



ROYAL ORCHID

HOTELS

CIN: L55101 KA 1986 PLC 007392

August 13, 2014

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 Financial Results of the Company for the quarter ended 30th June, 2014 & the Limited Review Report as per Clause 41 of the Listing Agreement.

We are pleased to enclose the following for your information and records in terms of Clause 41 of the Listing Agreement:

1. Un-Audited Financial Results of the Company (both Standalone and Consolidated) for the quarter ended 30th June, 2014, duly reviewed by the Audit Committee of Directors and taken on record by the Board of Directors of the Company at the Board Meeting held on 13th August, 2014.
2. Certified true copy of Limited Review Report dated 13th August, 2014 issued by the Statutory Auditors in respect of the **standalone** un-audited financial results of the Company for the quarter ended 30th June, 2014.
3. Certified true copy of Limited Review Report dated 13th August, 2014 issued by the Statutory Auditors in respect of the **consolidated** un-audited financial results of the Company for the quarter ended 30th June, 2014.

Thanking you,

Yours Sincerely,

For Royal Orchid Hotels Limited


Payal Sharma

Company Secretary

Encl: A/A

ROYAL ORCHID HOTELS LTD

Regd Off : 1, GOLF AVENUE, ADJOINING KGA GOLF COURSE, AIRPORT ROAD, BANGALORE 560 008, INDIA.



**ROYAL ORCHID
HOTELS**

CIN: L5101KA1986PLC007392

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 PERIOD ENDED 30 JUNE 2014

(₹ In Lakhs)

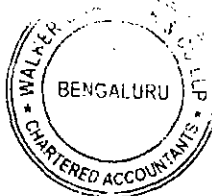
PART I	Particulars	STANDALONE				CONSOLIDATED			
		Quarter ended		Year ended		Quarter ended		Year ended	
		30 June 2014 (Unaudited)	31 March 2014 (Audited) Refer note 5	30 June 2013 (Unaudited)	31 March 2014 (Audited)	30 June 2014 (Unaudited)	31 March 2014 (Audited) Refer note 5	30 June 2013 (Unaudited)	31 March 2014 (Audited)
1	Income from operations	2,040.22	2,290.50	2,317.55	8,364.97	3,440.67	4,014.91	3,544.89	14,204.01
	Total income from operations	2,040.22	2,290.50	2,317.55	8,364.97	3,440.67	4,014.91	3,544.89	14,204.01
2	Expenses								
	(a) Cost of materials consumed	277.06	291.08	302.07	1,073.57	448.59	486.81	453.44	1,777.44
	(b) Employee benefits expense	523.17	365.48	571.68	1,778.30	907.71	685.68	316.78	3,132.70
	(c) Depreciation and amortisation expense	118.76	99.71	532.41	411.98	414.51	327.39	776.50	1,384.82
	(d) Rent expense	236.93	224.18	251.85	955.41	351.02	356.65	342.06	1,378.55
	(e) Power and fuel expense	218.41	193.82	291.91	840.72	369.10	381.42	429.71	1,422.21
	(f) Other expenses	597.89	975.91	681.23	2,792.14	1,023.28	1,284.96	1,049.65	4,415.30
	Total expenses	1,977.22	2,150.18	2,631.15	7,852.12	3,614.21	3,522.91	3,969.14	13,511.02
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	63.00	140.32	(313.60)	512.85	(73.54)	492.00	(423.25)	682.99
4	Other income	187.06	344.76	96.33	873.43	73.96	279.06	68.82	711.50
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	250.06	485.08	(217.27)	1,386.28	0.42	771.06	(354.43)	1,404.49
6	Finance costs	176.95	263.31	635.37	733.93	426.78	590.99	973.36	2,049.48
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	73.11	221.77	(852.64)	652.35	(426.36)	180.07	(1,327.79)	(644.99)
8	Exceptional items								
	(a) Loss on sale of unit	-	-	-	(1,329.40)	-	-	-	(1,329.40)
9	Profit / (Loss) from ordinary activities before tax	73.11	221.77	(852.64)	(677.05)	(426.36)	180.07	(1,327.79)	(1,974.39)
10	Tax expense / (credit) on ordinary activities	-	(454.56)	-	(440.80)	-	(447.38)	(0.69)	(383.88)
11	Net Profit / (Loss) from ordinary activities after tax (9-10)	73.11	676.33	(852.64)	(236.25)	(426.36)	627.45	(1,327.10)	(1,590.51)
12	Profit / (Loss) from discontinuing operations	-	-	-	(2,456.82)	-	-	-	(2,456.82)
13	Extraordinary items	-	-	-	-	-	-	-	-
14	Net Profit / (Loss) for the period (11+12+13)	73.11	676.33	(852.64)	(2,692.87)	(426.36)	627.45	(1,327.10)	(4,047.13)
15	Share of profit / (loss) of associate	-	-	-	-	-	-	-	-
16	Minority interest	-	-	-	-	(93.00)	(4.76)	(92.71)	(297.79)
17	Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associate (14-15-16)	73.11	676.33	(852.64)	(2,692.87)	(333.36)	632.20	(1,234.39)	(3,749.34)
18	Paid-up equity share capital (Face Value of ₹10 per share)	2,723.39	2,723.39	2,723.39	2,723.39	2,723.39	2,723.39	2,723.39	2,723.39
19	Reserve excluding Revaluation Reserves	-	-	-	15,237.79	-	-	-	14,418.55
20.i	Earnings per share in ₹ (not annualised):								
	(a) Basic	0.27	2.48	(3.13)	(9.89)	(1.22)	2.32	(4.53)	(13.77)
	(b) Diluted	0.27	2.48	(3.13)	(9.89)	(1.22)	2.32	(4.53)	(13.77)
20.ii	Earnings per share from discontinuing operations in ₹ (not annualised):								
	(a) Basic	-	-	-	(9.02)	-	-	-	(9.02)
	(b) Diluted	-	-	-	(9.02)	-	-	-	(9.02)

See accompanying notes to the financial results.

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For ROYAL ORCHID HOTELS LTD.

COMPANY SECRETARY



ROYAL ORCHID HOTELS LTD

Board Off - 1, GOLF AVENUE, ADJOINING KGA GOLF COURSE, AIRPORT ROAD, BANGALORE 560 008, INDIA.



ROYAL ORCHID
HOTELS

CIN: L55101KA1986PLC007392

PART II		STANDALONE			
1	PARTICULARS	Three months ended		Year ended	
		30 June 2014 (Unaudited)	31 March 2014 (Audited)	30 June 2013 (Unaudited)	31 March 2014 (Audited)
A	PARTICULARS OF SHAREHOLDING				
1	Public shareholding				
	Number of shares	7,890,057	7,918,527	8,154,320	7,918,527
	Percentage of shareholding	28.97%	29.08%	29.94%	29.08%
2	Promoters and promoter group shareholding				
	a) Pledged / encumbered				
	Number of shares	18,947,202	18,947,202	12,415,399	18,947,202
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	97.95%	98.09%	65.07%	98.09%
	Percentage of shares (as a % of the total share capital of the Company)	69.57%	69.57%	45.59%	69.57%
	b) Non - encumbered				
	Number of shares	396,706	368,236	6,664,246	368,236
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	2.05%	1.91%	34.93%	1.91%
	Percentage of shares (as a % of the total share capital of the Company)	1.46%	1.35%	24.47%	1.35%

Particulars	Three months ended 30 June 2014
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	NIL
Received during the quarter	NIL
Disposed of during the quarter	NIL
Remaining unresolved at the end of the quarter	NIL

Notes:

- The consolidated financial statements include results of all the subsidiaries and joint ventures of Royal Orchid Hotels Limited.
- Disclosure of segment-wise information is not applicable as hospitality is the Company's only business.
- Amounts of the previous periods are re-classified / re-arranged / re-grouped, wherever necessary.
- The above unaudited financial results were reviewed by the audit committee and approved by the Board of Directors on 13 August 2014.
- The amounts for the quarter ended 31 March 2014 are the balancing amounts between the quoted amounts in respect of the full financial year and year to date amounts upto the period ended 31 December 2013.
- The Company 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 the quarter ended 30 June 2014. The Company is in the process of obtaining approval from the shareholders in the ensuing annual general meeting and apply to the Central Government for approval of remuneration for fiscal 2015.
- During the quarter ended 30 June 2014, Maruti Comforts & Inn Private Limited, a subsidiary company, paid remuneration to the whole time director, in excess of limits prescribed under the provisions of section 197, read along with Schedule V, of the Companies Act, 2013 (the Act). The subsidiary company has applied to the Central Government on 10 August 2014, seeking approval for payment of remuneration and the Company is confident that aforesaid delay will be condoned by the CG.
- Pursuant to the enactment of the Companies Act, 2013 (the Act), the Company has, effective 01 April 2014, reviewed and revised the estimated useful lives of its fixed assets, generally in accordance with the provisions of Schedule II to the Act, except in the case of certain class of assets which are depreciated based on the useful lives estimated by the Management. The consequential impact (after considering the transition provision specified in Schedule II) on the depreciation charged to opening reserves and surplus is ₹ 206.97 lakhs and ₹ 817.76 lakhs at stand alone and consolidated financial results, respectively.
- During fiscal 2014, the Company had sold Hotel Regenta One, Hyderabad (the unit) to Samhi Hotels Private Limited on 29 November 2013 resulting in a loss on sale of the unit amounting to ₹ 1329.40 lakhs. Further, the losses incurred from operations amounting ₹ 2,456.62 lakhs upto the date of sale has been disclosed as 'loss from discontinuing operations'. In addition, the Company executed 'Hotel Operations Agreement' for managing the unit effective 01 October 2013. Subsequent to quarter ended 30 June 2014, the Company has terminated the 'Hotel Operations Agreement' in lieu of termination fee of ₹ 200 lakhs on 04 July 2014.

For Royal Orchid Hotels Limited

C K Baljee
Chairman and Managing Director



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For ROYAL ORCHID HOTELS LTD.

COMPANY SECRETARY

Place: Bengaluru
Date: 13 August 2014



ROYAL ORCHID HOTELS LTD

Regd Off : 1, GOLF AVENUE, ADJOINING KGA GOLF COURSE, AIRPORT ROAD, BANGALORE 560 008, INDIA.

Walker Chandiok & Co LLP

Walker Chandiok & Co LLP
(Formerly Walker, Chandiok & Co)
"WINGS", First Floor
16/1, Cambridge Road
Ulsoor, Bengaluru 560008
India

Review Report

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F +91 80 4126 1228

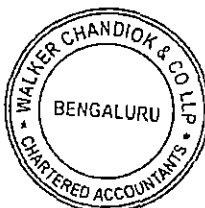
To the Board of Directors of Royal Orchid Hotels Limited

1. We have reviewed the accompanying statement of unaudited financial results ("the Statement") of Royal Orchid Hotels Limited ("the Company") for the quarter ended 30 June 2014, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review 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 above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable accounting standards, as notified under the Companies (Accounting Standards) Rules, 2006 read with Rule 7 of the Companies (Accounts) Rules, 2014 in respect of Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Walker Chandiok & Co LLP
For Walker Chandiok & Co LLP
(formerly Walker, Chandiok & Co)
Chartered Accountants
Firm Registration No: 001076N/N500013

Sanjay Banthia
per Sanjay Banthia
Partner
Membership No.: 061068

Bengaluru
13 August 2014



CERTIFIED TRUE COPY

For ROYAL ORCHID HOTELS LTD.

Payal Sharma
COMPANY SECRETARY

Walker Chandiook & Co LLP

Walker Chandiook & Co LLP
(Formerly Walker, Chandiook & Co)
"WINGS", First Floor
16/1, Cambridge Road
Ulsoor, Bengaluru 560008
India

Review Report

To the Board of Directors of Royal Orchid Hotels Limited

T +91 80 4243 0700
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1. We have reviewed the accompanying statement of unaudited consolidated financial results ("the Statement") of Royal Orchid Hotels Limited ("the Company"), its subsidiaries and joint ventures (collectively referred to as "the Group") for the quarter ended 30 June 2014, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
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Walker Chandiook & Co. LLP
For Walker Chandiook & Co LLP
(formerly Walker, Chandiook & Co)
Chartered Accountants
Firm Registration No: 001076N/N500013

Sanjay Banthia.
per Sanjay Banthia
Partner
Membership No.: 061068

Bengaluru
13 August 2014



CERTIFIED TRUE COPY

For ROYAL ORCHID HOTELS LTD.

Payal Sharma.
COMPANY SECRETARY