



### Form No. MGT-11 Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : U55101KL1980PLC003184  
Name of the company : Casino Hotels Limited  
Registered office : T B Road, Thrissur, Kerala – 680 021

Name of the member(s) :

Registered address :

E-mail Id :

Folio No/ Client Id :

DP Id :

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

1. Name:	Address: E-mail Id:
Signature:....., or failing him	
2. Name:	Address: E-mail Id:
Signature:....., or failing him	
3. Name:	Address: E-mail Id:
Signature:.....	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 36<sup>th</sup> Annual general meeting of the company, to be held on the 26<sup>th</sup> day of September 2016 at 3.00 P.M. at Lawn Hall of Casino Hotels Limited, T B Road, Thrissur – 680 021 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl.No.	Resolution
	<b>Ordinary Business</b>
1	Adoption of audited financial statements for the financial year ended 31.03.2015 and reports of the Board of Directors and Auditors thereon.
2	Declaration of dividend.
3	Re appointment of Sri. A K Varghese (DIN: 00047012), Director who retires by rotation.
4	Re appointment of Sri. K Kesavan (DIN: 01163544), Director who retires by rotation.
5	Re appointment of Sri. E P K Balakrishnan (DIN: 01541508), Director who retires by rotation.
6	Ratification of the appointment of M/s. Abraham & Jose (Firm Regn. No: 000010S), Chartered Accountants, as Auditors.

Signed this..... day of..... 20....

Signature of shareholder :

Signature of Proxy holder(s) :



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

## The instructions for shareholders voting electronically are as under:

- i. The voting period begins on Friday **23<sup>rd</sup> September 2016** at **9.00 AM** and ends on Sunday **25<sup>th</sup> September 2016** 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 **19<sup>th</sup> September 2016** 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. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- iv. Click on Shareholders.
- v. 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) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi. Next enter the Image Verification as displayed and Click on Login.
- vii. 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 voting of any company, then your existing password is to be used.
- viii. If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
<b>PAN</b>	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	<p>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.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- ix. After entering these details appropriately, click on "SUBMIT" tab.
- x. Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii. Click on the EVSN relevant to Casino Cultural Auditorium Limited.
- xiii. 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.
- xiv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xv. 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.
- xvi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xviii. 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.
- xix. **Note for Non – Individual Shareholders and Custodians**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xx. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).



# *Casino Hotels Limited*

CIN-U55101KL1980PLC003184

## **BOARD OF DIRECTORS**

### *Chairman*

**A.K. VARGHESE**

### *Dy. Chairman*

**DR. JOSE PAUL CHANDY**

### *Executive Director*

**KODAKKAT KESAVAN**

### *Directors*

**E.P.K. BALAKRISHNAN**

**FIJO JOSE**

**P.J. FRANCE**

**R.N. REMA**

**M.S. MATHEW**

**K.C. THOMAS**

### *Auditors*

**M/S. ABRAHAM & JOSE**

**CHARTERED ACCOUNTANTS**

**THRISSUR**

### *Registered Office*

**T.B. ROAD, THRISSUR - 680 021**

**PHONE : 2424699 (10 LINES)**

**FAX : 91-487-2442037**

**E.mail: casinotcr@gmail.com**

**Visit: [www.casinotels.in](http://www.casinotels.in)**



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## Casino Hotels Limited

CIN : U55101KL1980PLC003184

Reg. Office: T B Road, Thrissur – 680 021

Website: www.casinotels.in E mail: casinotcr@gmail.com Phone: 0487-2424699

### NOTICE

NOTICE is hereby given that the 36th Annual General Meeting of the company will be held at Casino Hotels Limited, T B Road, Thrissur – 680 021 at 3.00 P.M. on Monday, 26th September 2016 to transact the following businesses:

#### Ordinary Business:-

1. To receive, consider and adopt the Directors Report, Auditors Report, Audited Balance Sheet and Profit and Loss Account for the year ended on 31st March 2016.
2. To declare dividend.
3. To appoint Director in the place of Sri. A K Varghese (DIN: 00047012), who retires by rotation and being eligible, offers himself for re- appointment.
4. To appoint Director in the place of Sri. K Kesavan (DIN: 01163544), who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint Director in the place of Sri. E P K Balakrishnan (DIN: 01541508), who retires by rotation and being eligible, offers himself for re-appointment.
6. To consider and if thought fit, to pass with or without modification, the following resolution, as an Ordinary Resolution:  
Resolved that pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, the appointment of statutory auditors of the company, M/s. Abraham & Jose (Firm Regn. No: 000010S), Chartered Accountants, Thrissur, be and is hereby ratified for the financial year 2016-17 with such remuneration as may be decided by the Board of Directors of the company.
7. Other items, if any, with the permission of the Chairman.

Place: Thrissur  
Date: 01.08.2016

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

Sd/-  
A K Varghese (DIN: 00047012)  
(Chairman)

#### Notes:

1. *A member entitled to attend and vote at the meeting of the Company is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company. The instrument appointing a proxy in order to be effective shall be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for holding the meeting.*
2. *Members/Proxies should bring the identification slip sent herewith duly signed/filled in for attending the meeting.*
3. *Members are requested to notify immediately any change in their address to the companies Registered Office.*
4. *The record date of effecting transactions and other changes in the share register is 19.09.2016.*
5. *The members are requested to collect dividend due for earlier years, if any.*
6. *Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the Company is pleased to provide the facility of remote e-voting to all members as per the applicable Regulations relating to e-voting. Such remote e-voting facility is in addition to voting that shall take place at the meeting venue on September 26, 2016. However, members can opt for only one mode of voting i.e. either physically voting at the AGM or e-voting.*
7. *The company has appointed Sri. M. Vasudevan FCS, Practising Company Secretary, to act as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner and in accordance with the provisions of the Act and the Rules made thereunder.*

**Casino Hotels Limited**

T B ROAD, THRISSUR 680 021

**DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2014-2015**

To,  
The Members,

Your directors have pleasure in presenting their 36th Annual Report on the business and operations of the company together with the Audited Statement of Accounts for the year ended 31st March, 2016.

**Financial Highlights:**

During the year under review, performance of your company was as under (in ₹ lakh):

Particulars	Year ended 31st March 2016	Year ended 31st March 2015
Revenue	663.85	694.39
Expense	621.61	653.24
Profit/(Loss) before taxation	42.24	41.15
Less : Tax Expense	8.55	7.64
<b>Profit/(Loss) after tax</b>	<b>33.69</b>	<b>33.51</b>

**State of the Company's Affairs and Future Outlook:**

During the year under review the company has earned a profit after tax amounting to ₹ 33,68,995 as against ₹ 33,50,520 during the previous year. Despite losing revenues from key business segment due to prohibitive regulations, the company has been able to control expenditure and stabilize its earnings during the year. The directors are confident that the company shall be able to boost performance and accelerate the growth in future. The management has taken all possible efforts to thrust business to achieve higher level.

**Change in nature of business:**

During the year of report there was no change in the nature of business of the company.

**Dividend:**

Your Directors are pleased to recommend a dividend at the rate of 9% absorbing a sum of ₹ 28,10,700 if approved by the members in the ensuing Annual General Meeting.

**Amounts Transferred to Reserves:**

The Board of the company has transferred an amount of ₹ 1,25,000 to its general reserves.

**Changes in Share Capital:**

The share capital of the company has remained unchanged during the year.

**Issue of Equity Shares with Differential Rights/Employee Stock Options/Sweat Equity Shares:**

The company has not issued any shares with differential rights or shares under an employee stock option scheme or sweat equity shares during the year.

**Extract of Annual Return:**

The extract of Annual Return, in format MGT - 9, for the Financial Year 2015-16 is enclosed with this report.

**Particulars of Loan, Guarantees and Investments under Section 186:**

The company has not given any loan or guarantee or provided any security pursuant to section 186 of the Companies Act, 2013. The company has invested in 604 equity shares of Casino Cultural Auditorium Limited, the market value of which amounts to ₹ 30,20,000 as on 31.03.2016.

**Composition of the Board:**

The Board of Directors of the company comprises of nine Directors. Their name, designation, date of appointment and the number of board meetings attended by each of them are given below:



<i>Sl. No.</i>	<i>Name of Director</i>	<i>Designation</i>	<i>Date of Appointment</i>	<i>No. of Board meetings attended</i>
1.	A.K. Varghese	Director	05.05.1981	24
2.	K.C. Thomas	Director	09.07.2012	20
3.	Fijo Jose	Director	28.07.1997	24
4.	P.J. France	Director	12.03.2001	24
5.	K. Kesavan	Director	10.08.1987	24
6.	R.N. Rema	Director	08.01.2007	13
7.	E.P.K. Balakrishnan	Director	05.05.1981	24
8.	M.S. Mathew	Director	09.07.2012	24
9.	Jose Paul Chandy	Director	05.05.1981	23

**Board Meetings:**

During the Financial Year 2015-16, twenty six (24) meetings of the Board of Directors of the company were held. The Board meetings were held on the following dates:

<i>Sl. No.</i>	<i>Date of Meeting</i>	<i>Board Strength</i>	<i>No. of directors present</i>
1	13.04.2015	9	7
2	27.04.2015	9	8
3	11.05.2015	9	8
4	25.05.2015	9	8
5	08.06.2015	9	9
6	22.06.2015	9	9
7	13.07.2015	9	9
8	27.07.2015	9	9
9	10.08.2015	9	9
10	24.08.2015	9	8
11	14.09.2015	9	9
12	28.09.2015	9	8
13	12.10.2015	9	8
14	26.10.2015	9	7
15	09.11.2015	9	8
16	23.11.2015	9	8
17	14.12.2015	9	8
18	28.12.2015	9	8
19	11.01.2016	9	9
20	25.01.2016	9	8
21	08.02.2016	9	9
22	22.02.2016	9	9
23	14.03.2016	9	9
24	28.03.2016	9	8

**Particulars of Contract or Arrangements with Related Parties:**

The company has not entered into any contract or arrangement with related parties during the financial year 2015-16.

**Explanation to Auditor's Remarks:**

The auditor's report does not contain any qualification, reservation or adverse remark or disclaimer and hence the Board has not provided any explanation or comment on the same.

**Material Changes Affecting the Financial Position of the Company:**

No material changes and commitments affecting the financial position of the company have occurred between the end of the financial year and the date of the report.

**Conservation of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo:**

Considering the nature of business of the company no comment is required on conservation of energy and technology absorption.



There has not been any foreign exchange earnings or outgo during the financial year.

**Details of Subsidiary, Joint Venture or Associates:**

No other company had become a Subsidiary, Joint Venture or Associate of the company or ceased to be so during the year.

**Risk Management Policy:**

The company is yet to formulate a policy for management of risk as the elements of risk threatening the company's existence are very minimal.

**Details of Directors and Key Managerial Personnel:**

The company had not appointed any directors during the year of report. Also there was no retirement or resignation of any director during the year. The current directors of the company, Sri. A K Varghese (DIN: 00047012), Sri. K Kesavan (DIN: 01163544) and Sri. E P K Balakrishnan (DIN: 01541508) are retiring by rotation in the ensuing Annual General Meeting and being eligible seeks re-appointment.

**Details of significant & material orders passed by the regulators or courts or tribunal:**

The regulators or courts or tribunals had not passed any significant or material orders during the year which impacted the going concern status of the company or the company's operations in future.

**Statement in Respect of Adequacy of Internal Financial Control with Reference to the Financial Statements:**

The company has an effective and adequate financial control system in place. The Board has adopted policies and procedures to ensure the orderly and efficient conduct of its business, safeguarding of its assets, the prevention and detection of frauds and errors and the accuracy and completeness of accounting records.

**Deposits:**

The company has not accepted any deposits covered under the provisions of the Companies Act, 2013 and also there are no outstanding deposits as at the end of the financial year.

**Disclosure u/s 197(14):**

The provisions relating to the disclosure as required under section 197(14) of the Companies Act, 2013 are not applicable to the company during the year of report.

**Declaration by Independent Director:**

The company has not appointed an independent director since the provisions relating to the appointment in the Companies Act, 2013 and the rules framed there under are not applicable to the company. Hence the requirement regarding declaration of independence is not applicable.

**Secretarial Audit Report:**

The provisions of the Companies Act, 2013 and the rules framed there under relating secretarial audit report are not applicable to the company.

**Corporate Social Responsibility (CSR) Policy:**

The provisions of the Companies Act, 2013 and the rules made there under relating to Corporate Social Responsibility are not applicable to the company.

**Audit Committee:**

The company is not required to constitute an audit committee pursuant to the provisions of the Companies Act, 2013 and the rules made there under.

**Nomination & Remuneration Committee:**

The provisions of the Companies Act, 2013 and the rules framed there under relating to constitution of a nomination and remuneration committee are not applicable to the company.





**Annual Evaluation:**

The provisions relating to formal annual evaluation are not applicable to the company pursuant to the provisions of the Companies Act, 2013 and the rules made there under.

**Vigil Mechanism:**

The company is not required to constitute a vigil mechanism pursuant to the provision of the Companies Act, 2013 and the rules framed there under.

**Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013:**

The company has not received any complaints during the financial year.

**Disclosure u/s 143(12):**

The auditors of the company have not reported any fraud pursuant to section 143(12) of the Companies Act, 2013.

**Directors Responsibility Statement:**

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

- a. in the preparation of the annual accounts for the financial year ended 31st March, 2016, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2016 and of the profit of the company for that period;
- c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. the directors had prepared the annual accounts on a going concern basis;
- e. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**Statutory Auditors:**

The present statutory auditors of the company, M/s. Abraham & Jose, Chartered Accountants, Thrissur, were appointed for a period of five years in the 34th Annual General Meeting held on 29.09.2014. The appointment is subject to ratification in the subsequent Annual General Meetings of the company pursuant to the provisions in the Companies Act, 2013.

**Cost Auditors:**

The company is not required to appoint a Cost Auditor pursuant to the provisions of the Companies Act, 2013.

**Acknowledgment:**

We thank our valued shareholders, auditors, bankers, clients and Government authorities for their support. We place on record our appreciation of the contribution made by our employees at all levels. Our consistent growth was made possible by their hard work, solidarity, cooperation and support.

Place: Thrissur

Date: 01.08.2016

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

Sd/-

A K Varghese (DIN: 00047012)  
(Chairman)

**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
**as on the financial year ended on 31.03.2016**

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

**I. REGISTRATION AND OTHER DETAILS:**

CIN	U55101KL1980PLC003184
Registration Date	11.04.1980
Name of the Company	CASINO HOTELS LIMITED
Category / Sub-Category of the Company	Company Limited by Shares/ Indian Non Government Company
Address of the Registered office and contact details	T.B.Road, Thrissur, Kerala – 680 021 Website: www.casinohotes.in E.mail: casinotcr@gmail.com Phone: 0487 2424699/2424966
Whether listed company Yes / No	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	Nil

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

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

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

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

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of shares held	Applicable Section
1	Casino Cultural Auditorium Limited. T.B. Road, Thrissur 680 020	U70101KL1983PLC003726	Associate	20.59	2(6)

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

**i). Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>A. Promoters</b>									
<b>(1). Indian</b>									
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any Other.....	-	-	-	-	-	-	-	-	-
<b>Sub-total (A)(1)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>(2). Foreign</b>									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/ FI	-	-	-	-	-	-	-	-	-
e) Any other.....	-	-	-	-	-	-	-	-	-
<b>Sub-total (A)(2):</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total shareholding of Promoter(A) = (A)(1) + (A)(2)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>



Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>B. Public Shareholding</b>									
<b>(1). Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others(specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>(2). Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	Nil	59	59	0.94	Nil	21	21	0.34	(0.06)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹1 lakh	Nil	3350	3350	53.63	Nil	3312	3312	53.03	(0.60)
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	Nil	2837	2837	45.42	Nil	2913	2913	46.64	1.22
c) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2):</b>	<b>Nil</b>	<b>6246</b>	<b>6246</b>	<b>100</b>	<b>Nil</b>	<b>6246</b>	<b>6246</b>	<b>100</b>	<b>Nil</b>
<b>Total Public Shareholding (B) = (B)(1) + (B)(2)</b>	<b>Nil</b>	<b>6246</b>	<b>6246</b>	<b>100</b>	<b>Nil</b>	<b>6246</b>	<b>6246</b>	<b>100</b>	<b>Nil</b>
<b>C. Shares held by Custodian for GDRs and ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>Nil</b>	<b>6246</b>	<b>6246</b>	<b>100</b>	<b>Nil</b>	<b>6246</b>	<b>6246</b>	<b>100</b>	<b>Nil</b>

ii. Shareholding of Promoters

Sl. Shareholder's name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change In shareholding during the year
	No of Shares	% of total shares of the Company	% of Shares pledged/ encumbered to total shares	No. of Shares	% of total shares of the Company	% of Shares pledged/ encumbered to total shares	
Nil							

iii. Change in Promoters' Shareholding ( please specify, if there is no change)

Sl. No.		Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	Not applicable			
	Date wise increase/ decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.):	Not applicable			
	At the End of the year	Not applicable			

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

Sl. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative shareholding during the year		Increase/Decrease in Shareholding during the year specifying the date and reasons increase/ decrease
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	
1	A V Jacob	354	5.67	354	5.67	Nil
2	Jancy Jose	54	0.86	177	2.83	123 Shares (Transfer of shsres as on 27.07.2015)
3	Omana Jos	146	2.34	146	2.34	Nil
4	Xavi Thekkath	139	2.22	139	2.22	Nil
5	Madhavi Jinu	137	2.19	137	2.19	Nil
6	K K Madhu	50	0.80	50	0.80	Nil
7	C J Sunny	45	0.72	45	0.72	Nil
8	Jacob Thomas	44	0.70	44	0.70	Nil
9	Sebastian Thomas	43	0.68	43	0.68	Nil
10	Shali Thomas	40	0.64	40	0.64	Nil

**v. Shareholding of Directors and Key Managerial Personnel:**

Sl. No	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative shareholding during the year		Increase/decrease in Shareholding during the year specifying the date and reasons for increase/ decrease
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	
1	A K Varghese	40	0.64	112	1.79	72 Shares (Transfer of Shares on 24.08.2015 & 28.03.'16)
2	K C Thomas	351	5.62	351	5.62	Nil
3	Fijo Jose	63	1.01	63	1.01	Nil
4	P J France	103	1.65	103	1.65	Nil
5	K Kesavan	118	1.09	118	1.89	Nil
6	R N Rema	128	2.05	128	0.18	Nil
7	E P K Balakrishnan	81	1.30	81	1.30	Nil
8	M S Mathew	286	4.58	286	4.58	Nil
9	Jose Paul Chandy	88	1.41	88	1.41	Nil

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

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	53,91,442.00	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>53,91,442.00</b>	-	-	-
Change in indebtedness during the financial year				
Addition	4,58,038.00	-	-	-
Reduction	13,91,442.00	-	-	-
<b>Net Change</b>	<b>9,33,404.00</b>	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	44,58,038.00	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>44,58,038.00</b>	-	-	-

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:***A. Remuneration to Managing Director, Whole-time Directors and/or Manager:*

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
1	Gross salary	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
	(b) value of perquisites u/s. 17(2) of the Income tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify...	-	-
5	Others, please specify	-	-
	<b>Total (A)</b>	<b>Nil</b>	<b>Nil</b>
	Ceiling as per the Act	-	-

*B. Remuneration to other directors:**i. Remuneration to Independent Directors : Nil**ii. Remuneration to Other Directors :*

Sl. No.	Name of Directors	Particulars of Remuneration			Total
		Fee for attending board/ meetings	Commission	Others, please specify	
1	A K Varghese	24,000.00	-	-	24,000.00
2	K C Thomas	20,000.00	-	-	20,000.00
3	Fijo Jose	24,000.00	-	-	24,000.00
4	P J France	24,000.00	-	-	24,000.00
5	K Kesavan	24,000.00	-	-	24,000.00
6	R N Rema	13,000.00	-	-	13,000.00
7	E P K Balakrishnan	24,000.00	-	-	24,000.00
8	M S Mathew	24,000.00	-	-	24,000.00
9	Jose Paul Chandy	23,000.00	-	-	23,000.00
	<b>Total</b>	<b>2,00,000.00</b>	<b>-</b>	<b>-</b>	<b>2,00,000.00</b>
	Overall Ceiling as per the Act				30,00,000.00

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager Company			Total Amount
		CEO	Secretary	CFO	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) value of perquisites u/s. 17(2) of the Income tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	- as % of profit	-	-	-	-
5.	Others, please specify	-	-	-	-
	<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>



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

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/Compounding	Authority [RD/ NCLT/ fees imposed]	Appeal made, if any(give details) Court]
<b>A. COMPANY</b>					
Penalty			Nil		
Punishment			Nil		
Compounding			Nil		
<b>B. DIRECTORS</b>					
Penalty			Nil		
Punishment			Nil		
Compounding			Nil		
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			Nil		
Punishment			Nil		
Compounding			Nil		

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

Sd/-

A K Varghese (DIN: 00047012)

(Chairman)



## INDEPENDENT AUDITOR'S REPORT

**The Members of Casino Hotels Ltd.**

**T.B.Road, Thrissur 680021**

**CIN-U55101KL1980PLC003184**

### **Report on the Standalone Financial Statements**

We have audited the accompanying financial statements of **Casino Hotels Ltd**, (the "Company") T B Road, Thrissur 680021, **CIN-U55101KL1980PLC003184** which comprise the Balance Sheet as at March 31, 2016, the statement of Profit and Loss and the cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory information.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting principles generally accepted in India, including the Accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

### **Opinion**

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, and its profits and cash flows for the year ended on that date.

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

- (i) As required by the Companies (Auditors Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, we give in the Annexure A statement on the matters specified in paragraphs 3 and 4 of the Order.
- (ii) 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 accounts as required by the law have been kept by the Company so far as it appears from our examination of those books;
- c) The Balance Sheet and Statement of Profit and Loss dealt with by this report are in agreement with the books of account;
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors, as on 31<sup>st</sup> March, 2016, taken on record by the Board of directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2016, from being appointed as a director in terms of section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our report in 'Annexure A'
- 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 the explanations given to us:
  - a. The Company does not have any pending litigations which would impact its financial position.
  - b. The Company does not have any long-term contracts including derivative contracts. Accordingly, no provision for material foreseeable losses have been made; and
  - c. There were no amounts which were required to be transferred to the investor education and protection fund by the Company.

Thrissur  
01.08.2016

For Abraham & Jose  
Chartered Accountants  
FRN: 000010 S  
Sd/-  
Jose Pottokaran (No. 12056)  
Partner





**Annexure “A” to the Independent Auditors’ report of Casino Hotels Ltd, T B Road, Thrissur 680021 CIN-U55101KL1980PLC003184 as of and for the year ended March 31, 2016 (Referred to in our report of even date)**

- i) a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) All fixed assets have been physically verified by the Management during the year and no material discrepancies between the book records and the physical inventory have been noticed. In our opinion, the frequency of verification is reasonable.
- c) According to the information and explanations given to us, the title deeds of immovable properties are held in the name of the company.
- ii) As the company is not carrying on any processing, manufacturing or trading activity, it does not have any stock of finished goods, spare parts and raw-materials. Hence physical verification, valuation and consequent adjustments are not applicable to the company.
- iii) The company has taken loan from M/s Casino Cultural Auditorium Thrissur, a company under the same management within the meaning sub sec 186 of the Companies Act 2013. The maximum amount involved during the year was Rs.40 lacs and the balance outstanding as on 31.03.2016 comes to Rs.40 lacs. In our opinion, the rate of interest and other terms and conditions on which loan have been granted to the company are not prima facie, prejudicial to the interest of the company. Except that the company has neither granted nor taken any loans, secured or unsecured to/from companies, firms or other parties covered in the Registers maintained under section 189 of the Companies Act 2013.
- iv) In our opinion and according to the information and explanations given to us, in respect of loans, investments, guarantees, and security, the provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- v) The company has not accepted any deposits from the public. Hence, the directives issued by the Reserve Bank of India and provisions of Section 73 to 76 of the Act and the rules framed there under are not applicable.
- vi) The company is not liable to maintain cost records as prescribed by the Central Government under sub section (1) of section 148 of the Act.
- vii) According to the information and explanations given to us, company is regular in depositing undisputed tax dues including Provident Fund, Employees State Insurance, Income tax, Sales tax, Wealth tax, Customs duty, excise duty, cess and any other statutory dues with the appropriate authorities wherever applicable. It is further informed that there are no undisputed arrears of outstanding statutory dues as at the end of the last day of the financial year concerned for a period of more than six months from the date they became payable
- viii) The company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.
- ix) The company has not taken any term loans. The company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year.
- x) According to the information and explanations given to us, no fraud on or by the company or on by its officers or employees has been noticed or reported during the year.
- xi) According to the information and explanations given to us, no managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.
- xii) In our opinion and according to the information and explanations given to us, the company is not a Nidhi company. Accordingly, paragraph (xii) of the order is not applicable.
- xiii) According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with section 188 of the Companies Act, 2013 and the details of such transaction have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv) According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph (xiv) of the Order is not applicable.
- xv) According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly paragraph (xv) of the order is not applicable.

Thrissur  
01.08.2016

**Annexure “B” to the Independent Auditors’ Report of Casino Hotels Ltd, T B Road, Thrissur 680021, CIN-U55101KL1980PLC003184 as of and for the year ended March 31, 2016 as of and for the year ended March 31, 2016 (Referred to in our report of even date)**

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

We have audited the internal financial controls over financial reporting of **Casino Hotels Ltd** (the “Company”) **T B Road, Thrissur 680021 CIN-U55101KL1980PLC003184** as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the guidance note on audit of internal financial controls over financial reporting (the ‘Guidance Note’) and the standards on auditing (the ‘Standards’) issued by ICAI and deemed to be prescribed under section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

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

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

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the guidance note issued by the ICAI.

Thrissur  
01.08.2016

**Casino Hotels Limited**

T B ROAD, THRISSUR 680021

**BALANCE SHEET AS AT 31ST MARCH, 2016**

Particulars	Note No	Figures as at the end of current reporting period as at 31.03.2016	Figures as at the end of previous reporting period as at 31.03.2015
<b>I. EQUITY AND LIABILITIES</b>		Rs	Rs
(1) Shareholder's Funds			
(a) Share Capital	A	31230000	31230000
(b) Reserves and surplus	B	5539282	5553190
(c) Money received against share warrants		Nil	Nil
<b>(2) Share application money pending allotment</b>			
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings	C	4000000	5000000
(b) Deferred tax liabilities (Net)	D	3653428	3565218
(c) Other Long term liabilities	E	1017100	1017100
(d) Long term provisions		Nil	Nil
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings	F	458038	391442
(b) Trade payables		Nil	Nil
(c) Other current liabilities	G	4811250	3025654
(d) Short-term provisions	H	3435233	3269823
Total		54144331	53052427
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets	I	34528128	35562760
(ii) Intangible assets		Nil	Nil
(iii) Capital work-in-progress		10376188	8809095
(iv) Intangible assets under development		Nil	Nil
(b) Non-current investments	J	3020000	3020000
(c) Deferred tax assets (net)		Nil	Nil
(d) Long term loans and advances		Nil	Nil
(e) Other non-current assets	K	1133084	868489
<b>(2) Current Assets</b>			
(b) Inventories		946303	1030534
(c) Trade receivables	L	447762	814010
(d) Cash and cash equivalents	M	1860558	924292
(e) Short-term loans and advances		Nil	Nil
(f) Other current assets	N	1832308	2023247
Total		54144331	53052427
Statement on Significant Accounting Policies and Notes to the Financial Statements are an integral part of this Balance Sheet.	T		

## **Casino Hotels Limited**

T B ROAD, THRISSUR 680021

### **STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2016**

Particulars	Note No	Figures as at the end of current reporting period as at 31.03.2016	Figures as at the end of previous reporting period ended 31.03.2015
		Rs.	Rs.
I. Revenue from operations	O	64249337	67351883
II. Other income	P	2135719	2087463
III. Total revenue (I + II)		66385056	69439346
IV. Expenses:			
Cost of materials consumed	Q	29870410	31526020
Purchase of Stock-in-Trade		Nil	Nil
Changes in inventories of finished goods, work-in-progress		Nil	Nil
Employee benefit expenses	R	18569423	17334993
Finance costs		1040996	603280
Depreciation and amortization expenses	I	3298957	3204153
Other expenses	S	9380924	12655941
Total expenses		62160710	65324387
V. Profit before exceptional and extraordinary items and tax (III - IV)		4224346	4114959
VI. Exceptional items		Nil	Nil
VII. Profit before extraordinary items and tax (V - VI)		4224346	4114959
VIII Extraordinary items		Nil	Nil
IX. Profit before tax (VII - VIII)		4224346	4114959
X. Tax expenses:			
(1) Current tax		767141	822130
(2) Deferred tax		88210	(57691)
XI. Profit/(Loss) for the period from continuing operations		3368995	3350520
XII. Profit/(Loss) from discontinuing operations		Nil	Nil
XIII Tax expense of discontinuing operations		Nil	Nil
XIV Profit/(Loss) from discontinuing operations after tax (XII - XIII)		Nil	Nil
XV. Profit/(Loss) for the period (XI - XIV)		3368995	3350520
XVI Earning per equity share: of paid up value Rs.5000/-			
(1) Basic		539	536
(2) Diluted		539	536

Statement on Significant Accounting Policies and Notes to the  
Financial Statements are an integral part of this Profit and Loss account T

#### **As per our report of even date**

For Abraham & Jose  
Sd/-  
Jose Pottokaran (No. 12056)  
Partner  
Chartered Accountants  
Thrissur  
01.08.2016

#### **DIRECTORS**

1. Sri. A.K. Varghese	Sd/-
2. Sri. Kodakkat Kesavan	Sd/-
3. Dr. Jose Paul Chandy	Sd/-
4. Sri. E.P.K. Balakrishnan	Sd/-
5. Sri. M.S. Mathew	Sd/-
6. Sri. Fijo Jose	Sd/-
7. Sri. K.C. Thomas	Sd/-
8. Sri. P.J. France	Sd/-
9. Mrs. R.N. Rema	Sd/-

## **Casino Hotels Limited**

T B ROAD, THRISSUR 680021

### **CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2016**

<b>Particulars</b>	<b>For the year ended 31.03.2016</b>
<b>A. Cash flow from Operating Activities</b>	
Net profit before tax and extraordinary items	4224346
<b>Adjustments</b>	
Add: Depreciation	3298957
Interest paid to CCAL	400000
Interest paid to Directors	221988
Less: Interest on Fixed Deposit	(66905)
Dividend	(664400)
<b>Operating profit before working Capital Changes</b>	<b>7413986</b>
Adjustments for changes in working capital -	
(Increase)/Decrease in Inventories	84231
(Increase)/Decrease in Trade Receivables	366248
(Increase)/Decrease in Other current asset	190939
Increase/(Decrease) in Short term borrowings	66596
Increase/(Decrease) in Other current liabilities	1581396
Increase/(Decrease) in Short term provisions	(207670)
<b>Cash generated from operating activities</b>	<b>9495725</b>
Direct Taxes	(767141)
<b>Net cash from Operating Activities (A)</b>	<b>8728584</b>
<b>B. Cash flow from investing Activities:</b>	
Purchase of Asset	(3831417)
Interest on Fixed Deposit	66905
Increase in security deposit	(264595)
Dividend Received	664400
<b>Net cash used in investing Activities (B)</b>	<b>(3364707)</b>
<b>C. Cash flow from Financing Activities:</b>	
Loan Received from Directors	(1000000)
Interest paid to CCAL	(400000)
Interest paid to Directors	(221988)
Dividend Paid	(2805623)
<b>Net Cash from Financing Activities (C)</b>	<b>(4427611)</b>
<b>Net Increase/Decrease in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>936266</b>
<b>Cash &amp; Cash Equivalents as at 01.04.2015 (Opening Balance)</b>	<b>924292</b>
<b>Cash &amp; Cash Equivalents as at 31.03.2016 (Closing Balance)</b>	<b>1860558</b>

## **Casino Hotels Limited**

T B ROAD, THRISSUR 680021

### **NOTES FORMING PART OF ACCOUNTS**

**Note A: Share Capital**

	As at 31st March 2016		As at 31st March 2015	
	Number	Rs	Number	Rs
<b>Authorised</b>				
Equity shares of Rs.5000/- each	7200	36000000	7200	36000000
<b>Issued, Subscribed &amp; Paid Up</b>				
<b>Fully paid up</b>				
Equity shares of Rs.5000/- each	6246	31230000	6246	31230000
Disclosure pursuant to Note No.A in respect of Part I Schedule VI of the Companies Act				
Particulars	Equity shares		Equity shares	
	Number	Rs	Number	Rs
Shares outstanding at the beginning of the year	6246	31230000	6246	31230000
Shares Issued during the year	Nil	Nil	Nil	Nil
Shares bought back during the year	Nil	Nil	Nil	Nil
Shares outstanding at the end of the year	6246	31230000	6246	31230000
		31230000		31230000

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

Name of shareholder	As at 31st March 2016	As at 31st March 2015
Mr A V Jacob	354	5.67
Mr K C Thomas	351	5.62

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

	As at 31st March 2016	As at 31st March 2015
<b>Note B: Reserves &amp; Surplus</b>		
(a) General reserve		
Opening balance	1518441	1318441
Add: Addition / (Deletion)	125000	200000
Closing balance	1643441	1518441
(b) Revaluation Reserve		
Opening balance	3227690	3227690
Add: Addition / (Deletion)	0	Nil
Closing balance	3227690	3227690
(c) Security premium		
Opening balance	660000	660000
Add: Addition / (Deletion)	0	Nil
Closing balance	660000	660000
(d) Surplus / Loss		
Opening balance	147059	6362
Add: Net Profit for the year	3368995	3350520
Add: Transfer from Reserves	0	Nil
	3516054	3356882
Less: Proposed dividend	2810700	2498400
Tax on dividend	572203	511423
Less: Transfer to General Reserve	125000	200000
Closing balance	8151	147059
Total (a + b + c + d)	5539282	5553190

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



As at 31st March 2016

As at 31st March 2015

**Note C: Long-term borrowings**

Loan from Casio Cultural Auditorium Ltd	4000000	4000000
Loan form Directors	Nil	1000000
	4000000	5000000

Company has availed loan from Casino Cultural Auditorium Ltd., a company in which directors are interested @ 10% p.a. on the security of second charge of the equitable mortgage of the property of the company.

**Note D: Deferred tax Liability (Net)****Components of net deferred tax Liability**

Deferred tax assets:	Nil	Nil
Deferred tax liability		
Depreciation on fixed asset	3653428	3565218
Net deferred tax liability	3653428	3565218

Net deferred liability as on 31.03.2016 computed in compliance with the Accounting Standard 22 on accounting for taxes on income amounted to Rs.36,53,428/- which is separately disclosed in Balance Sheet. The increase of deferred tax liability as on 31.03.2016 when compared to 31.03.2015 comes to Rs.88,210/- is debited to tax expenses account during the year.

**Note E: Other long term liabilities**

Rent security deposit	1017100	1017100
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**Note F: Short term borrowings**

Bank over draft : Federal Bank Limited		
On the security of equitable mortgaged property		391442
Federal Bank: Easy Cash Loan	451886	Nil
On the security of fixed deposit		
Federal Bank:Term Loan (Renovation )	6152	Nil
	458038	391442

**Note G: Other Current Liabilities:**

Expenses payable	3838650	2257254
Unpaid dividend	972600	768400
	4811250	3025654

**Note H: Short-term provisions**

Proposed dividend & tax thereon	3382903	3009823
Provision for income tax	52330	260000
	3435233	3269823

The Board has recommended dividend @ 9% and an amount of Rs.33,82,903/- has been provided for dividend and tax thereon.

**Note I: Fixed assets ( Attached separately )**

	34528128	35562760
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Company has no intangible assets, intangible assets under development

**Note J: Non-current Investments**

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

Security deposit	1133084	868489
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**Note L: Trade Receivables**

Unsecured considered good due more than six months	Nil	Nil
Unsecured considered good others	447762	814010
	447762	814010

**Note I: FIXED ASSETS AS ON 31.03.2016**

Particulars	Gross Block			Depreciation Block				Net Block		
	Cost as on 01.04.15	Addition	Disposal	Cost as on 31.03.16	Upto 01.04.15	Additions	Disposal	Upto 31.03.16	As on 31.03.16	As on 31.03.15
Land	4800526	0	0	4800526	Nil	Nil	Nil	Nil	4800526	4800526
Building	43816698	0	0	43816698	20703524	1297086	0	22000610	21816088	23113174
Air condition plant	7729113	0	0	7729113	6998921	82958	0	7081879	647234	730192
Refrigerator, cooling equipments	3327039	1169653	0	4496692	1424951	462521	0	1887472	2609220	1902088
Motor pumpset & water heater	791002	4100	0	795102	728789	5669	0	734458	60644	62213
Equipments	830717	259126	0	1089843	423429	175781	0	599210	490633	407288
Computer	962406	62115	0	1024521	793491	120198	0	913689	110832	168915
Musical instruments & TV Set	799473	0	0	799473	640242	34851	0	675093	124380	159231
Kitchen equipments	1980736	125930	0	2106666	1286388	139608	0	1425996	680670	694348
Bakery machinery	509993	0	0	509993	315997	37717	0	353714	156279	193996
Transformer	446668	0	0	446668	418389	1565	0	419954	26714	28279
Generator	3303911	0	0	3303911	2482586	148924	0	2631510	672401	821325
Name Board	237515	138230	0	375745	109090	42149	0	151239	224506	128425
Vehicle	65610	52000	0	117610	633	33882	0	34515	83095	64977
Bio Gas Plant	316430	0	0	316430	210817	22128	0	232945	83485	105613
Fire fighting Equipments	26212	0	0	26212	15690	2097	0	17787	8425	10522
EPABX system	449366	0	0	449366	426898	0	0	426898	22468	22468
Lift installation	1290000	0	0	1290000	651790	122931	0	774721	515279	638210
Furniture & fittings	5089922	453170	0	5543092	3578951	568892	0	4147843	1395249	1510971
<b>Total</b>	<b>76773337</b>	<b>2264324</b>	<b>0</b>	<b>79037661</b>	<b>41210576</b>	<b>3298957</b>	<b>0</b>	<b>44509533</b>	<b>34528128</b>	<b>35562761</b>
Previous year	<b>69205331</b>	<b>2752203</b>	<b>Nil</b>	<b>71957534</b>	<b>36275632</b>	<b>2084384</b>	<b>Nil</b>	<b>38360016</b>	<b>33597518</b>	<b>32929699</b>

**Capital work-in-Progress**

Building under construction	10454287	1567093	0	12021380	1645192	0	0	1645192	10376188	8809095
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**Note M: Cash and cash equivalents**

As at 31st March 2016

As at 31st March 2015

Balance with banks	1807105	863616
Cash on hand	53453	60676
	1860558	924292

Balance with banks represent the balance maintaining with various banks in current account Rs.18,07,105/- of which Rs.9,72,600/- earmarked for unpaid dividend. Currently the company is not having term deposits with maturity period of more than 12 months. Except the deposit earmarked for the unpaid dividend account no deposits are held as margin money or security or guarantee to any liability.

**Note N: Other current assets**

Prepaid expenses	626702	146060
Other receivables	1205606	1877187
	1832308	2023247

**Note O: Revenue from operations**

Sales	46663729	49074167
Room rent	15363232	16448432
Other income	2222376	1829284
	64249337	67351883

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





As at 31st March 2016

As at 31st March 2015

**Note P: Other income**

Shop room rent	1404364	1349322
Interest	66905	134091
Dividend	664400	604000
Share transfer fee	50	50
	2135719	2087463

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

Opening stock	593391	456420
Purchases	17787887	14541928
	18381278	14998348
Less: Closing stock	272247	593391
	18109031	14404957

**(b) Wine & Liquor**

Opening stock	437143	450895
Purchases	2190457	5938252
	2627600	6389147
Less: Closing stock	674056	437143
	1953544	5952004

**(c) Other direct expenses:**

Bar licence fee	470000	2380000
Fuel & gas	1659315	1806089
Electricity & water	7529645	6855785
Freight and forwarding charges	148875	127185
	9807835	11169059

Total (a + b +c)	29870410	31526020
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**Note R: Employee benefit expenses**

Salary and bonus to staff	18569423	17334993
	18569423	17334993

**Note S: Other expenses**

Printing and stationery	416882	1294262
Postage and telephone	340838	298390
Insurance	45880	56019
Travelling	5379	172568
Sales tax and turnover tax paid	525601	1626854
Repairs & maintenance - Others	6366388	7365746
Association Membership fee	20276	49228
Audit fee	54720	48270
Business promotion expenses	369892	210489
Rates, tax and filing fee	539898	746682
Legal and professional charges	112065	36770
Sitting fee	200000	222000
Internal audit fee	164640	161798
Advertisement	16577	131105
Donation	5500	10000
News paper and periodicals	196388	225760
	9380924	12655941

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

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

**B. Accounting policies**

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

1. **Basis of Accounting:** The accounts are prepared on accrual basis under the historical cost convention in accordance with the Accounting Standards issued by the Companies (Accounting Standards) Rules, 2006.
2. **Fixed Assets:** Fixed Assets are stated at cost less accumulated depreciation.
3. **Depreciation:** Depreciation of Fixed Assets has been provided on written down value method at the rates computed based on useful lives specified in Part C and residual value specified in Part A of Schedule II of Companies Act, 2013.
4. **Inventories:** The closing stock is stated at lower of cost or net realizable value.
5. **Recognition of Income & Expenditure:** Generally items of income and Expenditure account are recognized on accrual basis.
6. **Contingencies and Events occurred after Balance Sheet date:** There are no contingencies and events of material nature occurred after balance sheet date which has an effect on the financial statement of the year.
7. **Prior period and Extra -ordinary items:** There are no prior periods or extra-ordinary items of a material nature, which has to be reported during the year.
8. **Changes in Accounting Policies:** There are no material changes in the accounting policies followed by the company during the year.
9. **Foreign Exchange transactions:** The company has no dealings in foreign exchange during the year.
10. **Investments:** The current investments of the company are carried in the Balance Sheet at cost or fair value determined on individual investment basis and it does not have any long term investments
11. **Retirement Benefits:** The company has introduced Provident Fund scheme and Employees State Insurance Scheme to the employees. The company contributes to Gratuity Fund by taking Group Policy with Life Insurance Corporation of India for future payment of gratuity to retiring employees. The premium thereon has been so adjusted as to cover the liability under the Scheme in respect of all employees at the end of their future anticipated service with the company.
12. **Uses of estimates:** The preparation of financial statements requires management to make certain estimate and assumption that effect the amount reported in the financial statements and notes there too. Difference between actual and estimates are recognized in the period in which they materialize.
13. **Provision for Taxation & Deferred Tax:** Provision for taxation is made on the basis of the estimated tax liability with adjustment for deterred tax in terms of accounting standard 22 issued by the Institute of Chartered Accountants of India. Deferred tax assets or liabilities are based on temporary differences between the value of assets and liabilities recorded in the Financial Statements and those used for Income Tax purposes. Tax rates applicable to future periods are used to calculate year-end Deferred Tax Assets or Liabilities. Deferred Tax liability are recognized only to the extent that there is virtual certainty of realization. Other Deferred Tax liability are recognized and carried forward to the extent that there is reasonable certainty of realization.
14. **Additional disclosures as per Schedule VI of the Companies Act**
  - a) The company is a Small and Medium Company (SMC) as defined in the general instruction in respect of the Accounting standards specified under Section 133 of Companies Act 2013, read with Rule 7 of Companies (Accounts) Rules, 2014. Accordingly, the company has complied with the Accounting Standards as applicable to a small and Medium Sized Company.
  - b)

	31.03.2016	31.03.2015
Contingent Liabilities not Provided for	Nil	Nil
  - c) Particulars regarding investments:
    - (i) Name of the Body corporate in which investment is made: Casino Cultural Auditorium Limited, T.B. Road, Thrissur.
    - (ii)

Date of investment:		Date of investment:	
30.07.1992	50 shares	16.12.1993	250 shares
22.09.1993	100 shares	19.04.2000	4 shares
29.11.1993	200 shares		
    - (iii) Whether the Body Corporate in the same group: Yes. A sister concern under the same Management.

- d) The company has taken unsecured loan amounting to Rs.40 lacs from Casino Cultural Auditorium as associate concern. The terms and conditions including rate of interest are not prejudicial to the interest of the company.
- e) Additional information in pursuant to the provisions of Part-II of Schedule VI of the Companies Act, 1956;
- |    |                    |      |      |
|----|--------------------|------|------|
| a  | Licenced capacity  | N.A  | N.A  |
| b. | Installed capacity | N.A. | N.A. |
| c  | Actual production  | N.A. | N.A. |

d. Details of goods produced and sold:

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

Particulars	As on 31.03.2016		As on 31.03.2015	
	Wine & Liquor ₹	Provision, Beverages, Smokes ₹	Wine & Liquor ₹	Provision, Beverages, Smokes ₹
Opening stock	4,37,143	5,93,391	4,50,895	4,56,420
Purchases	21,90,457	1,77,87,887	59,38,252	1,45,41,928
Closing stock	6,74,056	2,72,247	4,37,143	5,93,391
Consumption	19,53,544	1,81,09,031	59,52,004	1,44,04,957
Sales	39,81,980	4,26,81,749	1,43,76,686	3,46,97,481

- e. Details regarding imported & indigenous materials consumed and its percentage:  
Only indigenous materials of different varieties and units consumed.
- |    |                                   |     |     |
|----|-----------------------------------|-----|-----|
| f. | Value of imports during the year: | Nil | Nil |
| g. | Earnings in foreign currency      | Nil | Nil |
| h. | Expenditure in foreign currency   | Nil | Nil |
- f) Notes A to N form part of the Balance Sheet as on 31<sup>st</sup> March, 2016 and Notes O to T form part of the statement of Profit and Loss account for the period ended on that date.
- g) Previous year figures are re-arranged or re-grouped wherever found necessary.
- h) Figures are rounded to nearest rupee.

**As per our report of even date**

For Abraham & Jose  
Chartered Accountants  
(FRN 000010S)  
Sd/-  
Jose Pottokaran (No. 12056)  
Partner

**DIRECTORS**

- |  |      |
|--|------|
| 1. Sri. A.K. Varghese (DIN 00047012)       | Sd/- |
| 2. Sri. Kodakkat Kesavan (DIN 01163544)    | Sd/- |
| 3. Dr. Jose Paul Chandy (DIN 01605754)     | Sd/- |
| 4. Sri. E.P.K. Balakrishnan (DIN 01541508) | Sd/- |
| 5. Sri. M.S. Mathew (DIN 01605754)         | Sd/- |
| 6. Sri. Fijo Jose (DIN 00450473)           | Sd/- |
| 7. Sri. K.C. Thomas (DIN 00163306)         | Sd/- |
| 8. Sri. P.J. France (DIN 00625779)         | Sd/- |
| 9. Mrs. R.N. Rema (DIN 01267631)           | Sd/- |



ATTENDANCE SLIP

***Casino Hotels Limited***

T.B. Road, Thrissur - 680 021

Folio No.

Signature of Shareholder :



ATTENDANCE SLIP

***Casino Hotels Limited***

T.B. Road, Thrissur - 680 021

Folio No.

Signature of Shareholder :

**Important**

1. Members are requested to bring this slip for attending the 36th Annual General Meeting duly signed and hand it over at the entrance of the meeting hall.
2. **No attendance slip will be issued on the day of the Annual General Meeting.**