 and 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 and External Commercial Borrowings, if any.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - (i) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- (ii) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (iii) 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;
- (iv) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

We report that, the following Regulations and Guidelines were not applicable to the Company during the audit period:-

- (i) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (ii) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (iii) The Securities and Exchange Board of India (Issue and Listing of debt securities) Regulations, 2008;
- (iv) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and
- (v) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.

We further report that with respect to the other laws specifically applicable to the Company are furnished below:

1. Food Safety and Standards Act, 2006 and the rules made thereunder.
2. Prevention of Food Adulteration Act, 1954.
3. Water Prevention and Control of Pollution Act, 1974.
4. Air Prevention and Control of Pollution Act, 1981.
5. Tamil Nadu Catering Establishment Act, 1958.
6. Contract Labour Act, 1970.
7. Trade Union Act, 1926.

We further report that the applicable financial laws, such as the Direct and Indirect Tax Laws, have not been reviewed under our audit as the same falls under the review of statutory audit and by other designated professionals.

We have also examined the applicable clauses of the following:

- (i) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with BSE as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

**We further report that:**

- i) 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.
- ii) Adequate notice is given to all directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting and other business which are not included in the Agenda are considered under any other matters.
- iii) All the decisions at Board meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.
- iv) 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 the Company has received a communication from BSE Limited on 16.04.2021 withdrawing the fine levied by them for non-compliance of Regulation 17 of SEBI (LODR) Regulations, 2015 for the quarter ended 31.03.2019

We further report that during the audit period, there were no instances of:

- (i) Public / Right / Preferential issue of shares / debentures / sweat equity, etc.
- (ii) Redemption / buy-back of securities.
- (iii) Foreign technical collaborations.
- (iv) Merger/Amalgamation / Reconstruction, etc.

For **A K JAIN & ASSOCIATES**  
Company Secretaries

**PANKAJ MEHTA**  
Partner

M.No.A29407  
C.P. No. 10598

UDIN: A029407D000402626

Place: Chennai  
Date: 27/05/2022

## **ANNEXURE A to Form No. MR-3**

To,  
The Members  
Savera Industries Limited  
No. 146, Dr. Radhakrishanan Road,  
Mylapore, Chennai – 600004

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

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

**For A K JAIN & ASSOCIATES**  
Company Secretaries

Place: Chennai  
Date: 27.05.2022

**PANKAJ MEHTA**  
Partner  
M.No.A29407  
C.P. No. 10598  
UDIN: A029407C000411371

**ANNUAL REPORT ON CSR ACTIVITIES**

(included in the board's report for financial year ended 31.3.2022)

**1. Brief outline on CSR Policy of the Company.**

The company's objective is to manage the business processes to produce an overall positive impact on our society and create wellness. Taking corporate social responsibility ('CSR') as a strategic social investment, the company aims to integrate its resources with society's development needs for better future. For achieving the company's objective, vision and mission, the CSR activities are being undertaken by the company independently. The activities are centred on education and skills development to the under privileged. The company's activities will be carried out in promoting education to the under-privileged. Besides, the company undertakes activities in the area.

- 1) Relating to eradicating hunger, poverty and malnutrition (promoting health care including preventive health care) and sanitation including contribution to the Swach Bharat Kosh set up by the Central Government for the promotion of sanitation and making available safe drinking water.
- 2) Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
- 3) Promoting gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.
- 4) Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set up by the Central Government for rejuvenation of river Ganga.
- 5) Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art, setting up public libraries, promotion and development of traditional arts and handicrafts.
- 6) Measures for the benefit of armed forces veterans, war widows and their dependents.
- 7) Training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports.
- 8) Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of

the Scheduled Castes, the Scheduled Tribes and other backward classes, minorities and women.

- 9) Contribution or funds provided to technology incubators located within academic institutions which are approved by the Central Government.
- 10) Rural development projects.
- 11) Slum area development.”
- 12) Giving coaching, training relating to the hospitality & hoteliering to the students who failed in 10th, 12th std., discontinued the diploma courses, discontinued undergraduates seeking knowledge in hospitality.(age limit is between 17 to 28).
- 13) Helping the poor & needy people for education, irrespective of the course.
- 14) Provides food and snacks to the students in schools & institutions.
- 15) Providing food for differently abled person
- 16) Disaster relief.
- 17) Measures for reducing inequalities faced by socially & economically backward groups.
- 18) Helping for Covid 19 (promoting health care including preventing health care)

## 2. Composition of CSR Committee:

S. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	A. Ravikumar Reddy	Managing Director	1	1
2.	A. Nina Reddy	Wholetime Director	1	1
3.	A. Sudhakar Reddy	Independent Director	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

[https://www.saverahotel.com/wp-content/uploads/2021/06/CSR\\_Policy.pdf](https://www.saverahotel.com/wp-content/uploads/2021/06/CSR_Policy.pdf)

[https://www.saverahotel.com/wp-content/uploads/2021/06/CSR\\_Members.pdf](https://www.saverahotel.com/wp-content/uploads/2021/06/CSR_Members.pdf)

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).

NotApplicable.

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:

S. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1.	2018-19	-	-
2.	2019-20	-	-
3.	2020-21	-	-
	<b>TOTAL</b>		

6. Average net profit of the company as per section 135(5). Rs. 372.77 lakhs
7. a) Two percent of average net profit of the company as per section 135(5) Rs. 7.46 lakhs
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. ----
- (c) Amount required to be set off for the financial year, if any, -----
- (d) Total CSR obligation for the financial year (7a+7b- 7c). Rs. 7.46 lakhs
8. (a) CSR amount spent or unspent for the financial year 2021-22 - Rs. 7.46 lakhs

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	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
2021-22 - NIL	NA	NA	NAPrime Minister Cares Fund / Prime Minister National Relief Fund.	7,50,000	10.06.2022

(b) Details of CSR amount spent against ongoing projects for the financial year: **Not Applicable**

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
				Local area (Yes/No)	Location of the project						Name	Mode of Implementation - Through Implementing Agency
				State	District							CSR Registration number
1.	NA											
2.	NA											
3.	NA											
	TOTAL											

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
				Local area (Yes/No)	Location of the project			Name	Mode of implementation - Through implementing agency
				State	District				CSR Registration number
1.	Promoting Health Care								
2.	Environmental sustainability								
	TOTAL								



- (d) Amount spent in Administrative Overheads -----
- (e) Amount spent on Impact Assessment, If applicable - -----
- (f) Total amount spent for the Financial Year-(8b+8c+8d+8e) -----
- (g) Excess amount for set off, if any

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

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 lakhs.)	Amount spent in the reporting Financial Year (in lakhs.).	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 Rs lakhs.)
				Name of the Fund	Amount (in Rs).	Date of transfer	
1.	2018-19	Nil	Nil				Nil
2.	2019-20	Nil	Nil				Nil
3.	2020-21	Nil	Nil				Nil
	TOTAL						

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): **Not Applicable**

(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 Rs.).	Amount spent on the project in the reporting Financial Year (in Rs).	Cumulative amount spent at the end of reporting Financial Year (in Rs.)	Status of the project - Completed / Ongoing.
1.	NA							
2.	NA							
3.	NA							
	TOTAL							

- |   |                            |
|---|----------------------------|
| 10. In case of creation or acquisition of capital assets, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset wise details) | Not Applicable.            |
| (a) Date of Creation or acquisition of the capital asset(s)   | Not Applicable             |
| (b) Amount of CSR spent for creation or acquisition of capital asset  | Not Applicable             |
| (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)   | Spent 2% of the net profit |

Chairman of the CSR Committee

Managing Director

**ANNEXURE – III****Particulars of Remuneration**

The information required under section 197 of the Act and the rules made thereunder in respect of employees of the company is as follows :

- (a) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year.

Explanation (a) the expression “median” means the numerical value separating the higher half of a population from the lower half and the median of the finite list of numbers may be found by arranging all the observations from lowest value to higher value and picking the middle one : (b) if there is an even number of observations, the median shall be the average of the two middle values.

Mr. A. Ravikumar Reddy, Managing Director	Mrs. A. Nina Reddy, Joint Managing Director
1 : 49.20	1 : 49.20

- b) The percentage increase in remuneration of each Director, Chief Financial officer, Company Secretary if any in the financial year.

The percentage increase in remuneration of the Managing Director and Joint Managing Director during the financial year 2021-22 is furnished below :

<b>Name of the person</b>	<b>% decrease in remuneration</b>
Mr. A. Ravikumar Reddy	53.50%
Mrs. A. Nina Reddy	53.50%

The percentage increase in remuneration of the Chief Financial Officer (CFO) is 40%. The percentage increase in the remuneration of the Company Secretary\* cannot be ascertained as there is a change the CS during the year.

- c) The percentage increase in the median remuneration of employees in the financial year : 3.38%
- d) The number of permanent employees on the rolls of the company : 375

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\*Mr.N.S.Mohan, Company Secretary retired from the services on 31.12.2021 and Mr.R.Siddharth Company Secretary joined the services w.e.f. 1.1.2022

e) 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 any exceptional circumstances for increase in the managerial remuneration: The percentage increase in the salaries of employees other than the managerial personnel is 24.34% as compared to the increase of 53.50% to the Managing Director and 53.50% to the Joint Managing Director. The increment given to each individual employee is based on the employees' profile, experience and also their performance and contribution to the company's growth over a period of time and also considering the inflationary conditions.

f) Affirmation that the remuneration is as per the remuneration policy of the company.

It is affirmed that the remuneration paid is as per the remuneration policy for Directors, Key Managerial Personnel and other employees, approved and adopted by the company.

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(A) No employee had drawn remuneration during the year 2021-22 in excess of Rs.1,02,00,000/- (Rs.8,50,000/- per month) in pursuance of Rule 5 (2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

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**ANNEXURE- IV**

**PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS  
 UNDER SECTION 186 OF THE COMPANIES ACT, 2013.**

**DETAILS OF LOAN GIVEN - NIL**

Name of the entity	M/s. Savera Industries Limited
Loans outstanding as on 1st April 2021	
Loan given during the year	
Loan repaid including foreign exchange difference during the year	
Converted into equity shares during the year	
Converted into preference shares	
Loans Outstanding as on 31st March, 2022	

**DETAILS OF GUARANTEES PROVIDED - NIL**

Name of the Entity	Particulars	Amount (in Lakh)	Purpose

**DETAILS OF INVESTMENTS**

The details of investments made by the Company have been given in note 5 of the AnnualAccounts



## **REPORT ON CORPORATE GOVERNANCE**

*(Annexure to the Report of the Directors)*

Pursuant to Regulation 34 read with Schedule V of Securities Exchange Board Of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ["Listing Regulations"] as amended.

1. The basic objective of Corporate Governance Practices adopted by the company, is to attain the highest levels of transparency, accountability and integrity. This objective extends not merely to meet with the statutory requirement, but also to go beyond by putting in place procedures and systems, which are in accordance with best practices of governance. Your company believes that good corporate governance enhances the trust and confidence of all stakeholders. Good practice in corporate behaviour helps to enhance and maintain public trust in companies and stock market.

Your company reviews its Corporate Governance practices to ensure that they reflect the latest developments in the corporate arena and thus positioning itself to confirm to the best corporate governance practices. Your company is committed to pursue excellence in all its activities and maximize its shareholders wealth.

The company's Corporate Governance policies and practices focus on the following principles.

- 1) To recognize the respective roles and responsibilities of the Board and Management.
- 2) To achieve the highest degree of transparency by maintaining high degree of disclosure levels.
- 3) To ensure and maintain high ethical standards in its functioning.
- 4) To give the highest importance to investors relations.
- 5) To ensure a sound system of risk management and internal controls.
- 6) To ensure that employees of the company subscribe to the corporate values and apply them in their conduct.
- 7) To ensure that the decision making process is fair and transparent.

The company reports the following compliance of Corporate Governance for the financial year 2021-22.

### **2. BOARD OF DIRECTORS**

- a. The composition of the Board is broad based and comprises of Executive, Non-Executive and Independent Directors. Totally there are two independent directors and four promoter directors.

**b. BOARD AND COMMITTEE MEETINGS AND PROCEDURES**

The Board of Directors oversees the entire functioning and operations of the Company. They evaluate performance of the Company and provide direction and guidance to the Company for undertaking the business of the Company in accordance with its corporate goals and statutory requirements. They also give valuable advice, monitor the Management Policies and their effectiveness and ensure that the long term interests of the shareholders are served. The Managing Director is being assisted by Key Management Personnel, Senior Management Staff and Officers to ensure proper functioning of the Company in terms of set guidelines.

The Board has constituted other Committees viz, Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee, Corporate Social Responsibility, share transfer committee, and Internal Complaints Committee. The Board constitutes additional functional committees from time to time depending upon the necessity. A minimum of four Board Meetings are held every year. At times more meetings are convened depending upon the requirements. Dates for the Board Meetings are decided well in advance. The Board/Committee meetings are conducted as per well defined procedures and systems.

**c. PERFORMANCE EVALUATION**

Pursuant to the provisions of the Act and Listing Regulations, evaluation of the performance of the Board, Committees of the Board and individual directors was carried out by the Board for the year 2021-22. The Questionnaires were prepared in a structured manner taking into consideration the guidance notes on Board Evaluation issued by the SEBI. The performance of each of the individual directors was evaluated on parameters such as attendance, level of participation in the meetings and contribution, independence of judgment, safeguarding the interest of the Company and the other stakeholders, etc..

The performance evaluation of all the independent directors was done by the entire board excluding the concerned independent director based on the criteria of performance evaluation laid down by the NRC.

The performance evaluation of the Non-Independent directors were carried out by the Independent directors.

- d. Attendance of Directors at the Board Meeting held during financial year 2021-22 and last Annual General Meeting (AGM) is given below.



Name of the Director	DIN	Category	Number of Board Meetings attended during FY 2021-22	Whether attended last AGM held on September 24, 2021 #	Number of Directorships in other Public Companies		Number of Committee positions held in other Public Companies		Directorship in other listed entity	Category of Directorship
					Chairman	Member	Chairman	Member		
Mr. A. Ravikumar Reddy	00145372	E,P	8	Present	-	-	-	-	-	-
Mrs. A. Nina Reddy	00144797	E, P	8	Present	-	-	-	-	-	-
Mr.A. Tarun Reddy	01521977	NI & NE, P	7	Present	-	-	-	-	-	-
Mrs. A. Nivruti	00576167	NI & NE, P	8	Present	-	-	-	-	-	-
Mr. A. Sudhakar Reddy	01898228	I	8	Present	-	-	-	-	-	-
Mr. S. Sridhara Rao	06927991	I	8	Present	NIL	1	NIL	3	Sri Lakshmi Saraswathi Textiles (arni) Ltd.	NE

Non Executive ('NE'), Executive ('E'), Non Independent ('NI'), Independent ('I') and Promoter ('P').

Includes attendance through Video Conferencing ("VC") other Audio Visual Means ("OAVM")

- e. The Board of the Company has also the various specialized committees constituted by it. Totally eight meetings of the Board were held and the gap between two meetings did not exceed one hundred twenty days. The date on which the said meetings were held on 10.06.2021, 28.06.2021, 08.07.2021, 12.08.2021, 13.11.2021, 15.11.2021, 27.12.2021 and 07.02.2022 during the financial year 2021-22.

## BOARD PROCESS

### a). Distribution Of Board Agenda Papers

Board Notes are circulated well advance in the devised agenda format. All material information is incorporated in the agenda notes so that there can be meaningful discussions in the Board Meetings.

### b). Minutes Of The Board Meetings

The Board Meeting Minutes are recorded immediately after the Board Meetings are over and these are sent to the Directors in draft form for their approval. Any changes

suggested by them in the draft are incorporated and then final minutes are prepared and signature of the Chairman is obtained.

- c) The Board periodically reviews compliance of all laws applicable to the company.
- d) The necessary informations are circulated to the Directors, including the non-executive directors who have actively participated in the deliberations of the Board.
- e) Disclosure Of Relationships Between Directors Inter-Se

**Promoter Directors :** Mr.A.Ravikumar Reddy, Managing Director is the father of Mr.A.Tarun Reddy who is also one of the directors of the company. Mrs.A.Nina Reddy, Joint Managing Director is the mother of Mrs.A.Nivruti, who is also one of the directors of the company. Mr.A.Ravikumar Reddy, Managing Director is the brother-in-law of Mrs.A.Nina Reddy, Joint Managing Director.

#### **Independent Directors**

- f) The terms and conditions of appointment of the independent directors are disclosed on the website of the Company.
- g) The company has two independent directors as on 31.03.2022 They are seniors and professionals knowing about the company, nature of industry and business model. The company has issued to them appointment order specifically defining their roles, rights & responsibilities in the company.

#### **h) Confirmation :**

The company confirms that in the opinion of the Board, the independent Directors fulfill the conditions specified in these regulations and are independent of the management.

- i) The Independent Directors are not related to any Directors on the Board.
- j) During the year a separate meeting of the independent directors was held inter-alia to review the performance of non-independent directors and the board as a whole, to review the performance of the Chairperson of the company taking into account the view of executive directors and non- executive directors and to assess the quality quantity and timeliness of flow of information between the company management and the board that is necessary for the board to effectively and reasonably perform their duties.
- k) The two Independent Directors of the company are seniors and professionals knowing about the company, nature of industry and business model. The company has issued to them appointment order specifically defining their roles, rights & responsibilities in the company. Hence no familiarization programmes required for the Independent Directors and no details have been posted in the website

## I) Number of shares held by the non executive directors as on 31st March 2022.

Non - Executive Directors	No. of shares held
Mr. A. Tarun Reddy	432800
Mrs. A. Nivruti	291820
Mr. A. Sudhakar Reddy	580
Mr. S. Sridhara Rao	Nil

The Board has identified the following fundamentals for the efficient functioning of the Company which are currently available with Board:

- Corporate Strategy, Business Corporate Strategy, Business.
- Marketing, Sales, Supply Chain Management and Branding.
- Finance / Financial Management.
- Leadership experience and understanding of significant organisations, their process, strategies, planning etc.
- Auditing, Taxation, Risk Advisory.
- Governance Practices, Compliance.

Given below is the list of core skills expertise, competence of the individual directors:

Skill description	Mr. A.Ravikumar Reddy	Mrs. A.Nina Reddy	Mr. A.Sudhakar Reddy	Mr. S. Sridhara Rao	Mr. A.Tarun Reddy	Mrs. Nivruti
Corporate Strategy, Business Corporate Strategy, Business	✓	✓	✓	✓	✓	✓
Marketing, Sales, Supply Chain Management and Branding	✓	✓	✓	-	✓	✓
Finance / Financial Management	✓	-	-	✓	✓	-
Leadership experience and understanding of significant organisations, their process, strategies, planning etc.	✓	✓	✓	✓	✓	✓
Auditing, Taxation, Risk Advisory	✓	✓	-	✓	-	-
Governance Practices, Compliance	✓	-	-	✓	-	-

### 3. AUDIT COMMITTEE

The Audit Committee has been constituted as required under section 177 of the Companies Act, 2013, read with Listing Regulations.

#### 3.1 Brief description of terms and reference.

- a) Oversight of the company's financial reporting process and the disclosure of its financial information.
- b) Reviewing with the management the annual financial statements and auditor's report thereon before submission to the board for approval.
- c) Evaluation of internal financial controls and risk management systems.
- d) Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
- e) Approval of payment of statutory auditors for any other services rendered by the statutory auditors.

It comprises entirely of Independent Directors and Non- Executive Director. Each member of the committee has the relevant experience in the field of finance and accounting. The Chairman of the Audit Committee is Mr.S.Sridhara Rao, Chartered Accountant. The primary objective of the Audit Committee is to ensure accurate, timely and proper disclosures and transparency, integrity and quality of financial reporting.

The Audit Committee meetings held on 10.06.2021, 28.06.2021, 12.08.2021, 13.11.2021, 15.11.2021 and 07.02.2022 during the financial year 2021-22.

#### 3.2. Composition of the Audit Committee meetings and attendance:

S. No.	Name of the members	Chairperson/ Member	Number of meetings during the year 2021-22	
			Held	Attended
1	Mr.S.Sridhara Rao	Chairperson	6	6
2	Mr.A.Sudhakar Reddy	Member	6	6
3	Mr.A.Tarun Reddy	Member	6	5

The Committee members had separate discussion with Statutory Auditors as well as internal auditors without the presence of management team. During the year 2021-22, the audit committee had such a meeting on February 07, 2022.

#### 4. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee meetings were held on 12.08.2021, 27.12.2021, and 07.02.2022 during the financial year 2021-22.

##### 4.1. Brief Description of terms and reference:

- a) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees.
- b) Formulation of criteria for evaluation of independent directors and the Board.
- c) Devising a policy on Board diversity
- d) Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.

##### 4.2 Composition of the Committee meetings and attendance:

S.No.	Name of the members	Chairperson/ Member	No. of meeting held	Meeting attended
1	Mr.S.Sridhara Rao	Chairperson	3	3
2	Mr.A.Sudhakar Reddy	Member	3	3
3	Mr.A.Tarun Reddy	Member	3	3

#### EXTRACT OF THE NOMINATION AND REMUNERATION POLICY

The committee shall evaluate the performance of the Managing Director by setting his key performance indicators at the beginning of each financial year. The committee shall ensure that his key performance indicators are aligned with the goals of the Company. The committee shall also approve the compensation package of the Managing Director and Whole-time Director. The compensation structure shall include basic salary, perquisites, commission, etc. The committee shall ensure that the compensation packages are in accordance with applicable law, in line with the Company's objectives, shareholders' interest, with industry standards and have an adequate balance between fixed and variable component. All the recommendations of the committee shall be referred to the Board for approval. The committee shall evaluate the performance of the senior management personnel of the Company. The committee shall also provide an overview of the remuneration payable to key managerial persons as defined under the Act and senior

management of the Company. The committee shall ensure that the remuneration to the key managerial persons and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

The Committee shall determine the Commission payable to the Non-Executive Directors after taking into the account their role for the decision making at meetings of the Board / Committees participation and time spent as well as providing major inputs and supporting highest level of Corporate Governance and Board effectiveness. It shall be within the overall limits fixed by the shareholders of the Company as per the provisions of the Companies Act, 2013 and rules made thereunder,

**(i) The details of remuneration paid to the Executive and Non Executive Directors are given below:**

S. No.	Name of the Directors	Category of Director	Salary Per annum	Bonus Stock Option, Pension Retirement Benefits etc	Sittings Fees for Board / Committee Meeting
1.	Mr. A. Ravikumar Reddy	MD - Executive	9000000	Nil	Nil
2.	Mrs. A. Nina Reddy	JMD - Executive	9000000	Nil	Nil
3.	Mr. A. Tarun Reddy	Non - Executive	Nil	Nil	67,500
4.	Mrs. A. Nivruti	Non - Executive	Nil	Nil	65,000
5.	Mr. A. Sudhakar Reddy	Non – Executive Independent Director	Nil	Nil	87,500
6.	Mr. S. Sridhara Rao	Non – Executive Independent Director	Nil	Nil	1,06,750

**(ii) Consideration and recommendation to the Board the revision, and fixation of remuneration for KMP's.**

The Board at its meeting held on 12th august 2021 approved the revision in the increase in the remuneration of Mr.N.S.Mohan, Company Secretary of the Company by Rs.40000/- per month from Rs.1,65,522 per month to Rs. 2,05,522 per month w.e.f. 1st July.2021.

The Committee recommend the Board at its meeting held on 27th December 2021, approved the appointment of Mr.R.Siddharth as a Company Secretary of Company at the remuneration of Rs.1,72,010 per month w.e.f. 01.01.2022.

The Chairman informed the Board that in view of the general revision in salary to all the employees of the company and the Board noted the increase in the remuneration of Mr.CH Mahesh Kumar, Chief Financial Officer of the company by Rs.15,000/- per month from Rs.75,000/- per month to Rs.90,000/- per month w.e.f. 1st January, 2022 as recommended by the Nomination and Remuneration Committee.

**(iii) Details of fixed component. and performance linked incentives along with the performance criteria;**

The remuneration being paid to Mr. A. Ravikumar Reddy, Managing Director and Mrs. A. Nina Reddy, Joint Managing Director is fixed component. There is no performance linked incentives for them.

**(iv) Service contracts, notice period, severance fees;**

As far as service contract is concerned, the Managing Director Mr. A. Ravikumar Reddy, was appointed for a period of 5 years from 1-2-2019 to 31-01-2024 as per the Special Resolution which was passed by the members on 9th January 2019. Similarly, the Joint Managing Director Mrs.A.Nina Reddy was appointed for a period of 5 years from 28-10-2018 to 27-10-2023 as per the Special Resolution which was passed by the members on 9th January, 2019.

There is no notice period and severance fees for the Managing Director and Joint Managing Director.

(v) Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.

The company has not issued any stock option during the year under review.

**5. STAKEHOLDERS RELATIONSHIP COMMITTEE:**

The Company has the Stakeholders Relationship Committee (SRC) has been constituted as required under section 178 (5) of the Companies Act, 2013, read with Listing Regulations.

**5.1. Brief description of Terms of Reference**

- Formulation of shareholders servicing plans and policies in line with the Company's Corporate Governance plans and policies and develop the standards thereof
- Monitoring and reviewing the mechanism of share transfers, dematerialisation process, sub- divisions, consolidations, issue of duplicate certificates etc. and to determine and set standards for processing of the same.
- Monitoring and reviewing the mechanism of share transfers, dematerialisation process, sub- divisions, consolidations, issue of duplicate certificates etc. and to determine and set standards for processing of the same
- Determining the standards for resolution of shareholders grievance.
- Resolving the grievances of the security holders of the listed entity
- Review of measures taken for effective exercise of voting rights by shareholders.

## 5.2. Composition of the Committee meetings and attendance:

The committee consists of the following members. The meeting of the Stakeholders Relationship Committee (SRC) was held on 07.02.2022.

Sl. No.	Name of the Members	Category	No. of meetings held	No. of meetings attended
1	Mr. A. Tarun Reddy	Chairperson	1	1
2	Mr. A. Sudhakar Reddy	Member	1	1
3	Mr. A. Ravikumar Reddy	Member	1	1
4	Ms. A. Nivruti	Member	1	1

## 5.3. Details of the Compliance Officer :

Mr.R.Siddharth, Company Secretary, and is also secretary to all the Committees.

## 5.4. Number of shareholders complaints received and redressed during the year:

Opening Balance	Number of Complaints received during the year	Number of complaints redressed during the year	Closing Balance
NIL	3	3	NIL

## 6. SHARE TRANSFER COMMITTEE:

The Share Transfer Committee were held on 09.04.2021, 29.04.2021, 29.06.2021, 31.08.2021, 15.09.2021, 24.11.2021, 21.12.2021 and 15.02.2022.

### 6.1. Brief description of Terms of Reference:

- The transfer deed requests received by the company are processed and transferred within the stipulated period.
- No valid transfer request remained pending for transfer to the transferees as on 31.03.2022.
- All requests for dematerialisation of shares are processed and confirmed through the concerned depository.

### 6.2. Composition of the Committee meetings and attendance:

Sl. No.	Name of the Members	Chairperson/ Member	No. of meetings held	No. of meetings attended
1	Mr.A.Ravikumar Reddy	Chairperson	3	3
2	Mr.A.Sudhakar Reddy	Member	3	3



## 7. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Board has constituted a Corporate Social Responsibility (CSR) Committee under Section 135 of the Companies Act, 2013, read with Listing Regulations.

In compliance with the provisions under section 135 of the Companies Act 2013, the board has constituted CSR committee to review the existing CSR policy. The Board also empowered the Committee to look into matters related to sustainability and overall governance.

### 7.1. Brief description of Terms of Reference:

- a) The Committee's prime responsibility is to assist the Board in discharging its social responsibilities by way of formulating and monitoring implementation of the framework of 'corporate social responsibility policy',
- b) Observe best practices of Corporate Governance at all levels, and to suggest remedial measures wherever necessary. The Corporate Social Responsibility Committee Comprises of Mrs. A. Nina Reddy as Chairman,

### 7.2. Composition of the Committee meetings and attendance:

The Meeting of Corporate Social Responsibility Committee was held on 28.06.2021.

Sl. No.	Name of the Members	Chairperson/ Member	No. of meetings held	No. of meetings attended
1	Mrs. Nina Reddy	Chairperson	1	1
2	Mr.A.Ravikumar Reddy	Member	1	1
3	Mr.A.Sudhakar Reddy	Member	1	1

## 8. INDEPENDENT DIRECTORS' MEETING

During the year, the Independent Directors met on 07th February, 2022 inter alia, to discuss:

- a) Evaluation of the performance of Non Independent Directors and the Board of Directors as a whole;
- b) Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Directors.
- c) Evaluation of the quality, quantity and timelines of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

## 9. GENERAL BODY MEETINGS

**Location and time for the last three Annual General Meetings and the details of the special resolutions passed :**

For the financial year	Venue	Date	Time	Special Resolutions
2018-19	The Music Academy, No.168, T.T.K. Road, Chennai - 600 014.	05.09.2019	03.15 PM	Re-appointment of Mr. A. Sudhakar Reddy as an Independent Director.
2019-20	Through Video Conferencing /Other Audio Visual Means	21.09.2020	3.00 PM	1. Revision in remuneration of Mr. A. Ravikumar Reddy, Managing Director  2. Revision in remuneration of Mrs. A. Nina Reddy, Joint Managing Director
2020-21	Through Video Conferencing /Other Audio Visual Means	24.09.2021	02.45 PM	NIL

The Resolutions of 52nd Annual General Meeting held on 24-09-2021 were passed by means of remote E-Voting and the e-voting cast by the members of the company at the time of the meeting. The resolutions were passed with requisite majority.

The Chairman of the Audit Committee Mr. S.Sridhara Rao attended the Annual General Meeting held on 24.09.2021.

## 10. DETAILS OF POSTAL BALLOT PROCESS CONDUCTED DURING THE YEAR 2021-22

During the year under review, the Company has not conducted any "Postal Ballot" under Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014.

As of now, there is no proposal to pass Special Resolution through Postal Ballot Process

### Procedure of Postal Ballot.

### Procedure to be Followed for Conducting Business Through Postal Ballot

a. To send a notice to all the shareholders, along with a draft resolution explaining the

reasons therefor and requesting them to send their assent or dissent in writing on a postal ballot because postal ballot means voting by post or through electronic means within a period of thirty days from the date of dispatch of the notice.

- b. The notice shall be sent either (a) by Registered Post or speed post, or (b) through electronic means like registered e-mail id or (c) through courier service for facilitating the communication of the assent or dissent of the shareholder to the resolution within the said period of thirty days.
- c. An advertisement shall be published at least once in a vernacular newspaper in the principal vernacular language of the district in which the registered office of the company is situated, and having a wide circulation in that district, and at least once in English language in an English newspaper having a wide circulation in that district, about having dispatched the ballot papers and specifying therein, inter alia, the following matters, namely:-
  - (i) a statement to the effect that the business is to be transacted by postal ballot which includes voting by electronic means;
  - (ii) the date of completion of dispatch of notices;
  - (iii) the date of commencement of voting;
  - (iv) the date of end of voting;
  - (v) the statement that any postal ballot received from the member beyond the said date will not be valid and voting whether by post or by electronic means shall not be allowed beyond the said date;
  - (vi) a statement to the effect that members, who have not received postal ballot forms may apply to the company and obtain a duplicate thereof; and
  - (vii) contact details of the person responsible to address the grievances connected with the voting by postal ballot including voting by electronic means.
- d. The notice of the postal ballot shall also be placed on the website of the company forthwith after the notice is sent to the members and such notice shall remain on such website till the last date for receipt of the postal ballots from the members.
- e. The Board of directors shall appoint one scrutinizer, who is not in employment of the company and who, in the opinion of the Board can conduct the postal ballot voting process in a fair and transparent manner.
- f. The scrutinizer shall be willing to be appointed and be available for the purpose of ascertaining the requisite majority.

- g. Postal ballot received back from the shareholders shall be kept in the safe custody of the scrutinizer and after the receipt of assent or dissent of the shareholder in writing on a postal ballot, no person shall deface or destroy the ballot paper or declare the identity of the shareholder.
- h. The scrutinizer shall submit his report as soon as possible after the last date of receipt of postal ballots but not later than seven days thereof;
- i. The scrutinizer shall maintain a register either manually or electronically to record their assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholder, number of shares held by them, nominal value of such shares, whether the shares have differential voting rights, if any, details of postal ballots which are received in defaced or mutilated form and postal ballot forms which are invalid.
- j. The postal ballot and all other papers relating to postal ballot including voting by electronic means, shall be under the safe custody of the scrutinizer till the chairman considers, approves and signs the minutes and thereafter, the scrutinizer shall return the ballot papers and other related papers or register to the company who shall preserve such ballot papers and other related papers or register safely.
- k. The assent or dissent received after thirty days from the date of issue of notice shall be treated as if reply from the member has not been received.
- l. The results shall be declared by placing it, along with the scrutinizer's report, on the website of the company.

#### **11. MEANS OF COMMUNICATION :**

Financial results, quarterly/half yearly results, are published within the stipulated period in English and vernacular newspapers. Address of our official website is [www.saverahotel.com](http://www.saverahotel.com) where the above information is also displayed. E-Mail ID for the Investor Grievance is [cs@saverahotel.com](mailto:cs@saverahotel.com). The Shareholders can send their grievances to this exclusive E-Mail ID. And also shareholders can send their grievances through <http://scores.gov.in> SEBI Complaints Redress System.

The company presents all the relevant information to the Stock Exchanges from time to time as stipulated under the Listing Regulations.

#### **12. GENERAL SHAREHOLDER INFORMATION**

- a) 53rd Annual General Meeting of the Company for the financial year 2021-22 will be held on Friday, the 12TH September, 2022. through Video Conferencing Mode at the Registered Office of the Company at No.146 Dr.Radhakrishnan Road, Chennai 600 004.

## b) Financial Calendar for the year 2022-23 (Tentative)

Results for the quarter ended	Tentative date
JUNE 2022	Before Second Week of August, 2022
SEPTEMBER, 2022	Before Second week of November, 2022
DECEMBER, 2022	Before Second week of February, 2023
MARCH, 2023	Before 30th May, 2023

c) Date of Book Closure –06.09.2022 to 12.09.2022 (both days inclusive).

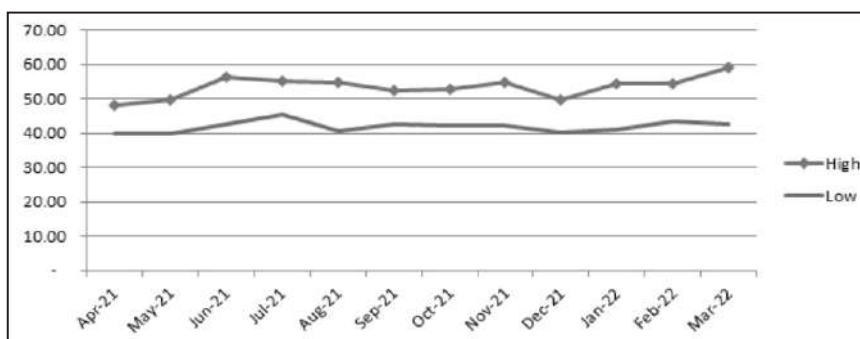
d) Your company's shares are listed / traded in the following stock exchanges:  
BSE Ltd., Phiroze Jeejeebhai Towers Dalal Street, Mumbai 400 001.  
The Listing Fees for the financial year 2022-23 has been paid to the BSE Ltd.

e) Stock Code of the Company  
BSE : 512634  
ISIN No. of the company : INE104E01014

f) Market price data - The highest price traded in BSE Limited, Mumbai per share was Rs.58.95 and the lowest price per share was Rs.40.00 during the year.

Month	Open Price ₹	High Price ₹	Low Price ₹	Close Price ₹	No. of shares	No. of Trades	Total Turnover
Apr-21	44.30	47.95	40.00	44.45	20,625	228	8,80,047
May-21	43.10	49.70	40.05	45.00	10,4489	443	45,48,519
Jun-21	44.90	56.50	42.55	48.65	67,428	1118	32,84,035
Jul-21	47.35	55.30	45.30	50.65	1,56,451	819	80,99,122
Aug-21	53.65	54.90	40.50	44.20	3,63,645	679	1,74,05,215
Sep-21	49.85	52.65	42.60	47.30	1,58,831	708	79,02,442
Oct-21	49.90	53.00	42.25	49.80	56,480	798	27,76,413
Nov-21	52.45	54.90	42.30	47.50	54,499	590	27,28,991
Dec-21	46.25	49.85	40.10	44.65	41,790	443	18,86,627
Jan-22	49.85	54.25	41.00	49.00	88,454	868	42,65,286
Feb-22	47.10	54.45	43.30	49.40	47,602	621	23,59,951
Mar-22	50.45	58.95	42.60	53.10	1,63,794	610	82,70,127

g. Performance in comparison to broad based indices such BSE sensex. Is as follows:



h. The securities are not suspended from trading.

i. Registrars & Share Transfer Agents and Share Transfer System

The Company has already appointed M/s. Cameo Corporate Services Limited, Chennai as the Share Transfer Agents. Whenever the company receives the share transfers, transmission, split, duplicate certificates, etc., the same are done within the stipulated period. For any assistance regarding demat, remat, share transfers, transmission, duplicate share certificates, change of address and other matters, please write to the Share Transfer Agents at the address given in the "address for correspondence column", quoting your folio number/client ID and DP ID.

j). **Distribution of share holdings as on 31.03.2022**

Total Nominal Value	Rs.11,92,80,000
Nominal value of each equity share	Rs.10/- each
Total number of shares	11928000
Distinctive Nos.	1 to 11928000

**Distribution of share holdings as on 31.03.2022**

Share holding	No. of holders	% to total No. of shareholders	Nominal value of shares (₹)	% to capital
10-100	3726	63.5077	82203	0.6891
101-500	1609	27.4245	388958	3.2608
501-1000	232	3.9543	187547	1.5723
1001-2000	103	1.7555	171054	1.4340
2001-3000	42	0.7158	108871	0.9127
3001-4000	26	0.4431	93794	0.7863
4001-5000	16	0.2727	74273	0.6226
5001-10000	46	0.7840	337509	2.8295
10001-Above	67	1.1419	10483791	87.8922
<b>Total</b>	<b>5867</b>	<b>100</b>	<b>11928000</b>	<b>100</b>

**k). shareholding Pattern as on 31.03.2022 (PAN Based)**

Category of Share holders	No. of shareholders	Total No. of shares	No. of shares held in dematerialised form	% to capital
Promoter and Promoter Group	16	7378334	7378334	61.86
FI / Banks	36	937912	937912	7.86
Body Corporate	-	-	-	-
Individual shareholders holding nominal share capital up to Rs.2 lakh	5601	1556283	1198646	13.05
Individual shareholders holding nominal share capital in excess of Rs.2 lakh	32	1586677	1567477	13.30
Clearing member	7	2375	2375	0.02
HUF	145	273614	273614	2.29
NRIs	28	20837	20837	0.17
Trust	-	-	-	-
Unclaimed Suspense Account	1	50740	50740	0.43
IEPF	1	121228	121228	1.02
Total	5867	11928000	11565163	100

**l) DEMATERIALISATION OF SHARES AND LIQUIDITY**

The equity shares of the company shall be traded compulsorily in dematerialised form only. The company has already entered into agreements with the Depositories NSDL and CDSL so as to provide the members to hold the shares in dematerialised form.

Around 96.96% of the shareholdings of the Company have already been dematerialised as on 31st March, 2022.

**m) UNIT LOCATION****SAVERA HOTEL**

No.146 Dr. Radhakrishnan Road,  
Chennai - 600 004,  
Tamil Nadu  
Phone : 044 - 28114700

## II. ADDRESS FOR CORRESPONDENCE

Shareholders may correspond at the address given below, quoting folio number/Client ID and DP ID:

Company's Registered Office & Secretarial Dept.	Company's Registrars & Share Transfer Agents
Company Secretary M/s. Savera Industries Limited New No.146, Dr. Radhakrishnan Road, Chennai - 600 004. Tamilnadu  Tel. No. 044-28114700 Fax No. 044-28113475 Email: cs@saverahotel.com	M/s. Cameo Corporate Services Ltd., UNIT: Savera Industries Limited 'Subramanian building' No.1, Club House Road Chennai - 600 002 Tamilnadu  Tel No. 044-28460390 Fax No. 044-28460129 Email: cameo@cameoindia.com

### Foreign Exchange Risk :

Foreign Exchange can influence the company as follows:

Drop in exchange rates can affect the:

- amount realized when the bills are paid in forex.
- cost of machinery imported when paid in forex.

**Credit Ratings :** Agency Name : CRISIL

Long Term loan – CRISIL BBB/Stable

Short Term Loan– CRISILA3+

### 13. Other Disclosures

- a. There is no material significant related party transactions that may have potential conflict with the interest of the company at large (as per the SEBI (LODR) Regulations, 2015. The policy for related party transactions has been posted on the Company's website [www.saverahotel.com](http://www.saverahotel.com). The related party transactions were recommended by the Audit Committee and the placed before the Board for its approval. If the threshold limit exceeds, the company shall seek the members approval.
- b. There has been no instance of non-compliance by the company on any matter related to Capital Markets during the last three financial years and hence SEBI, the Stock Exchanges had not imposed penalties.
- c. Further, during the last three financial years the BSE Limited had withdrawn the fine of



Rs.5,31,000/- levied on the Company relating to non-compliance of the Board composition under Regulation 17 of Listing Regulation, based on the submission made by the Company relating to compliance.

- d. The Company has adopted a whistle blower policy and has established the necessary vigil mechanism for employees and directors to report concerns about unethical behaviour. The company affirms that no person has been denied access to the chairman of the audit committee. The Whistle blower policy has been posted on the Company's website [www.saverahotel.com](http://www.saverahotel.com)

**e. Compliances of Mandatory / Non-mandatory Requirements**

**Mandatory Requirements**

The company has complied with all the mandatory requirements of Corporate Governance norms as enumerated under SEBI (LODR) Regulations 2015. The company has not adopted any non mandatory requirements.

- f. Policy on Material subsidiary :

Though the company has framed a policy on material subsidiary and posted the same on its website : [www.saverahotel.com](http://www.saverahotel.com)., presently there is no subsidiary for the company.

- g. Risk Management Committee

The provisions of Risk Management Committee shall not apply to our company. However as per the Companies Act, 2013, the company has policy on Risk Management and is mitigating risks periodically.

- h. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) . : Not Applicable.

- i. A certificate from a company secretary in practice is obtained that none of the directors on the Board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board / Ministry of Corporate Affairs or any such statutory authority.

- j. Where the board had not accepted any recommendation of any committee of the Board which is mandatorily required , in the relevant financial year, the same to be disclosed along with reasons thereof : NIL

- k. Total fees for all services paid by the company to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part : Total amount paid to the Statutory Auditor is Rs. 9,90,000/- ( for Statutory audit fee Rs. 9,00,000 lakhs and for other services Rs. 90,000/-)

- l. Disclosures in relation to the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013

No. of Complaints filed during the financial year	:	Nil
No. of complaints disposed of during the financial year	:	Nil
No. of complaints pending as on end of the financial year	:	Nil

- m. Particulars of loans, guarantees and investments under section 186 of the companies act, 2013 - NIL

**14. NON COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT –**

Fully complied.

**15. EXTENT TO WHICH DISCRETIONARY REQUIREMENTS ARE ADOPTED.**

- (a) The Board :

The composition of the Board of Directors, Committees of the Board are in line with the provisions of SEBI (LODR) Regulations 2015, and other applicable laws.

- (b) Shareholders Rights :

The company is publishing the financial results in English and Tamil Newspapers and also posting its financial results on its website [www.saverahotel.com](http://www.saverahotel.com). Hence quarterly / half yearly declaration of financial performance is not being sent to each shareholder individually.

- (c) Modified opinion in audit report.

There is no such modified opinion in the audit report.

- (d) Separate posts of Chairperson & Chief Executive Officer.

In the meeting of the Board of Directors of the company held on 07th Feb 2022, Mr.A.Sudhakar Reddy, an Independent and Non Executive Director was appointed as the regular Chairman for the Board for a period upto 21.09.2024.

- (e) Reporting of Internal Auditor.

The internal Auditor is directly reporting to the Audit Committee and the Board of Directors.

**16. a. REPORT ON CORPORATE GOVERNANCE:**

The Company regularly submits the report on corporate governance to the Stock Exchanges within the prescribed period on quarterly, half-yearly and yearly basis. A certificate from the Practicing Company Secretary of the company on Corporate Governance is attached as an annexure to this Report.

- b. MD / CFO Certification :

As required under regulation 17 (8) of SEBI (LODR) Regulations 2015, the Managing Director and Chief Financial Officer have furnished the necessary certificate to the Board of Directors with respect to the Financial Statements and the Cash Flow Statement for the year ended 31-03-2022.

- c. Code of Conduct ; The members of the Board and Senior Management Personnel have affirmed the compliance with the code applicable to them during the year ended 31-03-2022. The Annual Report of the company contains a certificate issued by the Managing Director in this report.

d. Prevention of Insider Trading

Pursuant to the requirements of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, our Company has adopted a Code of Conduct for prevention of Insider Trading. This Code is applicable to all Board members/officers/designated employees. The objective of this code is to prevent purchase and/or sale of shares of the Company by an insider on the basis of unpublished price sensitive information.

e. Secretarial Standards Relating To Board Meetings

The Secretarial and the operating practices generally followed by our Company are in line with the Standards on Secretarial practice relating to meetings of the Board and Committees stipulated by The Institute of Company Secretaries of India even if such laid down standards are recommendatory in nature.

f. Unclaimed suspense account :

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	313	53140
Shareholders who approached the company for transfer of shares from suspense account during the year	2	1300
Shareholders to whom shares were transferred from the suspense account during the year	1	1000
Shareholders whose shares are transferred to the demat account of the IEPF Authority as per section 124 of the Act.	11	1400
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2022	301	50740

f. Details Of Directors Seeking Appointment/Re-Appointment In The Forthcoming Annual General Meeting (In Pursuance Of Regulation 36 Of SEBI (LODR) Regulations, 2015)

The details are provided in the Explanatory Statement to the Notice of 53rd AGM of the Company.

g. **Dissemination of information on Company's website :**

The Company has posted the following information as required under SEBI (LODR) Regulations 2015 on the company's website.

- Terms and conditions of appointment of Independent Directors.
- Composition of various committees of Board of Directors.
- Code of conduct of Board of Directors and Senior Management Personnel.
- Details of establishment of vigil mechanism / Whistle Blower Policy.
- No payment is made to the non executive director, other than sitting fees for attending the Board & Committee meeting.
- Policy on dealing with related party transactions
- Policy for determining 'material' subsidiaries.

For and on behalf of the Board

Place : Chennai  
Date: 5th August 2022

A. Ravikumar Reddy  
Managing Director

A. Nina Reddy  
Joint Managing Director

**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  
SAVERA INDUSTRIES LIMITED  
No. 146, Dr. Radhakrishanan Road,  
Mylapore, Chennai – 600004

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s. SAVERA INDUSTRIES LIMITED having CIN L55101TN1969PLC005768 and Registered Office at No.146, Dr. Radhakrishanan Road, Mylapore, Chennai – 600004 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub-clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its Officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 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.

S.No.	Name of the Director	DIN	Date of appointment in Company
1.	Mrs. A NINA REDDY	00144797	30.01.1999
2.	Mr. A RAVIKUMAR REDDY	00145372	01.09.1994
3.	Ms. A NIVRUTI	00576167	31.01.2007
4.	Mr. A TARUN REDDY	01521977	21.01.2004
5.	Mr. A SUDHAKAR REDDY	01898228	06.06.2008
6.	Mr. S SRIDHARA RAO	06927991	13.08.2014

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 **A K JAIN & ASSOCIATES**  
Company Secretaries

Place: Chennai  
Date: 23.05.2022

**PANKAJ MEHTA**  
Partner  
M.No.A29407  
UDIN: A029407D000363532

**Declaration by the Managing Director under Regulation 26 (3)  
of SEBI (Listing Obligations and Disclosures Requirements)  
Regulations 2015 regarding adherence to the code of conduct.**

To  
The Members of  
Savera Industries Limited

Pursuant to Regulation 26 (3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, I, A.Ravikumar Reddy, Managing Director of the company, hereby confirm that all the members of the Board and the Senior Management Personnel of the company, have confirmed the compliance to the Code of Conduct of the Company, during the year ended 31st March, 2022.

Place : Chennai  
Date : 05.08.2022

A.Ravikumar Reddy  
Managing Director

## CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members of  
SAVERA INDUSTRIES LIMITED

1. We have examined the compliance of conditions of corporate governance by M/s. Savera Industries Limited ("the Company") for the year ended 31st March 2022, as prescribed in regulation 17 to 27, clauses of regulation 46 and paras C, D and E of Schedule V to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR")
2. We state that the compliance of conditions of Corporate Governance is the responsibility of the management, and our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In our opinion, and to the best of our information and according to the explanations given to us, We certify that the Company has complied with the conditions of Corporate Governance as stipulated in the aforesaid provisions of LODR.
4. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company

For M. FRANCIS & ASSOCIATES  
Practising Company Secretaries

M. Francis B.com, F.C.S  
Proprietor  
FCS No.10705  
CP No.14967

Place: Chennai  
Date : 05.08.2022  
UDIN: F010705D000718093

## INDEPENDENT AUDITORS' REPORT

**To the members of Savera Industries Limited**

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

### Opinion

1. We have audited the accompanying Financial Statements of **M/s. Savera Industries Limited** (the "Company"), which comprise the Balance Sheet as at 31st March 2022, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows, Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of the Significant Accounting Policies and other explanatory information (herein after referred to as "financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards Prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, "IndAS" and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2022, and its Loss, its cash flow and changes in equity for the year ended on that date.

### Basis for Opinion

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

### Emphasis of Matter

4. We draw attention to Note 43(viii) mentioned under Other Significant Disclosures to the financial statements, which describes the possible effect of uncertainties relating to COVID-19 pandemic on the Company's financial performance as assessed by the Management.
5. Our opinion is not modified in respect of this matter.



### Key Audit Matters

6. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matters	How our audit addressed the key audit matter
<p><b>Refer Note 43 (viii) mentioned under Other Significant Disclosures to the financial statements – “Impact due to the Corona Virus (Covid-19) scare”</b></p> <p>On 11th March 2020, the World Health Organisation declared the Novel Coronavirus (COVID-19) outbreak to be a pandemic. The Indian Government/State Government has imposed lockdowns across the country in the year 2020 and due to the second wave in May 2021 which has continued in the whole of the financial year 2020-21 and 2021-22 albeit certain relaxations during the latter part of the financial years. These lockdowns and restrictions due to COVID-19 pandemic posed significant challenges to the businesses of the Company. This required the Company to assess impact of COVID-19 on its operations.</p> <p>The Company assessed the impact of COVID-19 on the future cash flow projections and the Company also prepared a range of scenarios to estimate financing requirements.</p>	<p>Our procedures in relation to evaluation of Management’s assessment of the appropriateness of going concern assumption included the following:</p> <ul style="list-style-type: none"> <li>• Obtained an understanding of the process followed by the Management for the going concern evaluation which includes preparation of cash flow forecasts and liquidity analysis.</li> <li>• We evaluated the design and implementation of relevant controls and the operating effectiveness of such internal controls which inter-alia includes reasonableness of the input data considered and assumptions used in preparing the cash flow forecasts for the immediate future.</li> <li>• Compared the forecasted Statement of Profit and Loss and Cash Flows with the Company’s business plan approved by the Board of Directors</li> <li>• Obtained an understanding of key assumptions adopted by the Company in preparing the forecasted statement of profit and loss and cash flow and assessed the consistency thereof with our expectations based on our understanding of the Company’s business</li> <li>• Assessed the forecasted Statement of Profit and Loss and Cash Flow by considering plausible changes to the key assumptions adopted by the Company.</li> </ul>

Key audit matters	How our audit addressed the key audit matter
<p>The evaluation of Management’s assessment of going concern assumption and basis of accounting used by the management of the Company in the preparation of its standalone financial statements is identified as a Key Audit Matter.</p>	<ul style="list-style-type: none"> <li>• Obtained the cash flow forecasts prepared by the Management and tested the inputs and assumptions used in the cash flow forecasts with reference to historical performance, internal and external sources of information about the hospitality industry and the Company’s strategy.</li> <li>• Tested the reasonableness of the cash flows prepared by the Management with reference to various measures undertaken by the Company considering the COVID-19 pandemic.</li> <li>• Performed sensitivity analysis on the key input variables used in cash flow forecasts to assess the impact of change on the overall cash flows and if the same are within the tolerable limits.</li> </ul> <p>Performed the following procedures as mitigating factors:</p> <ul style="list-style-type: none"> <li>• Obtained understanding of borrowing facilities available to the Company;</li> <li>• Assessed impact of Government’s announcement to lift the lockdown restrictions phased manner and Company’s plan in relation to the same;</li> <li>• Assessed disclosures made in the financial statements with regard to the above.</li> </ul>
<p><b>Impairment assessment of Property, Plant and Equipment (PPE)</b></p> <p>In view of the losses made by the Company and due to significant management and auditor judgement involved in impairment testing, we identified this matter as a Key Audit Matter.</p>	<p>At the end of each year, management reviews the carrying amount of the assets to determine if there is any indication of impairment loss.</p> <p>The estimation of the recoverable amount of the assets involves management judgements and is dependent on certain assumptions and significant inputs including estimated revenues, which are affected by expected future market or economic conditions of the hospitality industry.</p> <p>If any such indication exists, management assesses the recoverable amount of those assets.</p>

Key audit matters	How our audit addressed the key audit matter
	<p>We obtained an understanding, evaluated the design and tested the operating effectiveness of controls over the Company's review process over impairment testing of property and equipment, including controls over management's review of the significant assumptions. Our testing of the Company's impairment assessment included, among other procedures:</p> <ul style="list-style-type: none"> <li>• Understanding the management's and those charged with governance (TCWG)'s process for estimating the recoverable amount of the assets.</li> <li>• Evaluating the significant assumptions and testing the completeness and accuracy of the underlying data used by the Company to develop the expected future cash flows, if applicable, for their properties.</li> <li>• Evaluating the historical accuracy of the management's assessment by comparing the past estimates to the current year actual performance of the company.</li> <li>• Comparing the significant assumptions used by management to current industry and economic trends, changes to the Company's strategy and other relevant factors.</li> <li>• Validating key assumptions used and the rationale adapted for those assumptions</li> </ul>

### Information Other than the Financial Statements and Auditor's Report Thereon

7. The Company's Management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Report for example, Corporate overview, key Highlights, Director's Report, etc., but does not include the financial statements and our Auditor's report thereon.
8. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
9. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

10. 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.

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

11. 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 financial statements that give a true and fair view of the financial position, financial performance, including other Comprehensive income, cash flows and changes in equity of the company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
12. In preparing the 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.
13. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibility for the Audit of the Financial Statements**

14. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
15. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- a. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion,

forgery, intentional omissions, misrepresentations, or the override of internal control.

- b. 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 the financial statements in place and the operating effectiveness of such controls.
  - c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and Board of Directors.
  - d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - e. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
16. 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.
  17. 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.
  18. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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

19. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the 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.

20. As required by Section 143 (3) of the Act, we report that:
- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
  - e. On the basis of the written representations received from the Directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors are disqualified as on 31st 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 the financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B'.
  - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to explanations given to us:
    - i. The Company has disclosed the impact of pending litigations as at 31st March, 2022 on its financial position in Note 43(i)(B) of its financial statements.
    - ii. The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31st March 2022.
  - iv.
    - a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, 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 on behalf of the Ultimate Beneficiaries;
    - b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, 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;

c) Based on such audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations made by the Board of Directors of the Company under sub-clause (a) and (b) hereinabove contain any material misstatement.

v. The Company has not declared any dividend during the current year.

21. With respect to other matters to be included in the Auditors’ Report in accordance with the requirements of 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) which are required to be commented upon by us.

**For S. Venkatram & Co. LLP,**  
Chartered Accountants  
FRN : 004656S/S200095

Place : Chennai.  
Date : 28th May, 2022

**R Vaidyanathan**  
Partner  
M.No. 18953  
UDIN: 22018953AJULUB5023

## ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 19 of our report of even date to the members of Savera Industries Limited (the "Company") on the financial statements for the year ended 31st March 2022, we report based on the information and explanation produced/furnished to us by the Company and based on such checks we considered appropriate and necessary that:

1. In respect of Property, Plant and Equipment and Intangible Assets:
  - 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 and details of Intangible Assets.
  - b. The Company has a regular program of physical verification of its Property, Plant and Equipment which, in our opinion, 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. The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements are held in the name of the company.
  - d. 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 the information and explanation given to us, there are no proceedings initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Therefore, the provisions of sub clause (e) of clause (i) of Paragraph 3 of CARO 2020 are not applicable.

### 2. In respect of Inventories:

- a. The inventory has been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable and the coverage and procedure of such verification by the management is appropriate. The Company has maintained proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- b. The Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of immovable assets i.e., land and building and not against the current assets of the Company. We have been informed by the Company that no data with regard the current assets have been submitted during the year by the Company to its bankers in relation to the working capital limits sanctioned to it. Therefore, the provisions of sub clause (b) of clause (ii) of Paragraph 3 of CARO 2020 are not applicable.



### 3. In respect of Investments made, provision of guarantee or security:

- a. The Company has not provided any guarantee or security or granted any loan or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or any other parties but has made investment in companies.
- b. In our opinion, the investments made by the Company are not prejudicial to the Company's interest.

The other provisions of sub clause (c) to (f) of clause (iii) of Paragraph 3 of CARO 2020 are not applicable.

4. The Company has complied with the provisions of 186 of the Act, in respect of making investments. The Company has not given any loan or guarantee or provided any security to any party covered under Section 185 and 186 of the Act.
5. In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of the Act and the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Act, and the rules framed thereunder. Therefore, the provisions of clause (v) of Paragraph 3 of the CARO 2020 are not applicable to the Company.
6. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Act for the business activities carried out by the Company. Thus, reporting under clause (vi) of paragraph 3 of the CARO 2020 is not applicable to the Company.

### 7. In respect of Statutory Dues:

- a. The Company has been regular in depositing undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues with the appropriate authorities during the year and there are no undisputed statutory dues as at 31st March, 2022, for a period of more than six months from the date they became payable.
- b. There are no dues of Income Tax or Sales Tax or Service Tax or Duty of Customs or Duty of Excise or Value Added Tax or Goods and Services Tax that have not been deposited as on 31st March, 2022 with the appropriate authorities on account of any dispute except as stated below:

#### (i) Incomes Tax Matters

Nature of Due	Amount Disputed net of amount paid under dispute (Rs. in lakhs)	Period to which amount relates	Forum where dispute is pending
Income Tax	19.38	AY 2018-19	Commissioner of Income Tax (Appeals), Chennai

(ii) TDS Traces: TDS outstanding as per TRACES amounting to ₹ 0.85 Lakhs

8. As per the explanations provided to us, there were no transactions which are not recorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
9. With respect of Repayment of loans and other borrowings:
- The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
  - The Company has not been declared as willful defaulter by any bank or financial institution or other lender.
  - The term loans were applied for the purpose for which the loans were obtained.
  - Based on our examination of books of the company, no funds were raised on short term basis which have been utilized for long term purposes.

Since the Company doesn't have any subsidiaries, associates or joint ventures the sub clause (e) and (f) of clause (ix) of paragraph 3 of the CARO 2020 is not applicable to the Company

**10. With respect to Public offers and allotment of shares:**

- The Company has not raised any moneys by way of Initial Public offer or further public offer (including debt instruments) during the year.
- The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially, or optionally convertible) during the year.

Therefore, the provisions of sub clause (a) and (b) of clause (x) of Paragraph 3 of CARO 2020 are not applicable.

**11. With respect to Fraud:**

- No fraud by the Company or any fraud on the Company has been noticed or reported during the year.
- There are no reports filed under sub-section (12) of section 143 of the Act in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- There were no whistle-blower complaints received during the year by the Company.

Therefore, the provisions of sub clause (a) to (c) of clause (xi) of Paragraph 3 of CARO 2020 are not applicable.

12. The Company has neither carried on the business of Nidhi nor reported as a Nidhi company, hence, reporting under sub clause (a) to (c) of clause (xii) of Paragraph 3 of CARO 2020 is not applicable to the Company.
13. In our opinion, the Company is in compliance with Section 177 and 188 of the Act, where

applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in Note 42 to the financial statements as required by the applicable accounting standards.

**14. With respect to Internal Audit System:**

- a. In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- b. We have considered the report of the Internal Auditors upto the date of this report.

15. The Company has not entered into any non-cash transactions with its directors or persons connected with such directors. Therefore, reporting under clause (xv) of Paragraph 3 of CARO 2020 is not required.

16. The Company is not a Non-Banking Finance Company and is not required to register under section 45-IA of Reserve Bank of India Act, 1934 (2 of 1934). Therefore, the reporting of sub clause (a) to (d) of clause (xvi) of Paragraph 3 of CARO 2020 are not applicable.

17. The Company has not incurred any cash losses during the financial year. However, the Company has incurred a cash loss of Rs. 61.01/- lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditor of the Company during the year. Therefore, reporting under clause (xviii) of Paragraph 3 of CARO 2020 is not required.

19. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the 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 indicating that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

**20. In respect of unspent CSR amount:**

- a) The Company has not transferred the amount remaining unspent amounting to ₹ 7.18/- lakhs in respect of other than ongoing projects, to a Fund specified in Schedule VII to the Act till the date of our report. However, the time period for such transfer i.e. six months of the expiry of the financial year as permitted under the second proviso to sub-section (5) of section 135 of the Act, has not elapsed till the date of our report.

- b) There are no ongoing projects which are being carried by the Company in respect of corporate social responsibility (CSR) activities. Therefore, reporting under sub clause (b) clause (xx) of Paragraph 3 of CARO 2020 is not applicable.
21. Since the consolidated financial statements are not applicable to the Company, the reporting of clause (xxi) of Paragraph 3 of CARO 2020 are not applicable.

**For S. Venkatram & Co. LLP,**  
Chartered Accountants  
FRN : 004656S/S200095

Place : Chennai.  
Date : 28th May, 2022

**R Vaidyanathan**  
Partner  
M.No. 18953  
UDIN: 22018953AJULUB5023

## **ANNEXURE 'B' TO INDEPENDENT AUDITORS' REPORT**

**Report on the Internal Financial Controls Over Financial Reporting with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

***Referred to in paragraph 20(f) of our report of even date to the members of Savera Industries Limited (the "Company") on the financial statements for the year ended 31st March 2022.***

1. We have audited the internal financial controls over financial reporting with reference to the financial statements of M/s. Savera Industries Limited (the "Company") as of 31st March, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

2. The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (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 Act.

### **Auditor's Responsibility**

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company with reference to the financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls over financial reporting. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of

the risks of material misstatement of the financial statements, whether due to fraud or error.

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

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

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

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

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

#### **Opinion**

8. In our opinion, to the best of our information and according to the explanations given to us, the Company has maintained, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2022, based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For S. Venkatram & Co. LLP,**  
Chartered Accountants  
FRN : 004656S/S200095

Place : Chennai.  
Date : 28th May, 2022

**R. Vaidyanathan**  
Partner  
M.No : 18953  
UDIN: 22018953AJULUB5023

### Balance Sheet as at 31st March, 2022

Particulars	Note No.	As at 31.03.2022 ₹ in Lakhs	As at 31.03.2021 ₹ in Lakhs
<b>ASSETS</b>			
<b>1 Non Current Assets</b>			
(a) Property, Plant & Equipment	1	5,109.49	5,318.38
(b) Right of Use Assets	2	132.16	165.10
(c) Capital Work in Progress	3	-	-
(d) Investment Property		-	-
(e) Other Intangible Assets	4	1.48	2.23
(f) Financials Assets		-	-
(i) Investments	5	327.17	242.17
(ii) Loans	6	-	-
(iii) Other Financial Assets	7	66.36	260.68
(g) Other Non-Current Assets		-	-
<b>Sub Total - A</b>		<b>5,636.66</b>	<b>5,988.56</b>
<b>2 Current Assets</b>			
(a) Inventories	8	19.50	22.14
(b) Financial Assets			
(i) Investments		-	-
(ii) Trade receivables	9	66.02	62.71
(iii) Cash and Cash Equivalents	10	74.17	132.48
(iv) Bank balances (other than above)	10	716.13	486.14
(v) Loans	11	-	-
(vi) Other Financials Assets	12	34.73	66.97
(c) Current tax Assets (Net)	13	46.49	32.66
(d) Other Current Assets	14	91.78	64.88
(e) Contract Assets	43 ii.B.	0.41	7.75
<b>Sub Total - B</b>		<b>1,049.23</b>	<b>875.73</b>
<b>Total Assets (A + B)</b>		<b>6,685.89</b>	<b>6,864.29</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity share capital	15	1,192.80	1,192.80
(b) Other equity	16	4,578.53	4,608.64
<b>Sub Total - A</b>		<b>5,771.33</b>	<b>5,801.44</b>
<b>LIABILITIES</b>			
<b>1 Non-current liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	17	-	5.84
(ii) Lease Liabilities	18	65.47	110.63
(iii) Other Financial Liabilities	19	7.84	35.84
(b) Provisions	20	96.77	95.43
(c) Deferred tax liabilities (net)	40	-	-
(d) Other non-current liabilities		-	-
<b>Sub Total - B</b>		<b>170.08</b>	<b>247.74</b>
<b>2 Current liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	21	64.44	310.88
(ii) Lease Liabilities	22	82.61	79.97
(iii) Trade Payables	23		
-Total outstanding dues of Micro Enterprises and Small Enterprises		5.99	3.74
-Total outstanding dues of Creditors other than Micro Enterprises and Small Enterprises		76.23	89.93
(iv) Other Financial Liabilities	24	215.61	185.07
(b) Current tax Liabilities (Net)	25	-	-
(c) Other Current Liabilities	26	130.76	62.55
(d) Contract Liabilities	43 ii.B.	39.68	31.75
(e) Provisions	27	129.16	51.22
<b>Sub Total - C</b>		<b>744.48</b>	<b>815.11</b>
<b>Total Equity and Liabilities (A + B + C)</b>		<b>6,685.89</b>	<b>6,864.29</b>

The Significant Accounting Policy and accompanying notes 1 to 43 are an integral part of the Financial Statements

As per our attached Report of even date

For and on behalf of the Board

For **S. VENKATRAM & CO. LLP**

Chartered Accountants

Firm Regd No.004656S/ S200095

R Vaidyanathan

Partner (M.No : 18953)

Place : Chennai

Date: 28th May 2022

A. Ravikumar Reddy  
Managing Director (DIN : 00145372)

Siddharth R  
Company Secretary

A. Nina Reddy  
Joint Managing Director (DIN: 00144797)

CH Mahesh Kumar  
Chief Financial Officer

### Statement of Profit and Loss Account for the period ended 31st March 2022

Particulars	Note	As at 31.03.2022 ₹ in Lakhs	As at 31.03.2021 ₹ in Lakhs
<b>INCOME</b>			
I Revenue from Operations	28	3,194.66	1,962.37
II Other Income	29	104.41	114.32
<b>III Total Income (I+II)</b>		<b>3,299.07</b>	<b>2,076.69</b>
<b>IV EXPENSES</b>			
Cost of Materials Consumed	30	514.51	293.39
Change in inventory of Stock-in-trade	31	35.43	20.45
Employee Benefit Expenses	32	1,192.50	815.04
Finance Cost	33	42.60	44.92
Depreciation & Amortization	34	257.00	371.77
Provision For Doubtful Debts		-	10.49
Operating and Other Expenses	35	1,306.76	931.71
<b>Total Expenses (IV)</b>		<b>3,348.80</b>	<b>2,487.77</b>
<b>V Profit /(Loss) before exceptional items and tax (III-IV)</b>		<b>(49.73)</b>	<b>(411.08)</b>
<b>VI Exceptional items</b>		<b>(20.31)</b>	<b>(42.69)</b>
<b>VII Profit/(Loss) before tax (V-VI)</b>		<b>(70.04)</b>	<b>(453.77)</b>
<b>VIII Tax expense</b>			
(i) Current Tax	36 (i)	-	-
(ii) Deferred Tax	36 (ii)	-	(43.97)
(iii) Earlier Year Tax	36 (iii)	10.24	-
<b>IX Profit /(Loss) for the period (VII-VIII)</b>		<b>(80.28)</b>	<b>(409.80)</b>
<b>X Other Comprehensive Income</b>			
A (i) Items that will not be reclassified to profit or loss:			
- Remeasurement of defined benefit plans		(37.18)	44.05
- Equity Instruments through Other Comprehensive Income		87.34	91.77
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that will be reclassified to profit or loss:		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
<b>XI Total Comprehensive Income for the period (IX + X)</b>		<b>(30.12)</b>	<b>(273.98)</b>
<b>XII Earnings per share</b>			
(1) Basic		(0.67)	(3.44)
(2) Diluted		(0.67)	(3.44)

The Significant Accounting Policy and accompanying notes 1 to 43 are an integral part of the Financial Statements

As per our attached Report of even date

For **S. VENKATRAM & CO. LLP**

Chartered Accountants

Firm Regd No.004656S/ S200095

R Vaidyanathan  
Partner (M.No : 18953)  
Place : Chennai  
Date: 28th May 2022

For and on behalf of the Board

A. Ravikumar Reddy  
Managing Director (DIN : 00145372)

A. Nina Reddy  
Joint Managing Director (DIN: 00144797)

Siddharth R  
Company Secretary

CH Mahesh Kumar  
Chief Financial Officer



### Statement of Changes in Equity as at 31.03.2022 and 31.03.2021

#### A. Equity Share Capital

(1) Current reporting period:

₹ in Lakhs

Balance at 1st April, 2021	Changes in equity share capital due to prior period errors	Restated balance at the beginning of the current reporting period	Change in Equity Share Capital during the year	Balance at 31st March, 2022
1,192.80	-	-	-	1,192.80

(2) Previous reporting period:

₹ in Lakhs

Balance at 1st April, 2020	Changes in equity share capital due to prior period errors	Restated balance at the beginning of the current reporting period	Change in Equity Share Capital during the year	Balance at 31st March, 2021
1,192.80	-	-	-	1,192.80

#### B. Other Equity

₹ in Lakhs

Particulars	Reserves and Surplus		
	General Reserve	Retained Earnings	Other Comprehensive Income
<b>Balance as at 01st April 2020</b>	<b>700.00</b>	<b>4,079.88</b>	<b>102.74</b>
Changes in accounting policy or prior period errors	-	-	-
<b>Restated balance at the beginning of the reporting period, April 01, 2020</b>	<b>700.00</b>	<b>4,079.88</b>	<b>102.74</b>
Profit for the year	-	(409.80)	-
Items that will not be reclassified to profit or loss - Remeasurement of defined benefit plans	-	-	44.05
Items that will not be reclassified to profit or loss -Fair value of financial assets through Other Comprehensive Income	-	-	91.77
Income tax on items that will not be reclassified to profit or loss	-	-	-
Transferred to General Reserve	-	-	-
Final and Interim Dividend Paid (including Dividend Distribution Tax)	-	-	-
<b>Balance as at 31st March 2021</b>	<b>700.00</b>	<b>3,670.08</b>	<b>238.56</b>
Changes in accounting policy or prior period errors	-	-	-
<b>Restated balance at the beginning of the reporting period, April 01, 2021</b>	<b>700.00</b>	<b>3,670.08</b>	<b>238.56</b>
Profit for the year	-	(80.28)	-
Items that will not be reclassified to profit or loss - Remeasurement of defined benefit plans	-	-	(37.18)
Items that will not be reclassified to profit or loss -Fair value of financial assets through Other Comprehensive Income	-	-	87.34
Income tax on items that will not be reclassified to profit or loss	-	-	-
Transferred to General Reserve	-	-	-
Final and Interim Dividend Paid (including Dividend Distribution Tax)	-	-	-
<b>Balance as at 31st March 2022</b>	<b>700.00</b>	<b>3,589.80</b>	<b>288.72</b>

Opening Balance and Closing Balance of the Retained Earnings includes revaluation reserve existing prior to 1st April 2016 amounting to ₹ 1334.86/- lakhs and to the aforesaid extent the balance in the said reserve cannot be distributed to the shareholders as dividend.

The Significant Accounting Policy and accompanying notes 1 to 43 are an integral part of the Financial Statements

As per our attached Report of even date

For and on behalf of the Board

For **S. VENKATRAM & CO. LLP**

Chartered Accountants  
Firm Regd No.004656S/ S200095

A. Ravikumar Reddy  
Managing Director (DIN : 00145372)

A. Nina Reddy  
Joint Managing Director (DIN: 00144797)

R Vaidyanathan  
Partner (M.No : 18953)  
Place : Chennai  
Date: 28th May 2022

Siddharth R  
Company Secretary

CH Mahesh Kumar  
Chief Financial Officer

### Statement of Cash Flows for the Year ended 31.03.2022

The Statement of Cash Flows has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard - 7 on Statement of Cash Flows .

(₹ in Lakhs)

Particulars	Year ended 31.03.2022 ₹ in lakhs	Year ended 31.03.2021 ₹ in lakhs
<b>Cash flow from Operating Activities</b>		
Net profit before tax, exceptional and extra ordinary items (excluding OCI)	(49.73)	(411.07)
Add/Less: Other Comprehensive Income before tax	50.16	135.82
Net profit before tax, exceptional and extra ordinary items (including OCI)	0.43	(275.25)
Add/Less: Exceptional and extra ordinary items	(20.31)	(42.69)
Net profit before tax and after exceptional and extra ordinary items (including OCI)	- (19.88)	- (317.94)
Adjustments for		
(Profit)/Loss on sale of fixed assets	20.72	(0.44)
Assets written off	-	42.69
Reversal Of Provision for Doubtful Debts	(6.39)	-
Rent Concession received	(13.12)	(48.07)
Provision For Doubtful Debts	-	10.49
Bad Debts	19.91	7.34
Gain on Fair Valuation on Deposits	(1.48)	(4.50)
Gain on Lease Termination	(9.15)	(3.22)
(Gain)/Loss on Fair Valuation of Investments	(87.34)	(91.77)
Interest Expenses	26.96	21.90
Interest On Lease Liabilities	15.64	23.02
Dividend and Interest Income	(42.50)	(34.40)
Depreciation and Amortisation Expenses	256.99	371.77
	180.24	294.81
<b>Operating profit before working capital changes</b>	<b>160.36</b>	<b>(23.13)</b>
<b>Adjustments for Changes in Assets and Liabilities</b>		
(Increase)/Decrease in Inventories	2.64	4.03
(Increase)/Decrease in Trade Receivables	(16.83)	29.20
(Increase)/Decrease in Loans (Current)	-	32.55
(Increase)/Decrease in Other financial Assets (Non Current)	194.32	(122.56)
(Increase)/Decrease in Loans(Non Current)	1.48	4.05
(Increase)/Decrease in Other Current Assets	(26.90)	22.53
(Increase)/Decrease in Contract Assets	7.34	(4.94)
Increase/(Decrease) in Contract Liabilities	7.94	(64.63)
Increase/(Decrease) in Other Financial Liabilities (Non Current)	(28.00)	1.04
Increase/(Decrease) in Other Financial Liabilities (Current)	34.33	(90.95)
Increase/(Decrease) in Trade Payable (Current)	(11.46)	(25.88)
Increase/(Decrease) in Other Current Liabilities	68.21	(86.59)
Increase/(Decrease) in Long Term Provisions	1.34	(2.42)
Increase/(Decrease) in Short Term Provisions	77.94	(24.25)
	312.35	(328.82)
<b>Cash generated from Operations</b>	<b>472.71</b>	<b>(351.95)</b>
Income taxes (paid)/Refund	(24.04)	(24.86)
<b>Net cash from Operating Activities (A)</b>	<b>448.67</b>	<b>(376.81)</b>

Particulars	Year ended 31.03.2022 ₹ in lakhs	Year ended 31.03.2021 ₹ in lakhs
<b>Cash flow from Investing Activities</b>		
Purchase of Fixed Assets	(29.44)	(27.69)
Sale of Fixed Assets	29.54	0.21
(Increase)/Decrease in Other Financial Assets (Current)	32.23	23.15
(Increase)/Decrease in Other Bank Deposits	(233.77)	26.04
Dividend/ Interest Income Received	42.50	34.42
Net (Increase)/Decrease in Non- Current Investments	2.34	-
<b>Net cash used in Investing Activities (B)</b>	<b>(156.60)</b>	<b>56.13</b>
<b>Cash flow from Financing Activities:</b>		
Proceeds from Borrowings (Net)	-	-
Repayment of Borrowings	(16.46)	(14.97)
Payment of Lease Liabilities	(55.50)	(21.96)
Interest on Lease Liabilities	(15.64)	(23.02)
Dividend paid	-	-
Interest expense paid	(26.96)	(21.90)
<b>Net cash used in financial activities (C)</b>	<b>(114.56)</b>	<b>(81.85)</b>
<b>Net increase in cash and cash equivalents (A) + (B) + (C)</b>	177.51	(402.53)
<b>Cash and cash equivalents at beginning of the period</b>	(161.94)	240.59
<b>Cash and cash equivalents at end of the period</b>	<b>15.57</b>	<b>(161.94)</b>

**Cash and Cash Equivalents**

Cash and Cash Equivalents consist of balances with banks. Cash and cash equivalents included in the cash flow statements comprise the following balance sheet amounts

Particulars	AS AT 31.03.2022 ₹ in lakhs	AS AT 31.03.2021 ₹ in lakhs
- In Current Account (with Scheduled Banks)	46.58	47.32
- Cash on Hand	9.49	7.61
- Deposits with original maturity of less than 3 months	18.10	77.55
- Overdraft	(58.60)	(294.42)
<b>Total</b>	<b>15.57</b>	<b>(161.94)</b>

The Significant Accounting Policy and accompanying notes 1 to 43 are an integral part of the Financial Statements

As per our attached Report of even date  
For **S. VENKATRAM & CO. LLP**  
Chartered Accountants  
Firm Regd No.004656S/ S200095

R Vaidyanathan  
Partner (M.No : 18953)  
Place : Chennai  
Date: 28th May 2022

A. Ravikumar Reddy  
Managing Director (DIN : 00145372)

Siddharth R  
Company Secretary

For and on behalf of the Board

A. Nina Reddy  
Joint Managing Director (DIN: 00144797)

CH Mahesh Kumar  
Chief Financial Officer

## NOTES TO FINANCIAL STATEMENTS

*Notes forming part of the Financial Statements for the year ended 31st March 2022*

### **Note 1: SIGNIFICANT ACCOUNTING POLICIES**

#### **A) Corporate Information:**

Savera Industries Limited ("the Company") incorporated in November 1969, is engaged in the business of Hotelliering. Shares of the Company are listed in Bombay Stock Exchange Ltd (BSE).

#### **B) Statement of Compliance:**

The Financial Statements of the Company comply in all material aspects with Indian Accounting Standards (Ind AS) issued under section 133 of the Companies Act, 2013 notified under Companies (Indian Accounting Standards) Rules, 2015 (as amended) with and other relevant provisions of the Act. The Financial Statements have also been prepared in accordance with the relevant presentation requirements of the Companies Act, 2013. The Company adopted Ind AS from 1st April 2017.

#### **C) Changes in Schedule III Division II of Companies Act, 2013 notified and adopted by the Company:**

On 24th March 2021, the Ministry of Corporate Affairs ("MCA") through a notification, amended Schedule III of the Companies Act, 2013 to be effective from 1st April 2021. Key amendments relating to Division II which relate to companies whose financial statements are required to comply with Companies (Indian Accounting Standards) Rules 2015 are:

#### **In Balance Sheet**

- i) Lease liabilities should be separately disclosed under the head Financial Liabilities duly distinguished as current or non-current.
- ii) Certain additional disclosures in the statement of changes in equity.
- iii) Specified format for disclosure of shareholding of promoters.
- iv) Specified format for ageing schedule of trade receivables, trade payables, capital work-in-progress and intangible asset under development.
- v) If a company has not used funds for the specific purpose for which it was borrowed from banks and financial institutions, then disclosure of details of where it has been used.
- vi) Specific disclosure under regulatory such as compliance with approved schemes of arrangements, compliance with number of layers of companies, title deeds of immovable property not held in name of company, loans and advances to Promoters, Directors, Key Managerial Personnel (KMP) and related parties, details of benami property held, relationship with struck-off companies, financial ratios, etc.

#### **In Statement of Profit and Loss:**

Additional disclosures relating to undisclosed income and crypto or virtual currency

specified under the head “Other Statutory Information” in the notes forming part of the financial statements.

The amendments are extensive, and the Company has given effect to them as required by law in the current year financial statements to the extent applicable.

**D) Basis of Preparation:**

The Financial Statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair value, as explained in the accounting policies.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Fair value for measurement and/or disclosure purposes in these Financial Statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 116 – Leases, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of Assets.

The preparation of Financial Statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the Financial Statements, and the reported amounts of revenue and expenses during the year.

Estimates and the underline assumptions are reviewed on ongoing basis. The revision to the accounting estimates if material is recognized in the period in which the estimates are revised.

**E) Operating Cycle:**

All assets and liabilities have been classified as current or non-current as per the Company’s normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1

– Presentation of Financial Statements based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents.

**F) Policies:**

**a) Inventories**

Inventories of the Company comprise of food, beverages & operating supplies. Inventories are valued at lower of cost (calculated on weighted average basis) or net realizable value.

**b) Revenue Recognition:**

## **I. Income from Operations:**

Revenue is recognized when the Company satisfies a performance obligation by transferring control of the promised services/goods to a customer. The Company has identified its major sources of income from sale of rooms and other ancillary services, foods and beverages & other services, income from Gymnasiums and giving of franchisees. The basis of recognition of income is as detailed hereinunder:

### **i. Sale of rooms and other ancillary services:**

The Company provides accommodation along with other ancillary related services to its hotel guests for which the Company is entitled to a fixed fee for the tenor of stay and additional revenue as when the same is utilized by the guest. The fixed fee and fee for other ancillary services is payable on the departure of the guest. As the Company satisfies the performance obligations over time, and recognizes the revenue from room sales and from other guest services on a daily basis. The Company does not include the taxes in determining the transaction price as they are collected and remitted separately.

### **ii. Collections from Gymnasiums (Gym):**

The Company bills and collects from the customer at the time of joining for the services to be rendered over a period of time. The Company recognizes the amount received in advance as a contract liability and recognizes as income on the satisfaction of the performance obligation.

### **iii. Franchisee Income:**

The Company, for the use of its brands by third parties, is entitled to receive initial application fees and ongoing royalty fees usually under long-term contracts. The Company charges royalties as a percentage of turnover or a fixed fee on the basis of the terms of the agreement as defined in each contract. The Company recognizes the aforesaid income when the right to receive is established i.e. on accrual basis;

### **iv. Foods & Beverages and Other Services:**

The revenue from the services as to foods and beverages and allied services are recognized at the point at which the food and beverage and allied services relating to hotel operations are provided.

## **II. Interest & Dividend income:**

- a) Interest is accounted on accrual basis using the effective interest method.
- b) Dividend is recognized when the right to receive payment of the dividend is established.

### **c) Property, Plant and Equipment:**

- i. Property, Plant and Equipment are stated at cost (cost is inclusive of inward freight, duties and taxes and incidental expenses related to acquisition including applicable borrowing costs for qualifying assets) and is net of accumulated depreciation and impairment losses, if any.
- ii. Subsequent expenditures are capitalized only when it is probable that future

economic benefits associated with these will flow to the Company over a period of time.

- iii. Depreciation is provided on straight line basis over estimated useful life. The estimated useful life of the assets is as follows:

Particulars of Asset	Useful life
Building	60 years
Plant and Machinery	10 years
Office Equipment	05 years
Computers	03 years
Furniture and Fixtures	08 years
Vehicles	08 years

- iv. An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of 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 recognized in Statement of Profit and Loss.

**d) Long-term Investments:**

- i. Investments are initially recognized at cost which includes cost of acquisition, charges such as brokerage, fees and duties.
- ii. The Company treats its investments as a non-current only as they have been purchased not for trading.
- iii. Investments are individually measured at fair value and the gain or loss is recognized in "Other Comprehensive Income" as the Company has made an irrecoverable election to present the gains/loss due to changes in fair value between reporting dates in "Other Comprehensive Income".

**e) Intangible Assets:**

- i. Intangible Assets are initially measured at cost and amortized over a period of 10 years.
- ii. All Intangible Assets are tested for impairment. Amortization expenses and impairment losses and reversal of impairment losses are taken to the Statement of Profit and Loss.
- iii. Thus, after initial recognition, Intangible Assets are carried at its cost less accumulated amortization and/or impairment losses.

**f) Borrowing Costs:**

- i. Borrowing costs directly attributable to the acquisition, construction or production of

qualifying assets, which are assets that necessarily take a 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.

- ii. Other borrowing costs are recognized as an expense in the period in which they are incurred.

**g) Impairment of Assets:**

As at the end of each Balance Sheet date, the carrying amount of assets is assessed as to whether there is any indication of impairment by considering assets as a Cash Generating Unit (CGU). If any such indication exists and if the estimated recoverable amount is found to be less than its carrying amount, the impairment loss is recognized and assets are written down to their recoverable amount.

**h) Financial Assets and Liabilities:**

The Company recognizes all Financial Assets and Liabilities at Fair Value on inception and subsequent measurements are done at amortized cost.

**i) Foreign Currency Transaction:**

- i. The functional and presentation currency of the Company is Indian Rupees.
- ii. Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of the transactions.
- iii. Monetary items denominated in foreign currency and outstanding at the Balance Sheet date are restated at the exchange rate ruling at the Balance Sheet date.
- iv. Exchange differences arising on foreign currency transactions are recognized as income or expense in the period in which they arise.

**j) Segment Reporting:**

The Company's only business is Hoteliering and hence disclosure of segment wise information is not applicable under Ind AS 108 "Operating Segments". There is no Geographical segment to be reported since all the operations are undertaken in one geographical area.

**k) Earnings per Share:**

- i. Earnings per Share is calculated by dividing the Profit/Loss after Tax for the year attributable to ordinary equity shareholders by the weighted average number of ordinary shares outstanding during the period.
- ii. Diluted Earnings per Share is calculated by dividing the Profit after Tax/Loss for the period after adjusting dividends, interest and other charges (net of taxes) relating to dilutive potential ordinary shares by the weighted average number of shares outstanding during the period as adjusted for the effects of all dilutive potential equity shares.

**l) Income Taxes:**

- i. Current Tax is the amount of tax payable on the taxable income for the year as



determined in accordance with the provisions of Income Tax Act, 1961 (the "Act").

- ii. Deferred Tax is recognized using the Balance Sheet method, providing for temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred Tax Assets in excess of Deferred Tax Liability are recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred Tax Assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.
- iii. Deferred Tax Assets and liabilities are offset when there is legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on net basis, or to realize the asset and settle the liability simultaneously.
- iv. Income tax, in so far as it relates to items disclosed under other comprehensive income or equity, are disclosed separately under other comprehensive income or equity, as applicable.

**m) Employee Benefits:**

**A) Short Term:**

- i. The Company's Provident Fund scheme is a defined contribution plan. The contribution paid/payable is recognized during the period in which the employee renders the related service.
- ii. The Company's Employee State Insurance scheme is a defined contribution plan. The contribution paid/payable is recognized during the period in which the employee renders the related service.
- iii. All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. are recognized in the period in which the employee renders the related service. A liability is recognized for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

**B) Long Term:**

**i. Gratuity:**

- a. The Company has an arrangement with Life Insurance Corporation (LIC) for managing the Gratuity fund which is a defined benefit obligation.
- b. The cost of providing Gratuity benefits is calculated by independent actuary using the projected unit credit method. Service costs and net interest expense or income is reflected in the Statement of Profit and Loss. Gain or Loss on account of re-measurements is recognized immediately through other comprehensive income in the period in which they occur.

- c. The employees of the Company are entitled to compensated leave for which the Company records the liability based on actuarial valuation computed using projected unit credit method. These benefits are unfunded.

**ii. Earned Leave:**

The expected cost of compensated absences is determined by the Company by actuarial valuation performed by an independent actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the Balance Sheet date.

**n) Leases:**

In the year 2019-20, the Company has applied Ind AS 116 (as notified by the Ministry of Corporate Affairs on 30th March 2019) that is effective for annual periods that begin on or after 01st April 2019. Ind AS 116 'Leases' replaces Ind AS 17 'Leases'.

All leases are accounted for by recognizing a right-of-use asset and a lease liability except for:

- i. Leases of low value assets; and
- ii. Leases with a duration of 12 months or less

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

At the date of transition to Ind AS 116, the Company measures right-to-use asset at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognized in the Balance Sheet immediately before the date of transition to Ind AS.

The Company has applied the amendments to Ind AS 116 (paragraph 46A and 46B of IND AS 116, notified by MCA vide its notification dated 24th July 2020) that are effective for an annual period that begins on or after 01st April 2020. The amendments provide practical

relief to lessees in accounting for rent concessions occurring as a direct consequence of COVID-19, by introducing a practical expedient to Ind AS 116. The practical expedient permits a lessee to elect not to assess whether a COVID-19- related rent concession is a lease modification. A lessee that makes this election shall account for any change in lease payments resulting from the COVID-19-related rent concession the same way it would account for the change applying Ind AS 116 if the change were not a lease modification.

Further, in the current year the Company applies the amendments to Ind AS 116 (paragraph 46B of IND AS 116, notified by MCA vide its notification dated 18th June 2021). The amendments provide practical relief to lessees in accounting for rent concessions occurring as a direct consequence of COVID-19, by introducing a practical expedient to Ind AS 116 upto 30th June 2022.

Short Term Leases are recognised as expense in the Statement of Profit and Loss Account as and when they are accrued.

**o) Provisions and Contingent Liabilities:**

- i. Claims against the Company not acknowledged as debts are disclosed after a careful evaluation of the facts and legal aspects of the matter involved.
- ii. A provision is recognized, when the Company has the present obligation as result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which reliable estimate can be made.
- iii. Where no reliable estimate can be made or when there is a possible obligation or present obligations that may, but probably will not, require an outflow of resources, disclosure is made as Contingent Liability.
- iv. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.



**Note 1, 3, 4 : Property, Plant and Equipment, Capital Work In Progress, Intangible Assets**

₹ In lakhs

PARTICULARS	Impairment Loss			Net Block	
	As at 31.03.2020	For the period	As at 31.03.2021	As at 31.03.2022	As at 31.03.2022
<b>A. Property, Plant &amp; Equipment</b>					
Land	-	-	-	3,645.41	3,645.41
Buildings	-	-	-	797.56	777.18
Plant & Machinery	95.22	-	95.22	636.71	494.12
Furniture & Fixtures	98.91	-	98.91	167.08	132.99
Vehicles	1.95	-	1.95	61.65	47.83
Office Equipment	0.36	-	0.36	9.97	11.97
<b>Total</b>	<b>196.44</b>	-	<b>196.44</b>	<b>5,318.38</b>	<b>5,109.49</b>
<b>B. Capital Work In Progress</b>					
The Brew Room- VR Mall	-	-	-	-	-
<b>Total</b>	-	-	-	-	-
<b>C. Intangible Assets</b>					
Trademarks	-	-	-	0.01	0.01
Computer Software	-	-	-	2.22	1.47
<b>Total</b>	-	-	-	<b>2.23</b>	<b>1.48</b>
<b>Grand Total</b>	<b>196.44</b>	-	<b>196.44</b>	<b>5,320.61</b>	<b>5,110.97</b>

1.1 The title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

1.2 The Land & Buildings & Immovable Assets of the Company situated at No. 146, Dr. Radhakrishnan Road, Chennai - 600004 included in the Property, Plant & Equipment is secured by First Charge on the facilities sanctioned by the Bank.

1.3 The Company has not revalued its Property, Plant and Equipment or its Intangible Assets during the current reporting period and immediately previous reporting period.

**NOTE 5 : Non - Current Investments**

₹ In lakhs

PARTICULARS	31.03.2022		31.03.2021	
	Face Value	Quantity	Face Value	Quantity
<b>Non - Trade Investments</b>				
Investment in Quoted Equity Instruments (Valued at Fair Value through Other Comprehensive Income)				
Oriental Hotels Limited	1	3,510	1	3,510
I.T.C. Limited	1	40,320	1	40,320
Indian Hotels Company Limited	1	6,851	1	5,998
Apollo Hospitals Limited	5	4,000	5	4,000
Central Bank of India	10	295	10	295
<b>TOTAL - A</b>		<b>300.32</b>		<b>211.71</b>
Investment in Unquoted Equity Instruments of Other Companies (Valued at cost)				
Clarion Wind Farms Private Limited	10	2,68,446	10	3,04,601
<b>TOTAL - B</b>		<b>26.84</b>		<b>30.46</b>
<b>TOTAL - A + B</b>		<b>327.17</b>		<b>242.17</b>

5.1 During the Financial Year 21-22 Indian Hotels Company Limited allotted 853 Shares amounting to ₹ 1.28 lakhs by way of Rights Issue.

Particulars	31.03.2021	
	₹ in Lakhs	₹ in Lakhs
Aggregate Market Value of Quoted Investments	300.32	211.71

**Note 2: Right of Use Assets**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
<b>Gross Carrying Value:</b>	165.10	241.02
Addition	78.05	58.98
Disposal	42.80	55.35
Transfer/ Adjustments	-	-
Gross Carrying Value	200.35	245.65
<b>Accumulated Depreciation:</b>		
Depreciation Expense	68.19	79.55
Transfer/ Adjustments	-	-
<b>Net Carrying Value</b>	<b>132.16</b>	<b>165.10</b>

**Note 6: Loans (Non Current)**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Unsecured, Considered Good:	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>

**Note 7: Other Financial Assets (Non Current)**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
<b>Unsecured, Considered Good:</b>		
Security Deposit	34.96	70.00
Rental Deposits (carried at amortised cost)	31.03	44.78
Public Utility Deposits	0.37	1.14
Deposits with Banks (refer note 7.1)	-	144.76
<b>TOTAL</b>	<b>66.36</b>	<b>260.68</b>

7.1. Deposits with Banks represents deposits having remaining maturity more than 12 months from the Balance Sheet date.

**Note 8: Inventories**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
<b>(Valued at lower of cost and net realisable value)</b>		
<b>Raw Materials</b>		
Food & Beverages	6.48	11.02
<b>Stock in trade (Goods purchased for resale)</b>		
Wine & Liquor	13.02	11.12
<b>TOTAL</b>	<b>19.50</b>	<b>22.14</b>

**Note 9: Current Trade receivables**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Considered good, Unsecured	66.02	62.71
Receivables which have significant increase in Credit Risk	23.41	27.97
Credit Impaired	-	-
	89.43	90.68
Less : Allowance for Doubtful debts	23.41	27.97
<b>TOTAL</b>	<b>66.02</b>	<b>62.71</b>

**9.1** Trade receivables are neither due from directors or other officers of the Company either severally or jointly with any other person, nor any trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.

**9.2** Refer Note No. 37iii for information about risk profile of Trade Receivables under Financial Risk Management.

₹ in Lakhs

A. Trade Receivable Ageing Schedule as at 31st March 2022	Outstanding from due date of payment					Total
	< 6 months	6 Months - 1 Year	1-2 Year	2-3 Year	More than 3 years	
Particulars						
(i) Undisputed Trade receivables -considered good	66.02	-	-	-	-	66.02
(ii) Undisputed Trade Receivables - Which have significant increased in credit risk	-	19.44	0.14	3.25	0.58	23.41
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(iv) Disputed Trade receivables -considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables -which have significant increased in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-
<b>Total</b>	<b>66.02</b>	<b>19.44</b>	<b>0.14</b>	<b>3.25</b>	<b>0.58</b>	<b>89.43</b>
Less : Allowance for Doubtful debts	-	19.44	0.14	3.25	0.58	23.41
<b>Net Trade Receivables</b>	<b>66.02</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>66.02</b>

₹ in Lakhs						
B. Trade Receivable Ageing Schedule as at 31st March 2021	Outstanding from due date of payment					
	Particulars	< 6 months	6 Months - 1 Year	1-2 Year	2-3 Year	More than 3 years
(i) Undisputed Trade receivables -considered good	62.71	-	-	-	-	62.71
(ii) Undisputed Trade Receivables - Which have significant increased in credit risk	-	27.44	0.03	-	0.50	27.97
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(iv) Disputed Trade receivables -considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables -which have significant increased in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-
<b>Total</b>	<b>62.71</b>	<b>27.44</b>	<b>0.03</b>	<b>-</b>	<b>0.50</b>	<b>90.68</b>
Less : Allowance for Doubtful debts	-	27.44	0.03	-	0.50	27.97
<b>Net Trade Receivables</b>	<b>62.71</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>62.71</b>

#### Note 10: Cash and Cash Equivalents

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
<b>Cash and Cash Equivalents</b>		
Current Account	46.58	47.32
Cash on Hand	9.49	7.61
Deposits with original maturity of less than 3 months	18.10	77.55
	<b>74.17</b>	<b>132.48</b>
<b>Other Bank Balances</b>		
Dividend Account	26.92	30.70
Deposits (refer note 10.1)	689.21	455.44
	<b>716.13</b>	<b>486.14</b>
<b>TOTAL</b>	<b>790.30</b>	<b>618.62</b>

10.1 Represents deposits with original maturity of more than 3 months having remaining maturity of less than or equal to 12 months from the Balance Sheet date.

#### Note 11: Loans (Current )

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Unsecured, Considered Good:	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>



**Note 12: Other Financials Assets (Current)**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
<b>Unsecured, Considered Good:</b>		
Rental Deposits (carried at amortised cost)	16.84	22.99
Advances to Employees	7.23	18.02
<b>Unsecured, Doubtful:</b>		
Rental Deposits (carried at amortised cost)	12.86	14.69
Less : Allowance for Doubtful Deposits	12.86	14.69
Interest Accrued on Fixed Deposits with Bank	10.64	25.96
Interest Accrued on TNEB	0.02	-
<b>TOTAL</b>	<b>34.73</b>	<b>66.97</b>

**Note 13: Current tax Assets (Net)**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Current Tax Assets (Net) (Refer note 13.1)	46.49	32.66
<b>TOTAL</b>	<b>46.49</b>	<b>32.66</b>

13.1 The closing balance of Current Tax Asset is net of Provision of tax.

**Note 14: Other Current Assets**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
<b>Advances other than capital advances:</b>		
Prepaid Expenses	61.23	46.87
Advance to suppliers	20.31	9.65
Balance with Revenue authorities	10.24	3.71
Net Defined Benefit Assets	-	4.52
Others	-	0.13
<b>TOTAL</b>	<b>91.78</b>	<b>64.88</b>

**Note 15: Equity share capital**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
<b>Authorized Share Capital:</b>		
1,20,00,000 equity shares of Rs.10 /- each	1,200.00	1,200.00
<b>Issued, Subscribed and paid-up Share capital:</b>		
1,19,28,000 Equity Shares of Rs.10 /- each fully paid up	1,192.80	1,192.80
<b>TOTAL</b>	<b>1,192.80</b>	<b>1,192.80</b>

### 15.1 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:

#### Equity Shares

Particulars	31.03.2022 No. of Shares	31.03.2021 No. of Shares
At the beginning of the year	1,19,28,000	1,19,28,000
Add: Changes in equity share capital due to prior period errors	-	-
Add: Shares Issued during the year	-	-
<b>At the end of the year</b>	<b>1,19,28,000</b>	<b>1,19,28,000</b>

### 15.2 Rights attached to Equity Shareholders:

The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company, after distribution of all preferential amount, in proportion to their shareholdings.

### 15.3 Shareholders holding equity shares more than 5 % of total issued Equity Share capital

Name of the Shareholder	31.03.2022		31.03.2021	
	No. of Shares	% of Holding	No. of Shares	% of Holding
A. Nina Reddy	20,96,742	17.58	20,95,812	17.57
A. Ravikumar Reddy	16,03,840	13.45	16,03,840	13.45
A. Priyamvadha	6,87,600	5.76	6,87,600	5.76
<b>TOTAL</b>	<b>43,88,182</b>	<b>36.79</b>	<b>43,87,252</b>	<b>36.78</b>

### 15.4 Promoter shareholding for the year ended 31st March 2022

Name of the Shareholder	31.03.2022		31.03.2021		% change during the year
	No. of Shares	% of total shares	No. of Shares	% of total shares	
A. Nina Reddy	20,96,742	17.58	20,95,812	17.57	0.04%
A. Ravikumar Reddy	16,03,840	13.45	16,03,840	13.45	-
A. Priyamvadha	6,87,600	5.76	6,87,600	5.76	-
Tarun Reddy A	4,32,800	3.63	4,32,800	3.63	-
Ruchi Agro Products Pvt Ltd	4,30,740	3.61	4,30,740	3.61	-
Shyam Enterprises Pvt Ltd	4,05,000	3.40	4,05,000	3.40	-
A.H.V.P Sindhu	3,00,000	2.52	3,00,000	2.52	-
A. Vanshika	3,00,000	2.52	3,00,000	2.52	-
A. Nivruti	2,91,820	2.45	2,91,820	2.45	-
A. Rithika	2,91,760	2.45	2,91,760	2.45	-
Amaravathi Restaurants Pvt Ltd	2,07,293	1.74	2,07,293	1.74	-
A. Shravya	2,04,100	1.71	2,04,100	1.71	-
Skandasundaram	1,08,639	0.91	-	-	100%
A. Revathi	18,000	0.15	18,000	0.15	-
<b>TOTAL</b>	<b>73,78,334</b>	<b>61.86</b>	<b>72,68,765</b>	<b>60.94</b>	

**Note 16: Other equity**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
<b>(i) General Reserve</b>		
As per last Balance Sheet	700.00	700.00
Add: Transfer from Retained Earnings	-	-
<b>Closing Balance (A)</b>	<b>700.00</b>	<b>700.00</b>
<b>(ii) Retained Earnings</b>		
As per Last Balance Sheet (Refer Note 16.1) (i)	3,670.08	4,079.88
Current Year Profit	(80.28)	(409.80)
<b>Less: Appropriations:</b>		
Transfer to General Reserve	-	-
Dividend (Interim)	-	-
Dividend Distribution Tax (Interim)	-	-
Dividend (Final)	-	-
Dividend Distribution Tax (Final)	-	-
<b>Total Appropriations during the current year</b>	<b>-</b>	<b>-</b>
Current Year Profit (net of appropriations) (ii)	(80.28)	(409.80)
<b>Closing Balance (B) (i) + (ii)</b>	<b>3,589.80</b>	<b>3,670.08</b>
<b>(iii) Other Comprehensive Income</b>		
Fair Value through Other Comprehensive Income (FVOCI)		
Opening Balance	238.57	102.74
Add: Additions during the year	50.16	135.82
Less: Deletions during the year	-	-
<b>Closing Balance (C)</b>	<b>288.73</b>	<b>238.56</b>
<b>TOTAL - (A)+(B)+(C)</b>	<b>4,578.53</b>	<b>4,608.64</b>

16.1. The Opening Balance and Closing Balance of the Retained Earnings includes a sum of Rs. 1,334.86 lakhs being revaluation reserve (created prior to 01st April 2016) and cannot be distributed to the shareholders as dividend.

**Note 17: Borrowings (Non - Current)**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Secured:		
Long- term Finance lease obligations - Hire Purchase	5.84	22.30
Less: Current maturities of Long-term Finance Lease Obligations - Hire Purchase	5.84	16.46
<b>TOTAL</b>	<b>-</b>	<b>5.84</b>

17.1 There are no charges or satisfaction of charges yet to be registered with Registrar of Companies beyond the statutory period.

#### Security

(i) The terms of repayment for the Finance lease is:

Terms of Repayment	Maturity Date	Interest Rate	Security
Monthly installment	FY 2022-23	8.35% to 11%	Finance lease obligations are secured against assets taken on lease.

#### Note 18: Lease Liabilities (Non - Current)

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Lease Liabilities	65.47	110.63
<b>TOTAL</b>	<b>65.47</b>	<b>110.63</b>

#### Note 19: Other Financial Liabilities (Non - Current)

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Rental Deposit	7.84	5.74
Caution Deposit	-	30.10
<b>TOTAL</b>	<b>7.84</b>	<b>35.84</b>

#### Note 20: Provisions (Non - Current)

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Provision for Employee Benefits	96.77	95.43
<b>TOTAL</b>	<b>96.77</b>	<b>95.43</b>

#### Note 21: Borrowings (Current)

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Current maturities of Long-term Term Loans	-	-
Current maturities of Long-term Finance Lease Obligations - Hire Purchase	5.84	16.46
Secured:		
Loan repayable on Demand	58.60	294.42
<b>TOTAL</b>	<b>64.44</b>	<b>310.88</b>

21.1 The amount sanctioned by the Bank is ₹ 5.00/- Crore, towards "Cent Business Overdraft" vide central bank overdraft (Cent Business) sanction letter dated 30.03.2022 excluding the existing non fund based bank guarantee limit of ₹ 3.06/- Crores. These facilities is secured by First Charge on the entire Land & Buildings & Immovable Assets of the Company situated at No. 146, Dr. Radhakrishnan Road, Chennai - 600004.

21.2 The rate of interest charged by the Bank (as at the date of the Balance Sheet) is 7% per annum.

**Note 22: Lease Liabilities (Current)**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Lease Liabilities (Current)	82.61	79.97
<b>TOTAL</b>	<b>82.61</b>	<b>79.97</b>

**Note 23: Trade Payables (Current)**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Total outstanding dues of Micro Enterprises and Small Enterprises	5.99	3.74
Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	76.23	89.93
<b>TOTAL</b>	<b>82.22</b>	<b>93.67</b>

₹ In lakhs

Trade Payables ageing schedule	Outstanding for following periods from due date of payment as at 31st March 2022				
	Particulars	Less than 1 Year	1-2 Year	2-3 Year	More than 3 years
MSME	5.99	-	-	-	5.99
Others	75.92	0.30	-	-	76.23
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>81.91</b>	<b>0.30</b>	<b>-</b>	<b>-</b>	<b>82.22</b>

₹ In lakhs

Trade Payables ageing schedule	Outstanding for following periods from due date of payment as at 31st March 2021				
	Particulars	Less than 1 Year	1-2 Year	2-3 Year	More than 3 years
MSME	3.74	-	-	-	3.74
Others	76.55	13.38	-	-	89.93
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>80.29</b>	<b>13.38</b>	<b>-</b>	<b>-</b>	<b>93.67</b>

**Note 24: Other Financial Liabilities (Current)**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Creditors for expenses	103.76	79.20
Dues to Employees	84.61	74.85
Unclaimed dividend	26.92	30.70
Caution Deposits	0.32	0.32
<b>TOTAL</b>	<b>215.61</b>	<b>185.07</b>

**Creditors for expenses includes the following:**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Professional Charges	33.32	26.98
Electricity Charges	27.08	7.55
General Expenses	22.63	17.76
Repairs and Maintenance	17.17	20.00
Lease Payable	3.29	6.56
Advertisement and Sales Promotion	0.27	0.35
<b>TOTAL</b>	<b>103.76</b>	<b>79.20</b>

**Note 25: Current tax Liabilities (Net)**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Current tax Liabilities (Net) (refer note 25.1)	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>

25.1 The closing balance of Current Tax Liability is net of Advance tax and Tax Deducted at Source.

**Note 26: Other Current Liabilities**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Statutory Liabilities	72.29	5.21
Advance from Customers	58.47	57.34
<b>TOTAL</b>	<b>130.76</b>	<b>62.55</b>

**Note 27: Provisions (Current)**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Provision for Employee benefits	129.16	51.22
<b>TOTAL</b>	<b>129.16</b>	<b>51.22</b>

**Note 28: Revenue from Operations**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Sale of rooms and other ancillary services	1,382.31	989.24
Foods & Beverages	1,416.13	655.47
Wine and Liquor	131.76	90.30
Gym Collections	125.23	138.37
Franchisee Income	7.62	4.80
Sanus Per Aquam (Spa) Collections	62.45	44.91
Banquets Halls	31.09	9.50
Other Services	38.07	29.78
<b>TOTAL</b>	<b>3,194.66</b>	<b>1,962.37</b>

**Note 29: Other Income**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
<b>Interest Income</b>		
Interest Income	38.13	28.61
<b>Dividend Income</b>		
Dividend from Investments	4.37	5.79
<b>Other Non Operating Income</b>		
Rent Concession Received	13.12	48.07
Gain on Lease Termination	9.15	3.22
Provision for Doubtful debts reversed	4.56	-
Rental Income	3.90	-
Provision for Deposits reversed	1.83	-
Gain on Fair Value Adjustment	1.48	4.50
Miscellaneous Income	27.87	23.69
Profit on sale of Assets	-	0.44
<b>TOTAL</b>	<b>104.41</b>	<b>114.32</b>

**Note 30: Cost of Materials Consumed**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
<b>Foods and Beverages</b>		
Opening Stock	11.02	11.28
Add: Purchases of Food and Beverages	503.55	290.65
	514.57	301.93
Less: Closing Stock	6.48	11.02
Cost of Food and Beverages consumed (A)	508.09	290.91
Purchase of Crockery and Cutlery (B)	6.42	2.48
<b>TOTAL - (A) + (B)</b>	<b>514.51</b>	<b>293.39</b>

**Note 31: Change in inventory of Stock-in-trade**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
<b>Wine and Liquor</b>		
Opening Stock	11.12	14.89
Add: Purchases	37.33	16.68
Less: Closing Stock	13.02	11.12
<b>TOTAL</b>	<b>35.43</b>	<b>20.45</b>

**Note 32: Employee Benefit Expenses**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Salary, Wages, Bonus and Allowances	1,035.51	695.15
Contribution to Provident and other Funds	80.60	73.49
Staff Welfare Expenses	76.39	46.40
<b>TOTAL</b>	<b>1,192.50</b>	<b>815.04</b>

**Note 33: Finance Cost**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Interest Expense	26.96	21.90
Interest On Lease Liabilities	15.64	23.02
<b>TOTAL</b>	<b>42.60</b>	<b>44.92</b>

**Note 34: Depreciation & Amortization**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
Depreciation and Amortization	188.81	292.22
Depreciation on Right of Use Assets	68.19	79.55
	-	-
<b>TOTAL</b>	<b>257.00</b>	<b>371.77</b>



**Note 35: Operating and Other Expenses**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
<b>Operating Expense:</b>		
Power and Fuel	271.32	220.65
Upkeep and Service Cost	119.38	92.08
Commission	88.59	32.07
Spa Expenses	31.23	19.96
Banquet Charges	15.40	8.98
Security Services	14.79	15.16
Repairs and Maintenance		
- Plant and Machinery	99.81	71.04
- Others	29.36	16.96
- Buildings	25.82	22.17
- Vehicles	14.36	10.19
Parking Expenses	1.13	0.67
Short Term Leases	-	9.50
Royalty	12.28	-
<b>Other Expenses:</b>		
Rates & Taxes	236.20	142.87
Professional Charges	98.78	83.90
Sales Promotion expenses	68.33	43.82
Postage and Telephone	32.23	32.96
Sundry Expenses	30.20	20.33
Payment to Chief Minister's Public Relief Fund	25.00	-
Insurance	21.54	23.53
Bad Debts	19.91	7.34
Short Term Leases	10.65	5.51
Printing and stationery	9.74	9.00
Travel expenses	8.88	7.81
Bank Charges	4.44	2.73
Directors Sitting Fees	3.22	1.25
Donation	2.00	1.95
Rental Expenses	1.82	-
Loss on Sale of Assets	0.40	-
Parking Charges	0.05	0.11
<b>Audit Fees</b>		
Statutory Audit	9.90	4.40
CSR Expenses	-	15.67
Subscription	-	9.10
<b>TOTAL</b>	<b>1,306.76</b>	<b>931.71</b>

**Note 36: Tax expense**

Particulars	31.03.2022 ₹ In lakhs	31.03.2021 ₹ In lakhs
<b>(i) Current Tax</b>		
In respect of the current year	-	-
	-	-
<b>(ii) Deferred Tax</b>		
In respect of the current year	-	(43.97)
	-	(43.97)
<b>(iii) Earlier Year Tax</b>		
In respect of the earlier years	10.24	-
	10.24	-
<b>TOTAL</b>	<b>10.24</b>	<b>(43.97)</b>

## 37 Financial Instruments:

### i. Financial Risk Management:

The Board takes the responsibility in overseeing the risk management plan for the company. The Risk Management Policy facilitates in identifying the risks associated with the operations of the company and in giving the suitable measures/solutions to mitigate the same. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuous basis.

The Financial Risks in a Business Entity can be classified as Market Risk, Credit Risk and Liquidity Risk. The status of these Risks at the Company is as brought out hereunder:

#### a) 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 Market risk consists of Foreign Currency Risk and Interest rate Risk. The company is not exposed to Foreign Currency Risk. The interest rate risk is the risk from the possibility that changes in interest rates will affect future cash flows of a financial instrument, principally financial debt. As on 31st March 2022, the company has only Hire Purchase loan. The Company is not exposed to any interest rate risk as the interest rate on Hire Purchase loan is fixed and not a floating rate.

#### b) 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. There are no significant concentrations of credit risk within the company. The debtors outstanding as at the Balance Sheet date is less than 180 days from the date of billing.

#### c) 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. The Company is taking all the necessary steps to recover from the covid-19 pandemic which has impacted the company's business.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date 31.03.2022.\*

Particulars	Carrying value	Less than 1 year	More than 1 year upto 3 years	Beyond 3 years	Total
	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs
Borrowings	64.44	64.44	-	-	64.44
Trade Payables	82.21	81.91	0.30	-	82.21
Lease Liabilities	148.07	82.61	65.47	-	148.08
Other Financial Liabilities	223.46	215.61	7.84	-	223.45
<b>Total</b>	<b>518.18</b>	<b>444.57</b>	<b>73.61</b>	<b>-</b>	<b>518.18</b>

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date 31.03.2021.\*

Particulars	Carrying value	Less than 1 year	More than 1 year upto 3 years	Beyond 3 years	Total
	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs
Borrowings	316.72	310.88	5.84	-	316.72
Trade Payables	93.67	93.67	-	-	93.67
Lease Liabilities	190.60	79.97	110.63	-	190.60
Other Financial Liabilities	220.91	185.07	35.84	-	220.91
<b>Total</b>	<b>821.90</b>	<b>669.59</b>	<b>152.31</b>	<b>-</b>	<b>821.90</b>

## ii. Fair Values Hierarchy

**A.** Financial assets and Financial liabilities measured at fair value in the statement of financial position are categorized into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1 - Quoted Prices (unadjusted) in active markets for financial instruments

Level 2 - The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data rely as little as possible on entity specific estimates

Level 3 - If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

### Financial Assets and Liabilities measured at fair value - recurring fair value measurements

As at 31st March 2022	Level 1 ₹ in Lakhs	Level 2 ₹ in Lakhs	Level 3 ₹ in Lakhs	Total ₹ in Lakhs
<b>Financial Assets:</b>				
<b>Investments</b>				
Equity Instruments				
Quoted (FVTOCI)	300.32	-	-	300.32
Unquoted (At Cost)	-	-	26.84	26.84
<b>Total Financial Assets</b>	<b>300.32</b>	<b>-</b>	<b>26.84</b>	<b>327.16</b>

### Financial Assets and Liabilities measured at fair value - recurring fair value measurements

As at 31st March 2021	Level 1 ₹ in Lakhs	Level 2 ₹ in Lakhs	Level 3 ₹ in Lakhs	Total ₹ in Lakhs
<b>Financial Assets:</b>				
<b>Investments</b>				
Equity Instruments				
Quoted (FVTOCI)	211.71	-	-	211.71
Unquoted (At Cost)	-	-	30.46	30.46
<b>Total Financial Assets</b>	<b>211.71</b>	<b>-</b>	<b>30.46</b>	<b>242.17</b>

**B. Valuation Techniques:**

- The Carrying value of financial assets and liabilities with maturities less than 12 months are considered to be representative of their fair value.
- Fair value of fixed interest rate financial assets and liabilities carried at amortised cost is determined by discounting the cash flows using a discounting rate equivalent to market rate applicable to similar assets and liabilities as at the balance sheet date.

C. There has been no change in the valuation methodology for Level 3 inputs during the year. The Company has not classified any material financial instruments under Level 3 of the fair value hierarchy. There were no transfers between Level 1 and Level 2 during the year.

**iii. The carrying value and fair value of Financial instruments by each category as at 31st March, 2022 were as follows:**

Sl. No	Particulars	Financial assets/ liabilities at amortised costs	Financial assets/ liabilities at FVTPL	Financial assets/ liabilities at FVTOCI	Total Carrying Value	Total Fair Value
		₹ in Lakhs	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs
<b>A.</b>	<b>Financial Assets</b>					
	(i) Investments	26.84	-	300.32	327.16	327.16
	(ii) Loans	-	-	-	-	-
	(iii) Other financial Assets	101.08	-	-	101.08	101.08
	(iv) Trade Receivables	66.02	-	-	66.02	66.02
	(v) Cash and cash equivalents	74.17	-	-	74.17	74.17
	(vi) Other Bank Balances	716.13	-	-	716.13	716.13
	<b>Total Financial Assets</b>	<b>984.24</b>	<b>-</b>	<b>300.32</b>	<b>1,284.56</b>	<b>1,284.56</b>
<b>B.</b>	<b>Financial Liabilities</b>					
	(i) Trade Payables	82.21	-	-	82.21	82.21
	(ii) Other financial Liabilities	223.46	-	-	223.46	223.46
	(iii) Lease Liabilities	148.07	-	-	148.07	148.07
	(iv) Borrowings	64.44	-	-	64.44	64.44
	<b>Total Financial Liabilities</b>	<b>518.18</b>	<b>-</b>	<b>-</b>	<b>518.18</b>	<b>518.18</b>

**The carrying value and fair value of Financial instruments by each category as at 31st March, 2021 were as follows.**

Sl. No	Particulars	Financial assets/ liabilities at amortised costs	Financial assets/ liabilities at FVTPL	Financial assets/ liabilities at FVTOCI	Total Carrying Value	Total Fair Value
		₹ in Lakhs	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs
<b>A.</b>	<b>Financial Assets</b>					
	(i) Investments	30.46	-	211.71	242.17	242.17
	(ii) Loans	-	-	-	-	-
	(iii) Other financial Assets	327.63	-	-	327.63	327.63
	(iv) Trade Receivables	62.71	-	-	62.71	62.71
	(v) Cash and cash equivalents	132.48	-	-	132.48	132.48
	(vi) Other Bank Balances	486.14	-	-	486.14	486.14
	<b>Total Financial Assets</b>	<b>1,039.42</b>	<b>-</b>	<b>211.71</b>	<b>1,251.13</b>	<b>1,251.13</b>
	<b>Financial Liabilities</b>					
	(i) Trade Payables	93.67	-	-	93.67	93.67
	(ii) Other financial Liabilities	220.91	-	-	220.91	220.91
	(iii) Lease Liabilities	190.60	-	-	190.60	190.60
	(iv) Borrowings	316.72	-	-	316.72	316.72
	<b>Total Financial Liabilities</b>	<b>821.90</b>	<b>-</b>	<b>-</b>	<b>821.90</b>	<b>821.90</b>

**iv. Capital Management:**

The Company's capital management objectives are:

- to ensure the Company's ability to continue as a going concern
- to provide an adequate return to shareholders

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of Balance Sheet.

Management assesses the Company's capital management in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the Company's various classes of debt. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

**Dividends:**

The Company has not declared dividend for the year ended 31st March, 2022 and 31st March 2021.

**38. Employee Benefits:**

The disclosure required by Indian Accounting Standard 19, "Employee Benefits" is as follows:

The Company's obligation towards Gratuity being Defined Benefit Plans have been actuarially valued, the details of which as on 31st March 2022 and 31st March 2021 are given below:

**I. GRATUITY:****A. Expense recognized in the statement of Profit and Loss:**

Period	From 01.04.2021 to 31.03.2022 ₹ in Lakhs	From 01.04.2020 to 31.03.2021 ₹ in Lakhs
Interest cost	22.61	25.12
Current service cost	21.50	20.95
Past Service Cost	-	-
Expected return on plan asset	(22.94)	(24.75)
<b>Expenses to be recognized in P&amp;L</b>	<b>21.17</b>	<b>21.32</b>

**B. Amount recognized for the current period in the statement of Other Comprehensive Income [OCI] on account of Gratuity**

Period	From 01.04.2021 to 31.03.2022 ₹ in Lakhs	From 01.04.2020 to 31.03.2021 ₹ in Lakhs
Actuarial (gain)/loss - obligation	38.15	(30.75)
Actuarial (gain)/loss - plan assets	6.19	3.58
<b>Total Actuarial (gain)/loss</b>	<b>44.34</b>	<b>(27.17)</b>

### C. Reconciliation of Present Value of the Obligation and the Fair Value of the Plan Assets

Period	From 01.04.2021 to 31.03.2022 ₹ in Lakhs	From 01.04.2020 to 31.03.2021 ₹ in Lakhs
Present value of the obligation at the end of the period	286.04	311.87
Fair Value of Plan Asset at the end of the Period	227.10	316.39
<b>Liability / (Asset) recognized</b>	<b>58.94</b>	<b>(4.52)</b>

#### Table showing changes in the Present Value of Obligations:

Period	From 01.04.2021 to 31.03.2022 ₹ in Lakhs	From 01.04.2020 to 31.03.2021 ₹ in Lakhs
Present value of the obligation at the beginning of the period	311.87	358.90
Interest cost	22.61	25.12
Current service cost	21.50	20.95
Past Service Cost	-	-
Benefits paid (if any)	(108.09)	(62.36)
Actuarial (gain)/loss	38.15	(30.75)
<b>Present value of the obligation at the end of the period</b>	<b>286.04</b>	<b>311.86</b>

#### Table showing changes in the Fair Value of Planned Assets:

Period	From 01.04.2021 to 31.03.2022 ₹ in Lakhs	From 01.04.2020 to 31.03.2021 ₹ in Lakhs
Fair value of plan assets at the beginning of the period	316.39	353.53
Expected return on plan assets	22.94	24.75
Contributions	2.05	4.04
Benefits paid	(108.09)	(62.36)
Actuarial gain/(loss) on plan assets	(6.19)	(3.58)
<b>Fair Value of Plan Asset at the end of the Period</b>	<b>227.10</b>	<b>316.38</b>

**D. The amount to be recognized in Balance Sheet**

Period	As at 31.03.2022 ₹ in Lakhs	As at 31.03.2021 ₹ in Lakhs
Present value of the obligation at the end of the period	286.04	311.87
Fair value of plan assets at end of period	227.10	316.39
Net liability/(asset) recognized in Balance Sheet	58.95	(4.52)
<b>Funded Status</b>	<b>(58.95)</b>	<b>4.52</b>

Movements in the liability recognized in the Balance Sheet	As at 31.03.2022 ₹ in Lakhs	As at 31.03.2021 ₹ in Lakhs
Opening net liability adjusted for effect of balance sheet limit	(4.52)	5.37
Amount recognised in Profit and Loss	21.18	21.33
Amount recognised in OCI	44.34	(27.17)
Contribution paid	2.05	4.04
<b>Closing Net Liability</b>	<b>58.95</b>	<b>(4.52)</b>

**E. The assumptions employed for the calculations are tabulated:**

Particulars	As at 31.03.2022	As at 31.03.2021
Discount rate	7.25 % per annum	7.00 % per annum
Salary Growth Rate	5.00 % per annum	5.00 % per annum
Mortality	IALM 2012-14	IALM 2012-14
Withdrawal rate (Per Annum)	5.00% p.a.	5.00% p.a.

**ii. EARNED LEAVE****A. Expense recognized in the statement of Profit and Loss:**

Period	From 01.04.2021 to 31.03.2022 ₹ in Lakhs	From 01.04.2020 to 31.03.2021 ₹ in Lakhs
Interest cost	8.07	7.91
Current service cost	8.32	7.37
Expected return on plan asset	-	-
<b>Expenses to be recognized in P&amp;L</b>	<b>16.39</b>	<b>15.28</b>

**B. Amount recognized for the current period in the statement of Other Comprehensive Income [OCI] on account of Earned Leave**

Period	From 01.04.2021 to 31.03.2022 ₹ in Lakhs	From 01.04.2020 to 31.03.2021 ₹ in Lakhs
Actuarial (gain)/loss - obligation	(7.16)	(16.88)
Actuarial (gain)/loss - plan assets	-	-
<b>Total Actuarial (gain)/loss</b>	<b>(7.16)</b>	<b>(16.88)</b>

**C. Table showing Changes in Present Value of Obligations:**

Period	From 01.04.2021 to 31.03.2022 ₹ in Lakhs	From 01.04.2020 to 31.03.2021 ₹ in Lakhs
Present value of the obligation at the beginning of the period	111.35	112.95
Interest cost	8.07	7.91
Current service cost	8.32	7.37
Benefits paid (if any)	-	-
Actuarial (gain)/loss	(7.16)	(16.88)
<b>Present Value of Obligation at the end of the period</b>	<b>120.58</b>	<b>111.35</b>

**D. The amount to be recognized in the Balance Sheet:**

Period	As at 31.03.2022 ₹ in Lakhs	As at 31.03.2021 ₹ in Lakhs
Present value of the obligation at the end of the period	120.58	111.35
Fair value of plan assets at end of period	-	-
Net liability/(asset) recognized in Balance Sheet	120.58	111.35
<b>Funded Status</b>	<b>(120.58)</b>	<b>(111.35)</b>

Movements in the liability recognized in the Balance Sheet	As at 31.03.2022 ₹ in Lakhs	As at 31.03.2021 ₹ in Lakhs
Opening net liability adjusted for effect of balance sheet limit	111.35	112.95
Amount recognised in Profit and Loss	16.39	15.28
Amount recognised in OCI	(7.16)	(16.88)
Contribution paid	-	-
<b>Closing Net Liability</b>	<b>120.58</b>	<b>111.35</b>



**E. The assumptions employed for the calculations are:**

Particulars	As on 31.03.2022	As on 31.03.2021
Discount rate	7.25 % per annum	7.00 % per annum
Salary Growth Rate	5.00 % per annum	5.00 % per annum
Mortality	IALM 2012-14	IALM 2012-14
Withdrawal rate (Per Annum)	5.00% p.a.	5.00% p.a.

**39 Micro and Small Enterprises :**

- A. (i) The above information takes into account only those suppliers who have responded to the enquiries made by the company for the purpose.
- (ii) Interest has not been considered in the books.

Particulars	31.03.2022 ₹ in Lakhs	31.03.2021 ₹ in Lakhs
<b>Principal amount remaining unpaid to any supplier as on</b>		
Trade Creditor	5.99	3.74
Capital creditor	-	-
Interest on above	-	-
The amount of principal paid beyond the appointed date	3.70	-
The amount of Interest paid beyond the appointed Date	-	-
Amount of Interest due and payable on delayed payments	0.016	-
Amount of interest accrued and due	0.016	-
<b>Total Outstanding dues of Micro Enterprises and Small Enterprises</b>	<b>6.01</b>	<b>3.74</b>

- B. Balances of some of the Trade Receivables, Other Assets, Trade and Other Payables are subject to confirmation/reconciliation and consequential adjustment, if any. Reconciliations are carried out on on-going basis. Provisions, wherever considered necessary, have been made. However, management does not expect any material financial impact on account of such pending confirmation/reconciliation.

**40 Disclosure pursuant to Ind AS 12 "Income Taxes":**
**i. Break-up of Deferred Tax Liabilities and Assets are given below:  
For the year ended 31st March, 2022**

Particulars	Opening balance as at 01.04.2021	Additions/ (reversals) in Income statement	Additions/ (reversals) recognized in Equity	Closing Balance as at 31.03.2022
	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs
<b>Deferred Tax Liability</b>				
- Depreciation	5.83	10.37	-	16.20
<b>Total</b>	<b>5.83</b>	<b>10.37</b>	<b>-</b>	<b>16.20</b>
<b>Deferred Tax Asset</b>				
- Lease Liability	6.42	(1.99)	-	4.43
- Carry forward of losses	29.77	56.04	-	85.81
<b>Total</b>	<b>36.19</b>	<b>54.05</b>	<b>-</b>	<b>90.24</b>
<b>Net Deferred Tax Liability / ( Asset )*</b>	<b>(30.36)</b>	<b>(43.68)</b>	<b>-</b>	<b>(74.04)</b>

\*Net Deferred Tax Asset as at 31.03.2022 not recognised on account of prudence.

**For the year ended 31st March, 2021**

Particulars	Opening balance as at 01.04.2020	Additions/ (reversals) in Income statement	Additions/ (reversals) recognized in Equity	Closing Balance as at 31.03.2021
	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs
<b>Deferred Tax Liability</b>				
- Depreciation	48.80	(42.96)	-	5.83
<b>Total</b>	<b>48.80</b>	<b>(42.96)</b>	<b>-</b>	<b>5.83</b>
<b>Deferred Tax Asset</b>				
- Lease Liability	4.83	1.59	-	6.42
- Carry forward of losses	-	29.77	-	29.77
<b>Total</b>	<b>4.83</b>	<b>31.36</b>	<b>-</b>	<b>36.19</b>
<b>Net Deferred Tax Liability / ( Asset )</b>	<b>43.97</b>	<b>(74.32)</b>	<b>-</b>	<b>(30.36)</b>

**ii. Reconciliation between the average effective tax rate and the applicable tax rate is as follows:**

A reconciliation of the income tax provision to the amount computed by applying the statutory tax rates

Particulars	31.03.2022 ₹ in Lakhs	31.03.2021 ₹ in Lakhs
Profit Before Taxes	(19.88)	(317.94)
Enacted Tax Rates	27.82%	25.17%
Expected Tax Expense/(Benefit)	(5.53)	(80.02)
<b>Effect of:</b>		
On Account of Disallowable expenditure	0.05	17.45
Income Not Taxable	(0.41)	(1.24)
On account of adjustment of Ind AS 116	(2.67)	-
On account of Depreciation	(0.37)	(10.52)
Deferred Tax Asset not recognised	8.93	30.36
Earlier Year Taxes	10.24	-
<b>Tax Expense*</b>	<b>10.24</b>	<b>(43.97)</b>

\* Tax expense is including tax effect on the components of Other Comprehensive Income

**41. Disclosure pursuant to Ind AS 33 - "Earnings Per Share":**

<b>Earnings Per Share has been computed as under:</b>	<b>31.03.2022</b> ₹ in Lakhs	<b>31.03.2021</b> ₹ in Lakhs
Profit/ (Loss) before Taxation as per Statement of Profit & Loss Account	(70.04)	(453.77)
Tax Expense	10.24	(43.97)
Profit/ (Loss) before Taxation as per Statement of Profit & Loss Account (A)	(80.28)	(409.80)
Number of Ordinary Shares outstanding Shares fully paid-up (Equity Shares of ₹ 10/- each) (B)	- 1,19,28,000	- 1,19,28,000
<b>Earnings Per Share - Basic and Diluted (Face value of ₹ 10/- per share) (A/B)</b>	<b>(0.67)</b>	<b>(3.44)</b>

**42. Disclosure Pursuant to Indian Accounting Standards 24 - Related Party Disclosures**

i.

<b>Name of the related Party</b>	<b>Nature of the Relationship</b>
Mr. A . Ravikumar Reddy	Key Managerial Personnel * - Managing Director
Mrs. A. Nina Reddy	Key Management Person - Joint Managing Director
Mr. A. Tarun Reddy	Key Management Person - Director
Mrs. A. Nivruti	Key Management Person - Director
Mr. S.Sridhara Rao	Key Management Person - Director
Mr. A.Sudhakar Reddy	Key Management Person - Director
Mr. N S Mohan (Retired on 31st December 2021)	Key Managerial Personnel * - Company Secretary
Mr. Siddharth R (Appointed on 1st January 2022)	Key Managerial Personnel * - Company Secretary
Mr. C H Mahesh Kumar	Key Managerial Personnel * - Chief Financial Officer

\* As per Section 203 of the Companies Act, 2013 the following are Key Managerial Personnel:

- i) Mr. A . Ravikumar Reddy - Managing Director
- ii) Mr. N S Mohan (Retired on 31st December 2021) - Company Secretary
- iii) Mr. Siddharth R (Appointed on 1st January 2022) - Company Secretary
- iv) Mr. C H Mahesh Kumar - Chief Financial Officer

In respect of the following entities with whom the Company has transactions, Mr. A . Ravikumar Reddy, Mrs. A. Nina Reddy, Mr. A. Tarun Reddy, Mrs. A. Nivruti exercise significant influence:

- i) Amaravathi Restaurants Pvt. Ltd.
- ii) Shyam Hotels and Restaurants
- iii) Nivi Enterprises

**ii. The Table showing transactions with Key Managerial Personnel and entities over which they exercise significant influence for the year ended 31.03.2022**

Name of the Related Party	Nature of Transaction	31.03.2022 ₹ in Lakhs	31.03.2021 ₹ in Lakhs
Amaravathi Restaurants Private Limited	Royalty on Franchise	13.75	-
	Purchase of Goods	2.97	2.88
Shyam Hotels and Restaurants	Purchase of Water	17.72	12.63
Nivi Enterprises	Purchase of Goods	1.05	0.31
Mr. A. Tarun Reddy	Sitting Fees	0.68	0.30
Mrs. A. Nivruti	Sitting Fees	0.60	0.20
Mr. S.Sridhara Rao	Sitting Fees	1.07	0.45
Mr. A.Sudhakar Reddy	Sitting Fees	0.88	0.30
Mr. A. Ravikumar Reddy	Remuneration	90.00	41.85
Mrs. A. Nina Reddy	Remuneration	90.00	41.85
Mr. N S Mohan (Retired on 31st December 2021)	Remuneration	19.30	22.22
Mr. Siddharth R (Appointed on 1st January 2022)	Remuneration	5.16	-
Mr. C H Mahesh Kumar	Remuneration	9.60	5.55

**Outstanding Balance with related parties as at the Balance sheet date:**

Name of the Related Party	31.03.2022 ₹ in Lakhs	31.03.2021 ₹ in Lakhs
<b><u>Trade Payable</u></b>		
Shyam Hotels and Restaurants	1.96	1.17
Amaravathi Restaurants Private Limited	1.83	0.42
Nivi Enterprises	0.07	-
<b><u>Salary Payable:</u></b>		
Mr. A. Ravikumar Reddy	5.18	4.15
Mrs. A. Nina Reddy	5.18	4.15
Mr. N S Mohan	1.70	1.17
Mr. C H Mahesh Kumar	0.77	0.72

iii. Due to losses during the current financial year, the Company has paid Managerial Remuneration within the provisions of Section 197 read with Schedule V of the Companies Act 2013

Salaries, Wages and Other benefits include Managerial Remuneration under section 198 of the Companies Act, 2013, which are as follows:

Particulars	Managing Director ₹ in Lakhs	Joint Managing Director ₹ in Lakhs
Salaries and Perquisites As on 31.03.2022	90	90

**43. Other Significant Disclosures****i. Disclosure pursuant to Ind AS 37, " Provisions, Contingent Liabilities and Contingent Assets"****A. Provision :**

Wherever any liability has been recognized by the Company, the necessary provisions were made in the books of accounts.

**Reconciliation of Provision for Doubtful Debts:**

Particulars	31.03.2022 ₹ in Lakhs	31.03.2021 ₹ in Lakhs
Opening Balance	42.66	32.75
Less: Provision reversed/adjusted	6.39	0.59
Add: Provision made during the year	-	10.49
<b>Closing Balance</b>	<b>36.27</b>	<b>42.66</b>

**B. Contingent Liabilities :**

The contingent liabilities are those which are not recognized as liability.

**(a) Income Tax Matters :****a) Income Tax**

Assessment year	Amount in ₹ (Lakhs)	Appeal pending before
2018-19	19.38	Commissioner of Income Tax (Appeals), Chennai

\*For the said Assessment Year while filing the Income tax return Company claimed a deduction of ₹ 24.94/- lakhs towards loss on re-measurement of defined benefit plans (Gratuity) shown under the head comprehensive income in the P&L account. This mistake was brought to the company notice by the Assessing officer which culminated from their audit objection. Thereafter the Company agreed for the addition of the said amount which is apparent on record by the letter dated 08.02.2022. This matter is also pending before the Assessing officer.

**(b) TDS Traces** - The amount of TDS outstanding as per TRACES is ₹ 0.85/- lakhs (Previous year ₹ 0.56/- Lakhs) The Company is in the process of addressing the same for necessary rectification. The Company does not expect any outgo in this regard.

**(b) Charges Payable to TANGEDCO :**

The Company had entered into an Energy Wheeling Agreement on 15th December 2014 with M/s. Clarion Wind Farm Private Limited (CWFPL) to draw power approximately 3,50,000 units per month @ ₹ 5.90 per unit. During the previous year, the Company has cancelled the earlier agreement and entered into a new Energy Wheeling Agreement on 30th November 2019 with M/s. Clarion Wind Farm Private Limited (CWFPL) to draw power approximately 2,77,500 units per month @ ₹ 6.00 per unit. Tamil Nadu Generating & Distributing Corporation Limited (TANGEDCO) issued a show-cause notice directing the company to furnish documents to substantiate the company's claim that the power drawn under the Energy Wheeling Agreement is under "captive consumer status" and the "captive generator status" to CWFPL failing which a cross subsidy

surcharge would be levied on the company amounting to ₹ 2,16,06,377 for the years 2014-15, 2015-16 and 2016-17.

The Company has responded to the show cause notice and submitted the necessary documents to prove its captive consumer status and also requested CWFPL to submit the necessary documents as required by the TANGEDCO to prove the Captive Generator Status. The Company has also obtained an undertaking from CWFPL vide their letter dated 26th April 2019 that the CWFPL would bear cross subsidy surcharge, if any imposed by the TANGEDCO on the Company, if the Captive Generator Plant norms are not complied with due to the default by CWFPL. In view of the undertaking by CWFPL there will not be any contingent liability on the Company, since liability if any would be borne by captive generator i.e. CWFPL.

**(c) Notice from the Director General Foreign Trade (DGFT) and Customs Department:**

During the financial year 2018-19 to 2021-22 the company had received notices from DGFT and Customs Department for alleged non fulfilment of export obligation for the financial year 2007-08 and 2009-10 relating to import of Capital Goods. The company had fulfilled the export obligations as per the Conditions of the EPCG Authorisation. For the Financial years 2007-08 and 2009-10 the company had closed four licences and obtained the Export Obligation Discharge Certificate (EODC) from DGFT department and submitted that same to Customs Department. For the year 2011-12 and 2012-13, the company had fulfilled the export obligation and the same is under process for consideration with DGFT Dept. The Company is in the process of obtaining necessary clearances from the DGFT and the Company does not foresee any liability in this regard.

**ii. Disclosure pursuant to Ind AS 115:**

**A. Disaggregation of Revenue:**

The Company has disaggregated revenue into various categories in the following table which is intended to depict how the nature, amount, timing and uncertainty of revenue and cash flows affected by economic date. It has disaggregated by major services and timing of revenue recognition.

For the year ended 31st March 2022	Sale of rooms and other ancillary services ₹ in Lakhs	Food & Beverages ₹ in Lakhs	Wine & Liquor ₹ in Lakhs	Other Allied Services ₹ in Lakhs	Gym Collections ₹ in Lakhs	Franchise Income ₹ in Lakhs
<b>Timing of Revenue Recognition</b>						
(i) Transferred over time	1,382.31	-	-	-	125.23	7.62
(ii) Transferred at a point in time	-	1,416.13	131.76	131.62	-	-
<b>Total</b>	<b>1,382.31</b>	<b>1,416.13</b>	<b>131.76</b>	<b>131.62</b>	<b>125.23</b>	<b>7.62</b>

For the year ended 31st March 2021	Sale of rooms and other ancillary services ₹ in Lakhs	Food & Beverages ₹ in Lakhs	Wine & Liquor ₹ in Lakhs	Other Allied Services ₹ in Lakhs	Gym Collections ₹ in Lakhs	Franchise Income ₹ in Lakhs
<b>Timing of Revenue Recognition</b>						
(i) Transferred over time	989.24	-	-	-	138.37	4.80
(ii) Transferred at a point in time	-	655.47	90.30	84.20	-	-
<b>Total</b>	<b>989.24</b>	<b>655.47</b>	<b>90.30</b>	<b>84.20</b>	<b>138.37</b>	<b>4.80</b>

**B. Contract Balances**

The following table provides information about receivables and payables for contracts with customers.

Particulars	31.03.2022 ₹ in Lakhs	31.03.2021 ₹ in Lakhs
a) Receivables, which are included in Trade Receivables	66.02	62.71
b) Contract Assets	0.41	7.75
c) Contract Liabilities	39.68	31.75
d) Revenue recognised from opening balance of Contract Liabilities	31.75	153.72

**C. Practical Expedient used in the adoption of Ind AS 115:**

The Company has applied:

- (i) Para 63 (non-applicability of significant financing component) as the period between the Company's promise to transfer services to a customer and its payments is one year or less.
- (ii) Para 121 (non-disclosure of amount of transaction price for unsatisfied performance obligations) as the Company recognises revenue from the satisfaction of the performance obligation in accordance with paragraph B16.

**iii. Disclosures pursuant to Ind AS 116:****A. Movement of Right of Use Assets:**

Particulars	Land and Building	
	31.03.2022 ₹ in Lakhs	31.03.2021 ₹ in Lakhs
<b>As at 01st April 2021</b>	<b>165.10</b>	<b>241.02</b>
Additions	78.05	58.98
Depreciation	(68.19)	(79.55)
Effect of closure (or) modification to lease terms / consideration	(42.80)	(55.35)
<b>As at 31st March 2022</b>	<b>132.16</b>	<b>165.10</b>

**B. Movement of Lease Liabilities:**

Particulars	Land and Building	
	31.03.2022 ₹ in Lakhs	31.03.2021 ₹ in Lakhs
<b>As at 01st April 2021</b>	<b>190.60</b>	<b>260.22</b>
Additions	78.05	58.98
Interest expense	15.64	23.02
Effect of closure (or) modification to lease terms / consideration	(51.94)	(55.35)
Variable lease payment adjustment	(13.12)	(48.07)
Lease payments	(71.15)	(48.20)
<b>As at 31st March 2022</b>	<b>148.08</b>	<b>190.60</b>

**C. Maturity analysis of Lease Liabilities:**

Particulars	31.03.2022 ₹ in Lakhs
Within one year	75.22
After one year but not more than five years	91.51
More than five years	-
<b>Total undiscounted lease liabilities at 31st March 2022</b>	<b>166.73</b>
<b>Lease Liabilities included in the balance sheet at 31st March 2022</b>	
Current	82.61
Non-Current	65.47

Particulars	31.03.2021 ₹ in Lakhs
Within one year	96.25
After one year but not more than five years	119.41
More than five years	-
<b>Total undiscounted lease liabilities at 31st March 2021</b>	<b>215.66</b>
<b>Lease Liabilities included in the balance sheet at 31st March 2021</b>	
Current	79.97
Non-Current	110.63

**D. Amounts recognised in the statement of cash flows:**

Particulars	31.03.2022 ₹ in Lakhs	31.03.2021 ₹ in Lakhs
Total cash outflow for leases	(71.15)	(48.20)

**iv. Commitments**

Particulars	31.03.2022 ₹ in Lakhs	31.03.2021 ₹ in Lakhs
Estimated amount of contracts remaining to be executed and not provided for		
(i) On Capital Account	-	-
(ii) Other than (i) above	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**v. CSR Activities**

Particulars	31.03.2022 ₹ in Lakhs	31.03.2021 ₹ in Lakhs
Gross amount to be spent on CSR activities	7.45	15.40
Amount unspent/ (excess spent) carried forward from earlier years	(0.27)	-
Amount spent during the year on CSR activities -	-	15.67
<b>(Excess amount spent carried forward)/ Short fall</b>	<b>7.18</b>	<b>(0.27)</b>



**Reason for the shortfall:**

The Company now proposes to deposit the amount of ₹ 7.18 Lakhs to the PM National Relief Fund / PM Cares Fund within the allowed period of six months from the end of the financial year 2021-22 as per Section 135 of the Companies Act, 2013 and schedule VII of the Companies Act, 2013 and Companies (CSR Policies) Rules, 2014.

Nature of CSR Activities	31.03.2022 ₹ in Lakhs	31.03.2021 ₹ in Lakhs
Education -	-	
Environmental Sustainability	-	1.11
Protection of Art and Culture	-	-
Promotion Gender Equality	-	-
Disaster Management / Flood relief	-	5.34
Healthcare	-	9.22
<b>Total</b>	<b>-</b>	<b>15.67</b>

**vi. Exceptional Items:**

Exceptional items for the year ended 31st March 2022 of ₹ 20.31/- lakhs relating to asset written off on account of closure of branches and for the financial year 2020-21 it is ₹ 42.69/- lakhs.

**vii. Segment Reporting:**

The Company's only business is Hotelliering and hence disclosure of segment wise information is not applicable under Ind AS 108 "Operating Segments". There is no Geographical segment to be reported since all the operations are undertaken in one geographical area.

**viii. Impact due to the Corona Virus (Covid-19) scare:**

"Impact due to the Corona Virus (Covid-19) scare: The business has been impacted during the period on account of COVID-19. The Company witnessed softer revenues due to the lockdown imposed by the government. With the unlocking of restrictions in a phased manner, the Company expects the business to gradually improve. The Company has ensured the liquidity position and taken steps to meet its working capital requirements. Further, steps for cost optimisation at operational levels have been implemented. Accordingly, the financial statements of the Company have been prepared on a going concern basis.

The Company has also assessed the possible impact of COVID-19 in preparation of the financial statements, including but not limited to its assessment of liquidity and going concern assumption, recoverable values of its financial and non-financial assets and impact on revenues and costs. Based on the current estimates, the Company does not expect any significant impact on the carrying values of its assets. The impact of Covid-19 may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions. "

**ix. Payment made to Chief Minister's Public Relief Fund:**

During the year, the Company has paid a sum of ₹ 25/- Lakhs to the Chief Minister's Public Relief Fund. The said payment has been claimed as an expenditure of the Company and included under Note No. 35 "Operating and Other Expenses".

**x. Ratios:**

S. No	Particulars	Numerator	Denominator	As at 31st March 2022	As at 31st March 2021	Variance
1	Current Ratio ( in times)	Current Assets	Current Liabilities	1.41	1.07	-31%
2	Debt-Equity Ratio ( in times)	Total Debt (1)	Shareholder's Equity	0.01	0.05	80%
3	Debt Service Coverage Ratio (in times)	Earnings available for debt service(2)	Debt service(3)	1.76	-0.34	614%
4	Return on Equity (ROE) (in %)	Net profit after taxes	Average Shareholder's Equity	-1.39%	-6.90%	80%
5	Inventory Turnover Ratio (in times)	Cost of Goods Sold (4)	Average Inventory	26.41	12.99	-103%
6	Trade Receivables Turnover Ratio ( in times)	Revenue from Operations	Average Receivables	49.63	22.76	-118%
7	Trade Payables Turnover Ratio ( in times)	Purchase(5)	Average Trade Payables	21.11	11.78	-79%
8	Net Capital Turnover Ratio (in times)	Revenue from Operations	Working Capital(6)	10.48	32.35	68%
9	Net Profit Ratio (in %)	Net Profit	Revenue from Operations	-2.51%	-20.88%	88%
10	Return on Capital Employed (ROCE)	Earnings Before Interest and Taxes (EBIT)	Capital Employed(7)	-0.61%	-8.55%	93%
11	Return on Investment (in %)	Income generated from investments	Investment (8)	1.45%	2.73%	47%

**The variances in ratios on account of recovery of business during the current year when compared to previous year in which business was severely impacted by Covid 19 pandemic.**

1. Total Debt = Non Current Borrowings + Current Borrowings
2. Earnings available for debt service = Profit Before Tax + Depreciation & Amortization + Interest
3. Debt Service = Total Interest + Lease payments + Principal repayments
4. Cost Of Goods Sold = Cost of Material Consumed + Change in Inventory
5. Purchase = Total Expense - Depreciation & Amortization - Interest - Employee Benefit Expense
6. Working Capital = Current Asset - Current Liabilities
7. Capital Employed = Tangible networth (Equity Share Capital + Other Equity - Revaluation Reserve) + Total Debt including interest accrued +Deferred tax liability-Deferred tax asset
8. Investments = Market linked investments

**xi. Other Statutory Information:**

- a) The Company does not have any Benami property, where any proceeding has been initiated or pending against the company.
- b) "The Company has reviewed transactions, to the extent of information available, for the purpose of identifying transactions with struck off companies.

Basis above review, there are no transactions with struck off companies in the current financial year"

- c) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- d) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- e) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- f) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies) including foreign entities (Intermediaries) with the understanding that the intermediary shall.
- (i) 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
- (ii) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- g) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding party) with the understanding (whether recorded in writing or otherwise) that the company shall:
- (i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funded party (Ultimate Beneficiaries) or
- (ii) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- h) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered, disclosed as income during the year in the tax assessments under the income tax act, 1961 (such as, search or survey or any of the relevant provisions of the Income Tax Act, 1961
- i) There are no Scheme of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the year.
- xii) Previous year's figures have been regrouped/reclassified wherever necessary, to confirm to current period's classification in order to comply with the requirements of the amended Schedule III to the Companies Act, 2013 effective 1st April, 2021

As per our attached Report of even date  
 For S. VENKATRAM & CO. LLP  
 Chartered Accountants  
 Firm Regd No.004656S/ S200095

For and on behalf of the Board

(R. Vaidyanathan)  
 Partner

A. Ravikumar Reddy  
 Managing Director (DIN : 00145372)

A. Nina Reddy  
 Joint Managing Director (DIN: 00144797)

M.No : 18953  
 Place : Chennai  
 Date: 28th June, 2021

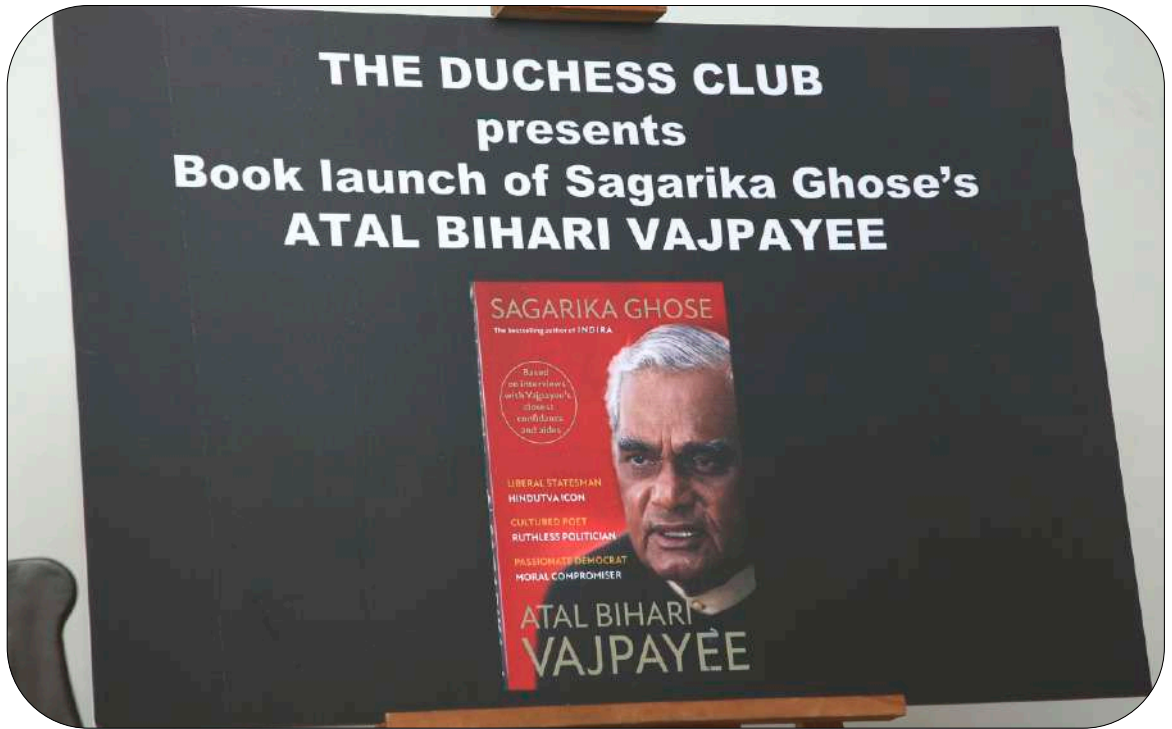
Siddharth R  
 Company Secretary

CH Mahesh Kumar  
 Chief Financial Officer

# Green Initiative - Electric Vehicle added to Fleet



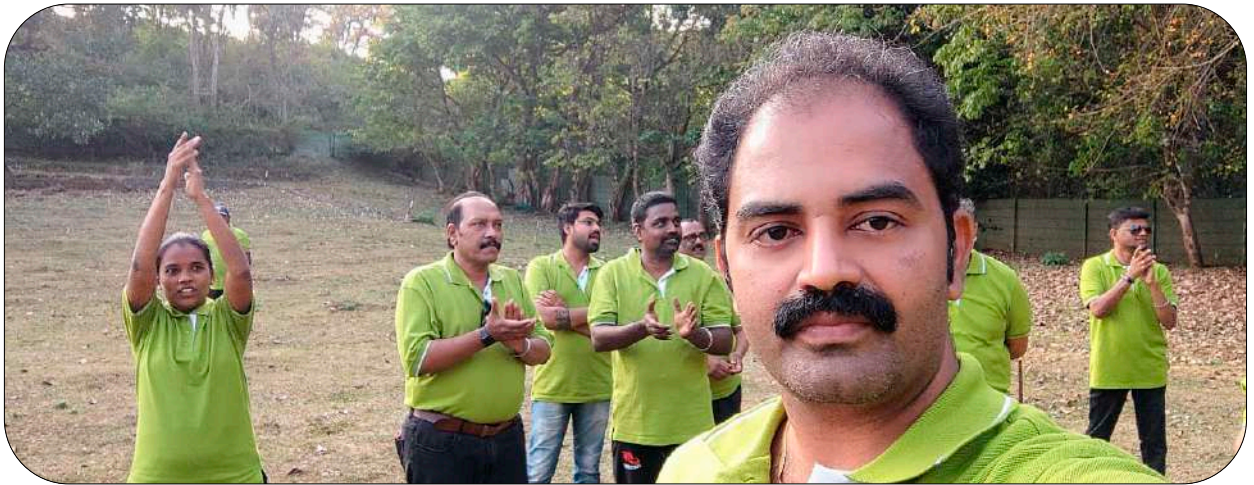
**SAGARIKA GHOSE 'S BOOK LAUNCH ATAL BIHARI VAJPAYEE  
AT DUCHESS CLUB**



# SAGARIKA GHOSE 'S BOOK LAUNCH ATAL BIHARI VAJPAYEE AT DUCHESS CLUB



# Staff - Ekantha Wellness & Yoga Centre Trip



# Indian Oil - Duchess Club - BOB Cycling Group - Treasure Hunt Car Rally

**IndianOil**

## INDIANOIL CAR TREASURE HUNT

### THE DUCHESS CLUB & BOB CYCLING

**Co-Sponsors**

- GAITONDE
- VW
- TVS
- CICLO CAFE
- A CUT ABOVE HAIR AND BEAUTY STUDIO
- Anna Nagar Cycles
- AUTO MALL

**Prize Sponsor**

- CHENNAI GROCERS
- Freezzone
- PEDRINO'S
- Zubi
- Holiday Partner: Club Mahindra
- Fitness Partner: HEALTH STUDIO
- Beverage Partner: KAA-CERI

**Other Sponsors:** IndianOil, GAITONDE, TVS, SAVERA, HEALTH STUDIO, BOB, VW, A CUT ABOVE, SKIN BARBERS, Freezzone, NUTRITION RECIPES.





# Indian Oil - Duchess Club - BOB Cycling Group - Treasure Hunt Car Rally





# Different Banquet Functions and Events



# Different Banquet Functions and Events



# HR & Training Activities



# HR & Training Activities



# HR & Training Activities



# Standup Comedy Show at SOCO Bar





# AGM 2021



# Coffee Morning Art of Coffee Brewing at The Brew Room for Overseas Women of Chennai Club



# Green Goddesses Events



# Renovated Banquet Office



THE  
**SAVERA**  
OUR BUSINESS IS YOU



*With your support &  
patronage, we are celebrating our*

**54<sup>th</sup>**

**ANNIVERSARY**





**iww**

**INDIAN WOMENS FOUNDATION**

*Heartily Congratulates the*

**WONDER WOMAN OF SOUTH INDIA**



**NINA REDDY**

Joint MD - Savera & Shyam  
Group of Restaurants

THE  
**SAVERA**  
OUR BUSINESS IS YOU

**CINEMA**  
**RENDEZVOUS**

**SID**  
*Spiram*

IN CONVERSATION WITH

*Shylaja Chettur*



26<sup>TH</sup> FEBRUARY 2022





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— 2022 —

**Nina Reddy of Savera Industries Ltd**

**Restaurateur of the Year**

VINEET JAIN  
Managing Director  
THE TIMES GROUP

AMEETA AGNIHOTRI  
Food Critic Chennai





## **SAVERA INDUSTRIES LIMITED**

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