U. P. HOTELS LIMITED
Registered Office & Operations Head Quarters
1101, Surya Kiran Building, 19, K. G. Marg, New Delhi - 110 001
Phone No.: 011-23722596-8, 011-41510325-6 *Fax : 011-3312990
Email : clarkssuryakiran@yahoo.co.in * Web: www.hotelclarks.com
CIN: L55101DL1961PLC017307 *GSTIN: 07AADCS1783J3Z2
PAN: AADCS1783J

CLARKS GROUP OF HOTELS

May 28, 2025

BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001.
Security Code: 509960

Sub: Audited Financial Results for the fourth quarter and Financial Year ended 31st March, 2025

Sir/Madam,

Pursuant to Regulation 30 & 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board in its meeting held today i.e. on 28th May, 2025 inter alia considered, approved and taken on record the audited financial results for the fourth quarter and financial year ended 31st March, 2025.

Please find enclosed the copy of the audited financial results for the fourth quarter and financial year ended 31st March, 2025 along with auditors' report for the quarter and year ended 31st March, 2025 and statement of impact on audit qualifications for the financial year ended 31st March, 2025.

Further, the Board has not recommended dividend for the financial year ended March 31, 2025.

The meeting of the Board was commenced at 12.55 p.m. and concluded at 1.27 p.m.

This is for your information and record.

Thanking you,

For U. P. Hotels Limited

Prakash Chandra Prusty
Company Secretary

Encl.: as above

D-23, Sector-3, Bawana Industrial Area
Delhi-110039
mail : satindergoyalandco@gmail.com

Satinder Goyal & Co.
Chartered Accountants

Independent Auditors' Report on Quarterly and Year to date Results

To the Board of Directors of U. P. Hotels Limited

Opinion

We have audited the accompanying statement of quarterly and year to date financial results of U. P. Hotels Limited (the "Company") for the quarter and year ended March 31, 2025 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matters described in the **Basis of Qualified Opinion** section of our report, the Statement:

i. is presented in accordance with the requirements of the Listing Regulations in this regard; and;

ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in Indian Accounting Standards ("Ind AS") and other accounting principles generally accepted in India, of the net profit, other comprehensive income and other financial information of the Company for the quarter and year ended March 31, 2025.

Basis of Qualified Opinion

Attention is drawn to the following notes to the annual financial statements:-

1. **Note No. 39.1, 39.2 and 41(a) regarding non-compliance of Minimum Public Shareholding as explained in the said notes. As such, the Company is yet to comply with Regulation 38 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 with regard to Minimum Public Shareholding.**

2. **Note No. 41(b) i.e. the Company is yet to achieve 100% dematerialization of the promoters' shareholding. As such, the Company has not complied with Regulation 31(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.**

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3. **Note No. 41(c) i.e. the Related Party Transactions ("RPT") entered into by the company during the previous years and which are continuing in the current financial year could not be approved by the Audit Committee and Board of Directors being part of a legal matter pending before the Hon'ble National Company Law Tribunal (NCLT) for adjudication as explained in the note. These RPTs are not entered in the Register maintained under Section 189 of the Act. As such, the Company is yet to comply with sections 188 and 189 of the Act and Regulation 23 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.**

4. **The ultimate outcome of the matters specified in paras 1-3 above cannot presently be determined and its consequential impact on these financial statements cannot be ascertained.**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (the "ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the Statement.

Management's responsibility for the Financial Results

The Statement has been prepared on the basis of the annual financial statements.

The Company's Management and the Board of Directors of the company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive income of the Company and other financial information in accordance with the applicable accounting standards prescribed under section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Management and the Board of Directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the

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Board of Directors either intends to liquidate the Company or to cease the operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an Auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit concluded in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedure responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.

- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transaction and events in a manner that achieves fair presentation.

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We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

The Statement includes the result for the quarter ended March 31, 2025 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2025 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For Satinder Goyal & Co.
Chartered Accountants
Firm's Regn. No: 027334N

Satinder Goyal & Co. ★ Chartered Accountants ★ New Delhi

Shubhanshu Jain
(Partner)
Membership No. : 541369
UDIN No: 25541369BMIALR5941

Date : 28th May, 2025
Place : New Delhi

U. P. HOTELS LIMITED

Registered Office: 1101, Surya Kiran, 19, Kasturba Gandhi Marg, New Delhi - 110 001.

CIN: L55101DL1961PLC017307, Website: www.hotelclarks.com, email:uphlinvestorgrievance@bol.net.in

AUDITED FINANCIAL RESULTS FOR THE QUARTER & YEAR ENDED 31ST MARCH, 2025

(Rs. In lakhs)

	Particulars	Quarter ended			Year ended	
		31.03.2025 (Audited)	31.12.2024 (Unaudited)	31.03.2024 (Audited)	31.03.2025 (Audited)	31.03.2024 (Audited)
1	Revenue from Operations	**4918.63**	5521.87	4809.97	**15290.87**	14650.59
	Other Income	**259.48**	140.30	180.85	**626.24**	525.35
	Total Revenue	**5178.11**	5662.17	4990.82	**15917.11**	15175.94
2	**Expenses**					
	a. Cost of materials consumed	**632.08**	714.28	637.27	**2145.05**	2022.69
	b. Purchase of stock-in-trade	**-**	-	-	**-**	-
	c. Changes in inventories of finished goods, work-in - progress and stock-in-trade	**-**	-	-	**-**	-
	d. Employees benefits expense	**843.77**	871.15	773.00	**3339.18**	2828.02
	e. Finance Cost	**0.60**	1.24	0.77	**3.31**	3.11
	f. Depreciation and amortisation expense	**210.53**	253.15	198.21	**866.72**	796.26
	g. Power & Fuel	**283.56**	314.10	279.04	**1223.41**	1209.67
	h. Repair & Maintenance	**451.68**	231.01	393.05	**1035.52**	1074.78
	i. Other expenses	**1123.70**	999.85	931.84	**3332.24**	3011.45
	Total expenses	**3545.92**	3384.78	3213.18	**11945.43**	10945.99
3	**Profit before exceptional items and tax (1-2)**	**1,632.19**	2277.39	1777.64	**3,971.68**	4,229.95
4	Exceptional Items	**-**	-	-	**-**	-
5	**Profit before tax (3-4)**	**1,632.19**	2277.39	1777.64	**3,971.68**	4,229.95
6	**Tax Expense**					
	Current Tax	**436.38**	573.17	458.38	**1,025.18**	1,075.58
	Deferred Tax	**(25.59)**	-	(10.99)	**(25.59)**	(10.99)
	Tax (earlier years)	**(1.22)**	-	10.49	**(1.22)**	(16.26)
	Total tax expense	**409.57**	573.17	457.88	**998.37**	1,048.33
7	**Net Profit for the period (5-6)**	**1222.62**	1704.22	1,319.76	**2,973.31**	3,181.62
8	**Other Comprehensive Income**					
	A (i) Items that will not be reclassified to profit or loss	**45.26**	6.93	(0.48)	**9.60**	(4.16)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	**11.39**	1.75	(0.12)	**2.42**	(1.04)
	B (i) Items that will be reclassified to profit or loss	**-**	-	-	**-**	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	**-**	-	-	**-**	-
	Total other comprehensive Income (Net of Tax)	**33.87**	5.18	(0.36)	**7.18**	(3.12)
9	**Total comprehensive Income for the period (7+8)**	**1256.49**	1709.40	1319.40	**2,980.49**	3,178.50
10	Paid up equity share capital (face value Rs. 10/- per share)	**540.00**	540.00	540.00	**540.00**	540.00
11	Reserves excluding revaluation reserves				**17,604.35**	14623.87
12	Earnings Per Share in Rupees					
	- Basic	**22.64**	31.56	24.44	**55.06**	58.92
	- Diluted	**22.64**	31.56	24.44	**55.06**	58.92

Notes:

1. The above results were reviewd by the Audit Committee and approved by the Board of Directors of the Company at their meeting held on 28th May, 2025.
2. Figures for the previous year have been regrouped wherever necessary.
3. The company has only one business segment i.e. hotel business.
4. The figures for the quarter ended 31.03.2025 are the balancing figures between audited figures in respect of the full financial year and the unaudited published year to date figures upto the third quarter ended 31.12.2024.
5. There were disputes/disagreement between the promoters during the period. The management feels that these disputes/disagreement, non compliances do not have material financial impact on the above financial results.

U. P. HOTELS LTD. NEW DELHI

6 **Statement of Assets and Liabilities**

Rs. in lakh

Sl. No.	Particulars	Year Ended (Audited) 31.03.2025	Year Ended (Audited) 31.03.2024
A	**ASSETS**		
1	**Non-Current Assets**		
	Property, Plant and Equipment	**7,119.02**	6,360.52
	Capital Work-in-Progress	**58.09**	49.57
	Intangible Assets	**5.49**	1.69
	Financial Assets:		
	Loans to Employees	**13.16**	1.11
	Other Financial Assets	**1,288.69**	1,084.43
	Other Non-Current Assets	**18.40**	44.53
	Deferred Tax Assets (Net)	**-**	-
	Non-Current Assets	**8,502.85**	**7,541.84**
2	**Current Assets**		
	Inventories	**243.97**	277.78
	Financial Assets:		
	Investments	**3,481.62**	2,554.99
	Trade Receivables	**623.57**	751.82
	Cash and Cash equivalents	**1,726.99**	875.05
	Bank balances other than above	**4,963.95**	4,484.11
	Loans to Employees	**5.60**	20.32
	Other Financial Assets	**162.22**	291.84
	Other Current Assets	**1,494.68**	1,366.24
	Current Assets	**12,702.60**	**10,622.15**
	TOTAL - ASSETS	**21,205.45**	**18,163.99**

B	**EQUITY AND LIABILITIES**		
1	**Equity**		
	Equity Share Capital	**540.00**	540.00
	Other Equity	**17,604.35**	14,623.87
	Equity	**18,144.35**	**15,163.87**
2	**Non-Current Liablities**		
	Financial Liabilities:		
	Borrowings	**22.35**	29.59
	Provisions	**83.80**	107.03
	Deferred Tax Liabilities (Net)	**148.14**	173.72
	Non-Current Liabilities	**254.29**	**310.34**
3	**Current Liablities**		
	Financial Liabilities:		
	Borrowings	**7.24**	6.69
	Trade Payables	**636.71**	549.83
	Other Financial Liabilities	**407.49**	517.29
	Other Current Liabilities	**622.75**	467.60
	Provisions	**1,132.63**	1,148.37
	Current Liabilities	**2,806.81**	**2,689.78**
	TOTAL - EQUITY AND LIABILITIES	**21,205.45**	**18,163.99**

U.P. HOTELS LTD. NEW DELHI

8 **Statement of Cash Flows**

Rs. in lakh

Sl. No.	Particulars	Year Ended (Audited) 31.03.2025	Year Ended (Audited) 31.03.2024
A.	**CASH FLOWS FROM OPERATING ACTIVITIES :**		
	Profit before Tax	**3,971.68**	4,229.95
	Adjustments for :		
	Depreciation & Amortisation	**866.72**	796.26
	(Profit)/Loss on Sale of Property, Plant & Equipments	**12.75**	1.82
	Finance Cost	**3.31**	3.11
	Operating Profit before changes in Current Assets and Liabilities	**4854.47**	***5031.14***
	Changes in Current Assets and Liabilities -		
	Trade Receivables	**128.25**	(109.49)
	Bank balance other than cash & cash equivalent and other Current Assets	**(478.67)**	(4,345.17)
	Inventories	**33.81**	(64.48)
	Current Liabilities	**116.51**	163.58
	Income tax (Current & earlier year)	**(1,026.38)**	(1,058.28)
	Other Comprehensive Income	**9.60**	(4.16)
	NET CASH GENERATED FROM OPERATING ACTIVITIES	**3637.59**	**(386.87)**
B.	**CASH FLOWS FROM INVESTING ACTIVITIES:**		
	Purchase of Property, Plant & Equipments	**(1,647.37)**	(851.49)
	Purchase/Addition of Intangibles	**(6.59)**	(0.57)
	Proceeds from Sale of Property, Plant & Equipments	**3.65**	4.97
	Sale/ (Purchase) of Investments	**(926.65)**	(1,005.55)
	Loans to Employees	**2.68**	(15.59)
	Investment in Other Non-Current Assets	**(178.14)**	2,561.45
	NET CASH GENERATED/ (USED) IN INVESTING ACTIVITIES	**(2752.42)**	**693.23**
C.	**CASH FLOWS FROM FINANCING ACTIVITIES:**		
	Finance Cost	**(3.31)**	(3.11)
	Proceeds (Repayments) of Long Term Borrowings (Net)	**(7.24)**	(6.69)
	Proceeds (Repayments) of Short Term Borrowings (Net)	**0.55**	0.42
	Change in Other Long Term Liabilities & Provisions (Net)	**(23.23)**	8.53
	NET CASH GENERATED/ (USED) IN FINANCING ACTIVITIES	**(33.23)**	**(0.85)**
	Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	**851.94**	305.51
	Cash and Cash Equivalents as at Begining of the Year	**875.05**	569.54
	Cash and Cash Equivalents as at End of the Year	**1726.99**	875.05
	Bank Balances other than above	**4,963.95**	4,484.11

Place: New Delhi
Date: 28.05.2025

U. P. HOTELS LTD. NEW DELHI

FOR U. P. HOTELS LIMITED

APURV KUMAR
DIN: 00043538

RUPAK GUPTA
DIN: 00007310

JOINT MANAGING DIRECTORS & CFO

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2025
[See Regulation 33 of the SEBI (LODR) Regulations, 2015]

(Rs. in Lakh)

I	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1	Turnover / Total income	15290.87	15290.87
	2	Total Expenditure	11945.43	11945.43
	3	Net Profit/(Loss)	2973.31	2973.31
	4	Earnings Per Share	55.06	55.06
	5	Total Assets	21205.45	21205.45
	6	Total Liabilities	21205.45	21205.45
	7	Net Worth	18144.35	18144.35
	8	Any other financial item(s) (as felt appropriate by the management)	-	-
II	**Audit Qualification (each audit qualification separately)**			
a		Details of Audit Qualification: **Basis of Qualified Opinion** (i) Note 39.1 to 39.2 and 41(a) regarding non-compliance of Minimum Public Shareholding as explained in the said notes. As such, the Company is yet to comply with the Regulation 38 of SEBI LODR Regulation 2015 with regards to Minimum Public Shareholding (MPS). (ii) Note No. 41(b) i.e. the Company is yet to achieve 100% dematerialization of promoter's shareholding. As such, the Company has not complied with Regulation 31(2) of SEBI LODR Regulations 2015. (iii) Note No. 41(c) i.e. Related Party Transactions ("RPT") transacted during the previous years could not be approved by the Audit Committee and Board of Directors being part of a legal matter pending before the Hon'ble National Company Law Tribunal (NCLT) for adjudication as explained in the note. These RPTs are not entered in the Register maintained under Section 189 of the Companies Act, 2013. As such, the Company is yet to comply with sections 188 and 189 of the Act and Regulation 23 of SEBI LODR Regulations 2015.		

		(iv) The ultimate outcome of the matter specified in paras (i) to (iii) cannot presently be determined and its consequential impact on these financial statements cannot be ascertained.			
b		**Type of Audit Qualification:**	Qualified Opinion	Disclaimer of Opinion	Adverse Opinion
			As stated above	NIL	NIL
c		**Frequency of qualification:**	Qualified Opinion	Disclaimer of Opinion	Adverse Opinion
			(i): Repetitive – last 3 years (ii): Repetitive – last 3 years (iii): Repetitive – last 3 years (iv): Repetitive – last 3 years	NIL	NIL
d		For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not quantified			
e		For Audit Qualification(s) where the impact is not quantified by the auditor:			
		(i) Management's estimation on the impact of audit qualification: There are litigations going on before Tribunal & Court. As such, their impact on profitability of the Company, if any, is not ascertainable till the time of their disposal by court/tribunal.			
		(ii) If management is unable to estimate the impact, reasons for the same: Since the litigations are still pending before courts and forums, their outcome can not be ascertained and thus the impact, if any, can not be estimated.			
		(iii) Auditors' Comments on (i), (ii) and (iii) above: The ultimate outcome of the matters specified above can not presently be determined and its consequential impact on these annual financial results can not be ascertained.			

III	**Signatories:**	
	CEO/Managing Director	
	CFO	
	Audit Committee Chairman	
	Statutory Auditor	
	Place: New Delhi	
	Date: 28.05.2025	