

ROYAL ORCHID HOTELS LTD.,

Corporate Office :  
1, Golf Avenue, Adjoining KGA Golf Course,  
HAL Airport Road, Kodihalli, Bangalore - 560 008, India.  
T +91 80 406 12345, F : +91 80 406 12346  
www.royalorchidhotels.com  
CIN : L55101KA1986PLC007392

January 28, 2016

The Manager  
Department of Corporate Services  
**Bombay Stock Exchange Limited**  
Floor 25, P J Towers,  
Dalal Street,  
Mumbai – 400 001

The Manager  
Department of Corporate Services,  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot no. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400051

Dear Sir/ Madam,

**Sub: Submission of Un-Audited Standalone Financial Results for Q3 FY 2015-16 approved at the Board Meeting held on January 28, 2016**

Please find enclosed Un-Audited Standalone Financial Results of the Company for the quarter ended December 31, 2015, under Regulation 33 of Listing Regulations SEBI (LODR) 2015 duly reviewed by the Audit Committee and taken on record by the Board of Directors of the Company along with certified true copy of Limited Review Report issued by the Statutory Auditors in respect of the **Standalone Un-audited Financial Results** of the Company for the quarter ended **December 31, 2015**.

Thanking you,

Yours Sincerely,  
**For Royal Orchid Hotels Limited**

**C K Baljee**  
**Managing Director**

Encl: A/A



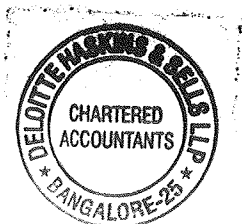
## ROYAL ORCHID HOTELS LIMITED

Registered Office : No.1, Golf Avenue, Adjoining KGA Golf Course, Airport Road, Bengaluru - 560 008.

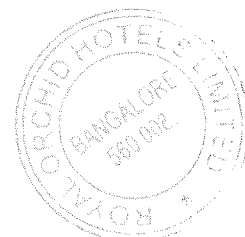
### UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2015

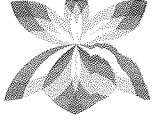
| PART I |                                                                                                 | (₹ in Lakhs)               |                            |                            |                            |                            |                          |
|--------|-------------------------------------------------------------------------------------------------|----------------------------|----------------------------|----------------------------|----------------------------|----------------------------|--------------------------|
|        |                                                                                                 | Quarter ended              |                            |                            | Nine months ended          |                            | Year ended               |
|        |                                                                                                 | 31 Dec 2015<br>(Unaudited) | 30 Sep 2015<br>(Unaudited) | 31 Dec 2014<br>(Unaudited) | 31 Dec 2015<br>(Unaudited) | 31 Dec 2014<br>(Unaudited) | 31 Mar 2015<br>(Audited) |
| 1      | Income from operations                                                                          | 2,398.00                   | 2,102.32                   | 2,236.89                   | 6,365.33                   | 6,180.30                   | 8,462.05                 |
|        | <b>Total income from operations</b>                                                             | <b>2,398.00</b>            | <b>2,102.32</b>            | <b>2,236.89</b>            | <b>6,365.33</b>            | <b>6,180.30</b>            | <b>8,462.95</b>          |
| 2      | Expenses                                                                                        |                            |                            |                            |                            |                            |                          |
|        | (a) Cost of materials consumed                                                                  | 348.52                     | 287.77                     | 297.92                     | 889.70                     | 830.05                     | 1,152.80                 |
|        | (b) Employee benefits expense (refer note 4)                                                    | 548.87                     | 448.67                     | 471.38                     | 1,458.32                   | 1,470.49                   | 1,967.12                 |
|        | (c) Depreciation and amortisation expense                                                       | 94.81                      | 81.91                      | 198.16                     | 255.62                     | 403.36                     | 439.63                   |
|        | (d) Rent expense                                                                                | 282.56                     | 243.32                     | 268.53                     | 767.90                     | 743.24                     | 1,001.32                 |
|        | (e) Power and fuel expense                                                                      | 225.37                     | 224.81                     | 223.11                     | 679.07                     | 664.92                     | 921.74                   |
|        | (f) Other expenses                                                                              | 642.05                     | 675.62                     | 640.62                     | 1,884.56                   | 1,894.36                   | 2,447.77                 |
|        | <b>Total expenses</b>                                                                           | <b>2,142.18</b>            | <b>1,962.10</b>            | <b>2,099.72</b>            | <b>5,935.17</b>            | <b>6,006.42</b>            | <b>7,930.38</b>          |
| 3      | Profit from operations before other income, finance costs and exceptional items (1-2)           | 255.82                     | 140.22                     | 137.17                     | 430.16                     | 173.88                     | 532.57                   |
| 4      | Other income (refer note 5)                                                                     | 94.15                      | 219.32                     | 220.62                     | 332.27                     | 630.06                     | 864.66                   |
| 5      | Profit from ordinary activities before finance costs and exceptional items (3+4)                | 349.97                     | 359.54                     | 357.79                     | 762.43                     | 803.94                     | 1,397.23                 |
| 6      | Finance costs                                                                                   | 149.45                     | 154.26                     | 194.73                     | 449.95                     | 535.62                     | 699.64                   |
| 7      | Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6) | 200.52                     | 205.28                     | 163.06                     | 312.48                     | 268.32                     | 697.59                   |
| 8      | Exceptional items                                                                               |                            |                            |                            |                            |                            |                          |
|        | (a) Termination fee from a management contract (refer note 6)                                   | -                          | -                          | -                          | 132.00                     | 200.00                     | 200.00                   |
| 9      | Profit from ordinary activities before tax                                                      | 200.52                     | 205.28                     | 163.06                     | 444.48                     | 468.32                     | 897.59                   |
| 10     | Tax expense / (credit) on ordinary activities                                                   | -                          | -                          | -                          | -                          | -                          | -                        |
| 11     | Net Profit from ordinary activities after tax (9-10)                                            | 200.52                     | 205.28                     | 163.06                     | 444.48                     | 468.32                     | 897.59                   |
| 12     | Loss from discontinuing operations                                                              | -                          | -                          | -                          | -                          | -                          | -                        |
| 13     | Extraordinary items                                                                             | -                          | -                          | -                          | -                          | -                          | -                        |
| 14     | Net Profit for the period (11+12+13)                                                            | 200.52                     | 205.28                     | 163.06                     | 444.48                     | 468.32                     | 897.59                   |
| 15     | Paid-up equity share capital<br>(Face Value of ₹10 per share)                                   | 2,723.39                   | 2,723.39                   | 2,723.39                   | 2,723.39                   | 2,723.39                   | 2,723.39                 |
| 16     | Reserve excluding Revaluation Reserves                                                          | -                          | -                          | -                          | -                          | -                          | 15,964.73                |
| 17.i   | Earnings per share in ₹ (not annualised):                                                       |                            |                            |                            |                            |                            |                          |
|        | (a) Basic                                                                                       | 0.74                       | 0.75                       | 0.60                       | 1.63                       | 1.72                       | 3.30                     |
|        | (b) Diluted                                                                                     | 0.74                       | 0.75                       | 0.60                       | 1.63                       | 1.72                       | 3.30                     |
| 17.ii  | Earnings per share from discontinuing operations in ₹ (not annualised):                         |                            |                            |                            |                            |                            |                          |
|        | (a) Basic                                                                                       | -                          | -                          | -                          | -                          | -                          | -                        |
|        | (b) Diluted                                                                                     | -                          | -                          | -                          | -                          | -                          | -                        |

See accompanying notes to the financial results.



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Bengaluru - 560 008.**

**Notes:**

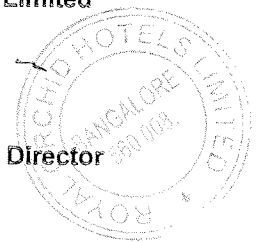
1. The above unaudited financial results were reviewed by the audit committee and approved by the Board of Directors on 28 January 2016.
2. Disclosure of segment-wise information is not applicable as hospitality is the Company's only business.
3. Amounts of the previous periods are re-classified / re-arranged / re-grouped, wherever necessary.
4. The Company had received approval from the Central Government ('the CG') for payment of remuneration amounting ₹ 120.10 lakhs to the Managing Director ('the MD') vide letter dated 31 July 2014, in relation to fiscal 2014, and recognised incremental remuneration amounting ₹ 72.10 lakhs during nine months ended 31 December 2014. Further, the Company received approval from the CG for payment of remuneration amounting ₹ 138.10 lakhs to the MD during the quarter ended 30 June 2015, in relation to fiscal 2015, and recognised incremental remuneration amounting ₹ 18.10 lakhs during the said quarter. During the current quarter, the Company has received approval from the CG for payment of remuneration amounting to ₹ 158.82 lakhs for fiscal 2016, and has recognised incremental remuneration amounting ₹ 19.41 lakhs.
5. Other income for the nine months ended 31 December 2015 is net of reversal of excess interest income accounted during previous year(s)/ period(s) amounting to ₹ 46.75 lakhs. (Reversed during the quarter ended 30 June 2015)
6. On 30 June 2014, the Company terminated the 'Hotel Operations Agreement' with Samhi Hotels Private Limited ('Samhi') in lieu of termination fee of ₹ 332.00 lakhs, of which ₹ 132.00 lakhs was payable on completion of certain contractual obligations. The Company recorded fees from termination of management contract amounting ₹ 200.00 lakhs during the three months ended 30 September 2014 on its receipt, being initial consideration and ₹ 132.00 lakhs on receipt during the three months ended 30 June 2015 on completion of the required contractual obligations. The aforesaid fee of ₹ 132.00 lakhs and ₹ 200.00 lakhs has been disclosed separately as an exceptional item for the nine months ended 31 December 2015 and 31 December 2014 respectively.
7. During the nine months ended 31 December 2015 and subsequent to that date, the Company and one of its jointly controlled entities have firmed up line of credit facility/term loan with a bank/ financial institution. While the current liabilities of the Company exceed its current assets by ₹ 1,181.80 lakhs as at 31 December 2015 and the Company is committed to provide financial and operational support to certain jointly controlled entities and subsidiaries, in view of the above development and also the plan for improving operating cash flows through cost synergies, exploring avenues of enhancing revenues, disposing off certain investments etc., the management is optimistic of improving and maintaining sustainable operating cash flows and accordingly the Statement is prepared and presented on a going concern basis, which contemplates realization of assets and settlement of liabilities in the normal course of business.

Place: Bengaluru  
Date: 28 January 2016



For Royal Orchid Hotels Limited

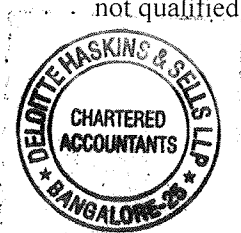
C K Baljee  
Chairman and Managing Director



## INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM FINANCIAL RESULTS

### TO THE BOARD OF DIRECTORS OF ROYAL ORCHID HOTELS LIMITED

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **ROYAL ORCHID HOTELS LIMITED** ("the Company") for the Quarter and Nine Months ended December 31, 2015 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.
4. We draw attention to Note 7 of the Statement which states that the Company's current liabilities exceed its current assets as at the December 31, 2015 by Rs 1,181.80 lakhs and the Company is committed to provide financial and operational support to certain jointly controlled entities and subsidiaries. These conditions raise substantial doubt about the Company's ability to continue as a going concern. As stated in the said Note, based on the credit facility/term loan firmed up with a bank/financial institution, management's assessment of future operational plans and cash flows to discharge its liabilities in the normal course of business, this Statement has been prepared on a going concern basis. Our report is not qualified in respect of this matter.



BANGALORE, January 28, 2016  
MP/VMS/2016

For DELOITTE HASKINS & SELLS LLP  
Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)

A handwritten signature in black ink, appearing to read "Monisha Parikh".

Monisha Parikh  
(Partner)  
(Membership No. 47840)