



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

Date: July 18, 2016

To,
The Manager,
Listing Compliance,
Department of Corporate Services,
Bombay Stock Exchange Limited,
Floor 25, P. J. Towers,
Dalal Street,
Mumbai - 400 001

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

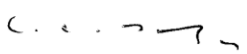
Sub: Submission of Audit Report on Standalone and Consolidated Financial Results for the Financial Year ended 31.03.2016 approved at the Board Meeting held on May 30, 2016

Dear Sir/ Madam,

In pursuance of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are appending herewith the **Audit Report on Standalone and Consolidated Audited Financial Results of the Company for the Financial Year ended March 31, 2016**, duly reviewed by the Audit Committee and approved by the Board of Directors of the Company at the their respective meetings held on May 30, 2016.

Thanking you,

Yours Sincerely,
For, ROYAL ORCHID HOTELS LIMITED


C. K. BALJEE
DIN: 00081844
MANAGING DIRECTOR

Encl: A/A

INDEPENDENT AUDITOR'S REPORT TO THE BOARD OF DIRECTORS OF ROYAL ORCHID HOTELS LIMITED

1. We have audited the accompanying Statement of Consolidated Financial Results of **ROYAL ORCHID HOTELS LIMITED** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its jointly controlled entities for the year ended March 31, 2016 ("the Statement"), being submitted by the Holding 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 Holding Company's Management and approved by the Board of Directors, has been prepared on the basis of the related consolidated financial statements which is in accordance with the Accounting Standards, prescribed under Section 133 of the Companies Act, 2013, as applicable, and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Holding Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing a opinion on the effectiveness of the Holding Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

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

3. We did not audit the financial statements of 11 subsidiaries and 4 jointly controlled entities included in the consolidated financial results, whose financial statements reflect total assets of Rs. 14,205.93 lakhs as at March 31, 2016, total revenues of Rs. 2,479.66 lakhs for the year ended March 31, 2016, and total loss after tax of Rs. 849.74 lakhs for the year ended March 31, 2016, as considered in the consolidated financial results. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled entities, is based solely on the reports of the other auditors.



4. In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors referred to in paragraph 3 above, the Statement:

a) includes the results of the following entities

1	Icon Hospitality Private Limited	10	Royal Orchid Jaipur Private Limited
2	Maruti Comforts & Inn Private Limited	11	Royal Orchid Goa Private Limited
3	Cosmos Premises Private Limited	12	Royal Orchid Mumbai Private Limited
4	A B Holdings Private Limited	13	Royal Orchid Hyderabad Private Limited
5	Multi Hotels Limited	14	Royal Orchid Associated Hotels Private Limited
6	Royal Orchid Maharashtra Private Limited	15	Ksheer Sagar Buildcon Private Limited
7	Amartara Hospitality Private Limited	16	Rajkamal Buildcon Private Limited
8	Royal Orchid South Private Limited	17	J H Builders Private Limited
9	Royal Orchid Shimla Private Limited	18	Ksheer Sagar Developers Private Limited

b) read with Note 6 therein, is presented in accordance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,; and

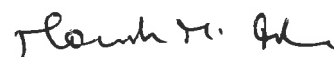
c) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the consolidated net loss and other financial information of the Group for the year ended March 31, 2016.

5. We draw attention to Note 5 to the Statement. As stated therein, the current liabilities exceed the current assets of the Group and jointly controlled companies by Rs 4,469.81 lakhs as at March 31, 2016. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Group's and jointly controlled companies' ability to continue as a going concern. However, the Statement has been prepared on a going concern basis considering

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 and other mitigation plans as described in the said Note. The ability of the Group and jointly controlled companies' to continue as a going concern is dependent on the successful outcome of the mitigation plans.

Our opinion is not qualified in respect of this matter.

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



Monisha Parikh
Partner
(Membership No. 47840)

BENGALURU, May 30, 2016
MP/VMS/MSK/2016

**INDEPENDENT AUDITOR'S REPORT
TO THE BOARD OF DIRECTORS OF ROYAL ORCHID HOTELS LIMITED**

1. We have audited the accompanying Statement of Standalone Financial Results of **ROYAL ORCHID HOTELS LIMITED** ("the Company") for the year ended March 31, 2016 ("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 on the basis of the related financial statements which is in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013, as applicable and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

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

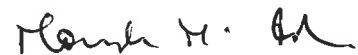
3. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - (ii) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the net profit and other financial information of the Company for the year ended March 31, 2016.

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4. The Statement includes the results for the quarter ended March 31, 2016 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subjected to limited review.
5. We draw attention to Note 5 to the Statement. As stated therein, the Company's current liabilities exceeded its current assets as at the balance sheet date by Rs. 1,512.10 lakhs. Further, the Company is committed to provide financial and operational support to a jointly controlled entity and two of its subsidiaries. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, the Statement has been prepared on a going concern basis considering 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 and other mitigation plans as described in the said Note. The ability of the Company to continue as a going concern is dependent on the successful outcome of the mitigation plans.

Our opinion is not qualified in respect of the above matter.

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



Monisha Parikh
Partner
(Membership No. 47840)

BENGALURU, May 30, 2016
MP/VMS/MSK/2016