



**ROYAL ORCHID HOTELS LTD.,**

Regd. Office:  
1, Golf Avenue, adjoining KGA Golf Course,  
HAL Airport Road, Kodihalli, Bangalore - 08, India.  
T: +91 80 406 12345, F: +91 80 25203366  
CIN: L55101KA1986PLC007392  
E: investors@royalorchidhotels.com

**Date: May 25, 2026**

**To,  
The Manager,  
Listing Compliance,  
Department of Corporate Services,  
BSE Limited,  
Floor 25, P. J. Towers,  
Dalal Street,  
Mumbai – 400 001  
BSE Scrip Code: 532699**

**To,  
The Manager,  
Listing Compliance,  
Department of Corporate Services,  
National Stock Exchange of India Limited,  
Exchange Plaza, Plot no. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051  
NSE Scrip Symbol: ROHLTD**

Dear Sir/Madam,

**Sub: Statement on Impact of Audit Qualification**

Pursuant to Regulation 33 of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors in its meeting held on May 25, 2026, approved the Audited Standalone & Consolidated Financial Results for the fourth quarter and year ended on 31st March, 2026.

Further according to Circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016, please find enclosed herewith Statement on Impact of Audit Qualification (for audit report with modified opinion).

This is for the information and records of the exchanges.

Thanking you,

**For ROYAL ORCHID HOTELS LIMITED**

**AMIT JAISWAL  
CHIEF FINANCIAL OFFICER  
Encl: as above**

**Statement on Impact of Audit Qualifications for the Financial Year ended 31 March 2026 – Standalone**

(₹ in lakhs)

I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Total income	21,289.77	NA
	2.	Total Expenditure	18,701.19	NA
	3.	Net Profit After Tax	3,408.28	NA
	4.	Earnings Per Share	12.43	NA
	5.	Total Assets	49,640.18	NA
	6.	Total Liabilities	21,885.29	NA
	7.	Net Worth	27,754.89	NA
	8.	Any other financial item(s) (as felt appropriate by the management)	-	-
II.	<p><b><u>Audit Qualification:</u></b></p> <p>a. <b>Details of Audit Qualification:</b> Following qualifications have been given by the Auditors in the audit report on Standalone Financial Results of the Company:</p> <p>As described in Note 9 to the accompanying Statement, certain shareholders of Ksheer Sagar Developers Private Limited ('KSDPL'), an associate of the Company, together holding 50% of voting power in such investee company, had filed a petition before the Hon'ble National Company Law Tribunal ('NCLT') under Sections 241 and 242 of the Act with respect to certain allegations against the Company as detailed in the said note. Further, as described in the said note, the Management during the year ended 31 March 2024 in its response to NCLT had considered KSDPL as a 'private company', instead of considering it as a "deemed public company" for assessing applicability of the compliance requirements under the Act.</p> <p>Considering the aforesaid ongoing litigation between the shareholders of KSDPL in respect of the allegations raised in the said petition, the outcome of which is presently unascertainable and inconsistent legal assessment with respect to status of KSDPL under the Act, we are unable to comment upon the legal compliance by KSDPL with respect to applicable provisions of the Act and its consequential impact on the accompanying Statement.</p> <p>b. <b>Type of Audit Qualification:</b> Qualified Opinion</p> <p>c. <b>Frequency of qualification:</b> Third time</p> <p>d. <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b> NA</p> <p>e. <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b></p> <p>(i) <b>Management's estimation on the impact of audit qualification:</b> NA</p> <p>(ii) <b>If management is unable to estimate the impact, reasons for the same:</b> The likely impact if any, will only be known upon adjudication of the ongoing litigation by the Hon'ble NCLT.</p> <p>(iii) <b>Auditors' Comments on (i) or (ii) above:</b> Considering the ongoing litigation between the shareholders of KSDPL in respect of the allegations raised in the petition filed with the Hon'ble NCLT, the outcome of which is presently unascertainable, and inconsistent legal assessment with respect to status of KSDPL under the Act, we are unable to comment upon the legal compliance by the KSDPL with respect to applicable provisions of the Act.</p>			
III.	<p><b><u>Signatories:</u></b></p> <p><b>Chander K Baljee</b> Managing Director</p>			

**Amit Jaiswal**  
Chief Financial Officer

**Rakesh Mehta**  
Audit Committee Chairman

For **Walker Chandio & Co LLP**  
Chartered Accountants  
Firm Registration no.: 001076N/N500013

**Hemant Maheshwari**  
Partner  
Membership No.: 096537

Bengaluru  
25 May 2026

**Statement on Impact of Audit Qualifications for the Financial Year ended 31 March 2026 - Consolidated**

(₹ in lakhs)

I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Total income	40,643.17	NA
	2.	Total Expenditure	37,022.36	NA
	3.	Net Profit after tax	3,332.74	NA
	4.	Earnings Per Share	11.74	NA
	5.	Total Assets	1,04,164.92	NA
	6.	Total Liabilities	76,609.58	NA
	7.	Net Worth	27,555.34	NA
	8.	Any other financial item(s) (as felt appropriate by the management)	-	-
II.	<p><b><u>Audit Qualification:</u></b></p> <p>a. <b>Details of Audit Qualification:</b> Following qualifications have been given by the Auditors in the audit report on Consolidated Financial Results of the Company:</p> <p>As described in Note 8 to the accompanying Statement, certain shareholders of Ksheer Sagar Developers Private Limited ('KSDPL'), an associate of the Group, together holding 50% of voting power in such investee company, had filed a petition before the Hon'ble National Company Law Tribunal ('NCLT') under Sections 241 and 242 of the Act with respect to certain allegations against the Holding Company as detailed in the said note. Further, as described in the said note, the Management during the year ended 31 March 2024 in its response to NCLT has considered KSDPL as a 'private company', instead of considering it as a 'deemed public company' for assessing applicability of the compliance requirements under the Act.</p> <p>Considering the aforesaid ongoing litigation between the shareholders of KSDPL in respect of the allegations raised in the said petition, the outcome of which is presently unascertainable, and inconsistent legal assessment with respect to status of KSDPL under the Act, we are unable to comment upon the legal compliance by KSDPL with respect to applicable provisions of the Act and its consequential impact on the accompanying Statement.</p> <p>b. <b>Type of Audit Qualification:</b> Qualified Opinion</p> <p>c. <b>Frequency of qualification:</b> Third time</p> <p>d. <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b> NA</p> <p>e. <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b></p> <p>(i) <b>Management's estimation on the impact of audit qualification:</b> NA</p> <p>(ii) <b>If management is unable to estimate the impact, reasons for the same:</b> The likely impact if any, will only be known upon adjudication of the ongoing litigation by the Hon'ble NCLT.</p> <p>(iii) <b>Auditors' Comments on (i) or (ii) above:</b> Considering the ongoing litigation between the shareholders of KSDPL in respect of the allegations raised in the petition filed with the Hon'ble NCLT, the outcome of which is presently unascertainable, and inconsistent legal assessment with respect to status of KSDPL under the Act, we are unable to comment upon the legal compliance by KSDPL with respect to applicable provisions of the Act.</p>			
III.	<p><b><u>Signatories:</u></b></p> <p><b>Chander K Baljee</b> Managing Director</p>			

**Amit Jaiswal**  
Chief Financial Officer

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Audit Committee Chairman

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Chartered Accountants  
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**Hemant Maheshwari**  
Partner  
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Bengaluru  
25 May 2026