



**ROYALE MANOR**  
**Hotels and Industries Ltd.**

Date: 13/02/2023

RMHIL/BSE/0223/105

To,  
The Department of Corporate Services  
BSE Limited Ground Floor,  
P. J. Tower, Dalal Street,  
Mumbai-400 001

**Scrip Code: - 526640**

Dear Sir/Madam,

**Sub.: Outcome of the meeting of the Board of Directors held on 13<sup>th</sup> February, 2023.**

**Ref: Regulation 30 and 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

With reference to above mentioned subject and in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the outcome of the Board Meeting of the Members held on today i.e., 13<sup>th</sup> February, 2023 *inter-alia*:

1. Considered, approved and adopted the Unaudited Financial Results for the third Quarter and nine months ended on 31<sup>st</sup> December, 2022 and take on record the Limited Review Report thereon.  
(The copies of the aforesaid Financial Results along with the Limited Review Reports thereon are enclosed herewith.)
2. Considered and approved allotment of equity shares pursuant to conversion of equity warrants pursuant to Section 62 of the Companies Act, 2013 and chapter V of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018. (In this regard the board of directors of the company took note for receipt of balance 75% warrants application money amounting to Rs. 1,18,05,000 from the Pioneer Buildcon Private Limited, allottee, in accordance with the companies act, 2013 and ICDR regulation).  
(Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, read with circular No. CIR/CED/CMD/4/2015" dated 9th September, 2015 is attached as Annexure-A.)
3. Considered and approved the appointment Mrs. Rupal Patel, Practicing Company Secretary as Secretarial Auditor of the Company for the F.Y. 2022-23.





## **ROYALE MANOR Hotels and Industries Ltd.**

*(Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, read with circular No. CIR/CED/CMD/4/2015" dated 9<sup>th</sup> September, 2015 is attached as Annexure-B.)*

#### **4. Reviewed business of the Company.**

The Board Meeting commenced at 3.00 P.M. and concluded at 4.30 P.M.

You are requested to take the same on record.

Thanking you,

Yours faithfully,

**For, Royale Manor Hotels and Industries Limited**

*Somya Singhal*

**Somya Singhal  
Company Secretary  
ACS- A35578**



**Encl.: As above**



# ROYALE MANOR Hotels and Industries Ltd.

## Annexure-A

Details required as per the Regulations 30 of the Listing Regulations and Circulars issued thereunder are as below - Conversion of Warrants and Allotment of Equity Shares.

Sr. No.	Particulars	Details												
1	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity shares issued upon conversion of convertible warrants.												
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Allotment												
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Total no. of Securities allotted: 10,00,000 Equity shares of Rs. 10/- each fully paid up at the ratio of 1:1 - One Equity share for every warrant exercised.												
4	In case of preferential issue: (i) outcome of the subscription	Upon allotment of equity shares, the paid capital stand at Rs. 188822000/- consisting of 18882200 equity shares of Rs. 10 each/-  <b>Bifurcation as follows:</b> <ul style="list-style-type: none"><li>Existing Share Capital- Rs. 178822000/-</li><li>After conversion of warrants- Rs. 188822000/-</li></ul>												
	(ii) issue price /allotted price (In case of Convertible)	Rs. 15.74/- each arrived as per regulation 165 and 166A of SEBI (ICDR) Regulations, 2018.												
	(iii) Name of Allottees:													
	<table><tr><th>Sr. No.</th><th>Name of Allottee</th><th>Category</th><th>No. of equity shares Allotted</th></tr><tr><td>1</td><td>Pioneer Buildcon Private Limited</td><td>Promoter</td><td>10,00,000</td></tr><tr><td colspan="3">Total</td><td>10,00,000</td></tr></table>	Sr. No.	Name of Allottee	Category	No. of equity shares Allotted	1	Pioneer Buildcon Private Limited	Promoter	10,00,000	Total			10,00,000	
Sr. No.	Name of Allottee	Category	No. of equity shares Allotted											
1	Pioneer Buildcon Private Limited	Promoter	10,00,000											
Total			10,00,000											
5	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	NA												





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**Hotels and Industries Ltd.**

**Annexure-B**

**Details required as per the Regulations 30 of the Listing Regulations and Circulars issued thereunder are as below- Appointment of Secretarial Auditor**

Sl. No.	Particulars	Details
1.	Reason for Change Viz., Appointment, Resignation, removal, death or otherwise;	Appointment: to Comply with provision of Section 204 the Companies Act, 2013 and the Regulation 24A under SEBI (LODR) Amendment Regulations, 2015.
2.	Date and Terms of Appointment	06 <sup>th</sup> February, 2023. CS Rupal Patel, Practicing Company Secretary (Membership No. F6275 and COP No. 3803) as secretarial Auditor of the Company for the F.Y. 2022-23.
3.	Brief profile (In case of Appointment)	
	Name of Auditor	CS Rupal Patel, Practicing Company Secretary (Membership No. F6275 and COP No. 3803)
	Office Address	303, Prasad Tower, Oppo. Jain Derasar Temple, Nehrunagar Char Rasta, Ahmedabad-380015.
	Email ID	roopalcs2001p@gmail.com
	About Auditor	CS Rupal Patel is a Peer Reviewed Practicing Company Secretary and a Fellow Member of the Institute of Company Secretaries of India (ICSI). She is working since more than 21 (Twenty-One) Years in the field of various Corporate Laws. Her core areas of working are the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Foreign Exchange Management Act, 1999, etc.
4	Disclosure of relationships between directors (in case of Appointment of a director)	Not Applicable.





# ROYALE MANOR Hotels and Industries Ltd.

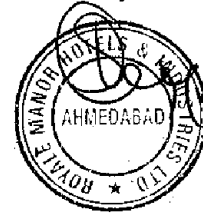
(Rs in Lakhs)						
Statement of Unaudited Financial Results for the Quarter and Nine Months Ended 31.12.2022						
Sr. No.	Particulars	Quarter ended			Nine Month Ended	
		31.12.2022 (Unaudited)	30.09.2022 (Unaudited)	31.12.2021 (Unaudited)	31.12.2022 (Unaudited)	31.12.2021 (Unaudited)
1	Income					
	a. Revenue from operations	720.78	427.49	413.61	1,597.39	939.10
	b. Other income	1.50	19.33	0.52	22.96	5.84
	Total Income	722.28	446.82	414.13	1,620.35	944.94
2	Expenses					
	a) Cost of materials consumed	89.82	63.51	67.59	224.26	170.61
	b) Employees' benefit expenses	129.43	131.56	110.12	374.65	257.65
	c) Finance cost	26.32	25.59	26.10	74.80	68.55
	d) Depreciation and amortisation expenses	24.21	24.21	21.25	70.22	63.59
	e) Other expenses	197.52	161.99	181.71	529.52	381.27
	Total expenses	467.30	406.86	406.77	1,273.45	941.67
3	Profit/(Loss) from operations before exceptional items & tax	254.98	39.96	7.36	346.90	3.27
4	Exceptional items	-	-	-	-	-
5	Profit/(Loss) before tax	254.98	39.96	7.36	346.90	3.27
6	Tax Expenses					
	Current Tax	65.00	11.00	5.60	90.00	5.80
	Deferred Tax	-	-	-	-	(6.93)
7	Profit/(Loss) for the period	189.98	28.96	1.76	256.90	(2.33)
8	Other Comprehensive Income/(Loss) (net of tax)	-	-	-	-	-
9	Total Comprehensive Income/(Loss) for the period	189.98	28.96	1.76	256.90	(2.33)
10	Paid up Equity Share Capital (Face Value Rs. 10/- each)	1,788.22	1,788.22	1,693.22	1,788.22	1,693.22
11	Earnings per share					
	(of Rs. 10/- each) (not annualized)					
	(a) Basic	1.06	0.16	0.01	1.44	(0.01)
	(b) Diluted	1.06	0.16	0.01	1.44	(0.01)

**Notes :**

- In view of the seasonality of the Company's business, the financial results for the quarter & nine months ended December 31, 2022 are not indicative of the full year's performance.
- Company is engaged in only one business segment i.e. Hotel Business.
- These financial results have been prepared in accordance with the recognition and measurements principles laid down in Ind AS 34 Interim Financial Reporting prescribed under section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India.
- Previous year's/quarter's figures have been regrouped and/or rearranged, wherever considered necessary.
- The above unaudited financial results were reviewed by the audit committee and approved by the board of directors at its meeting held on February 13, 2023. The Statutory Auditors have carried out a limited review of the above financial results.

Place : Ahmedabad  
Date : February 13, 2023

By Order of the Board  
For Royale Manor Hotels and Industries Limited



Vishwajitsingh U. Chhangawat  
Chairman & Managing Director  
DIN: 00519755



*Naimish N. Shah & Co.*

PRANAV N. SHAH  
B. Com., LL.B., F.C.A.

CHARTERED ACCOUNTANTS

"SHREE GANESH", B/3, Trupti Apartments, 3<sup>rd</sup> Floor, B/h. Old Gujarat High Court, Navrangpura, Ahmedabad-380 009.  
E-Mail : contact@nnshahco.co.in Tel. : (079)27548336 Fax: (079)27540736 Mobile : 98240 21625.

**Limited Review Report On Quarterly and Nine Month ended  
Unaudited Standalone Financial Results of the Company Pursuant  
to the Regulation 33 of the SEBI (Listing Obligations and  
Disclosure Requirements) Regulations, 2015, as amended**

**To Board of Directors of  
Royale Manor Hotels And Industries Limited**

We have reviewed the accompanying statement of unaudited standalone financial results of Royale Manor Hotels and Industries Limited; ("the company") for the quarter and nine month ended 31st December, 2022 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019.

The Preparation of the statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ins AS 34) "Interim Financial Reporting" prescribed under section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, read with the Circular is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.

We conducted our review in accordance with the Statement in accordance with the Standard on Review Engagement (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(s). 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.

PRANAV N. SHAH

B. Com., LL.B., F.C.A.

*Naimish N. Shah & Co.*

CHARTERED ACCOUNTANTS

"SHREE GANESH", B/3, Trupti Apartments, 3<sup>rd</sup> Floor, B/h. Old Gujarat High Court, Navrangpura, Ahmedabad-380 009.  
E-Mail : contact@nnshahco.co.in Tel. : (079)27546336 Fax: (079)27540736 Mobile : 98240 21626.

**Limited Review Report On Quarterly Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (Continued)**

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 the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies; has not disclosed the information required to be disclosed in terms of Regulation, read with the Circular, including the manner in which it is to be disclosed or that it contains any material misstatement.

For, NAIMISH N. SHAH & Co.  
CHARTERED ACCOUNTANTS  
(F. R. No.: 106829W)



*Pranav N. Shah*

(CA PRANAV N. SHAH)

PROPRIETOR

M.No: 033747

UDIN: 23033747BGWFHS3405

PLACE: AHMEDABAD

DATE: 13/02/2023