

Independent Auditor's report on Special purpose IND-AS Financial Statements

To the members / Management / Board of Directors

OYO Vacation Home Holding B.V.

We have audited the accompanying Special purpose Standalone financial Statements of OYO Vacation Home Holding B.V. ("the Company") comprise the Balance sheet as at March 31, 2023, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (together herein referred to as "Special Purpose Standalone Financial Statements" or "financial statements" or "Standalone Financial Statements"). This Special purpose financial information has been prepared solely in connection with the proposed Initial Public Offer ("IPO") of Oravel Stays Limited (the "Group Company") in India.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Special Purpose Standalone Financial Statements are in compliance with the basis of preparation explained in Note 2 of the financial statements including Basis for Opinion paragraph below.

Basis for Opinion

The Special Purpose Standalone Financial Statements do not include all the information and disclosures normally included in annual financial statements. Only those disclosures as considered appropriate by the Management have been considered in these Standalone Financial Statements.

Items included in the Special Purpose Standalone Financial Statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Special Purpose Standalone Financial Statements are presented in Indian rupee (INR), which is the Group company's (Oravel Stays Limited) functional and presentation currency.

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the standalone Financial Statements' 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Responsibilities of Management for the standalone Financial Statements

The Company's Management/ Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 judgments and estimates that are reasonable and prudent; and the 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Management / Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures 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 control 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 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 management.
- Conclude on the appropriateness of management's 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 statements 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 auditor's 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Restriction on Use and Distribution

As disclosed in the basis of opinion paragraph these Special Purpose Standalone Financial Statements have been prepared solely for management's internal financial reporting purpose and is intended solely for the information and use of the Management / Board of directors of the Company or Group Company. Accordingly, this report should not be used, referred to or distributed for any other purpose without our prior written consent.

For and on behalf of S
Ramanand Aiyar & Co.
Chartered Accountants
Firm Registration No. 000990N



Nitesh Gupta
Partner
Membership no: 521632



Place: Gurugram

Date: 19-12-2025

UDIN: 25521632BMKOPN3979

OYO Vacation Homes Holding BV
Special purpose balance sheet as at 31 March 2023
(Amount in INR Millions, unless stated otherwise)

	Notes	As at 31 March 2023	As at 31 March 2022
Assets			
Non-current assets			
Property, plant and equipment	3	1.56	-
Other intangible assets	4	2.94	6.19
Non-current tax assets (net)	5	190.90	179.67
Investment in subsidiaries	6	9,507.88	9,507.88
Total non-current assets		9,703.28	9,693.74
Current assets			
(i) Cash and cash equivalents	7	126.35	922.73
(ii) Bank balances other than cash and cash equivalents	8	24.40	395.78
(iv) Other financial assets	9	7,907.22	10,155.84
Other current assets	10	5.38	6.80
Total current assets		8,063.35	11,481.15
Total assets		17,766.63	21,174.89
Equity and liabilities			
Equity			
Capital stock	11	1.44	1.44
Other equity	12	10,517.28	10,228.32
Total equity		10,518.72	10,229.76
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	15	6,337.33	9,966.27
Total non-current liabilities		6,337.33	9,966.27
Current liabilities			
Financial liabilities			
(i) Trade payables	16	-	-
(a) total outstanding dues of micro and small enterprises		-	-
(b) total outstanding dues of creditor other than micro and small enterprises		906.98	974.86
(ii) Other financial liabilities	17	3.24	2.63
Other current liabilities	18	0.36	1.37
Total current liabilities		910.58	978.86
Liabilities directly associated with assets held for sale	39	-	-
Total liabilities		7,247.91	10,945.13
Total equity and liabilities		17,766.63	21,174.89
Summary of material accounting policies	2		

The accompanying notes are an integral part of the special purpose financial statements.

As per our report of even date

For S Ramanand Aiyar & Co
Chartered Accountants
ICA's Firm Registration No.: 000990N

Nitesh Gupta
per Nitesh Gupta
Partner
Membership No. 521632



Place: Gurugram
Date: 19-12-2025

UDIN: 25521632 BMKOPN3979

For and on behalf of the Board of Directors of
OYO Vacation Homes Holding BV

Rakesh Kumar
Rakesh Kumar
Authorized Signatory



Place: Gurugram
Date: 18-12-2025

OYO Vacation Homes Holding BV
Special purpose statement of profit and loss for year ended 31 March 2023
(Amount in INR Millions, unless stated otherwise)

	Notes	For the year ended 31 March 2023	For the year ended 31 March 2022
Income			
Other income	17	697.18	2,052.65
Total income (I)		697.18	2,052.65
Expenses			
Employee benefits expense	18	23.98	28.33
Finance cost	19	243.39	335.62
Depreciation and amortization expense	20	3.40	4.55
Other expenses	21	198.52	79.41
Total expenses (II)		469.29	447.91
Profit before before tax		227.89	1,604.74
Tax expense:			
Current tax	22	-	0.08
Income tax expense		-	0.08
Profit for the year		227.89	1,604.66
Other comprehensive income/(loss) to be reclassified to profit or loss in subsequent periods			
Exchange differences on translation of financial statements of foreign operations (net)	23	61.07	(159.56)
Net other comprehensive income/ (loss) to be reclassified to profit or loss in subsequent periods		61.07	(159.56)
Total other comprehensive income/(loss), net of tax		61.07	(159.56)
Total comprehensive income for the year, net of tax		288.96	1,445.10
Earning per share (in INR)			
Basic	24	15,704.35	78,538.16
Diluted	24	15,704.35	78,538.16
Summary of material accounting policies	2		
The accompanying notes are an integral part of the special purpose financial statements			

As per our report of even date

For S Ramanand Aiyar & Co
Chartered Accountants
ICAI's Firm Registration No.: 000990N

Nitesh Gupta

per Nitesh Gupta
Partner
Membership No. 521632

Place: Gurugram

Date: 19-12-2025

UDIN : 25521632 BMKD PN3999



For and on behalf of the Board of Directors of
OYO Vacation Homes Holding BV

Rakesh Kumar

Rakesh Kumar
Authorized Signatory

Place: Gurugram

Date: 18-12-2025



OYO Vacation Homes Holding BV
Special purpose statement of cash flow for the year ended 31 March 2023
(Amount in INR Millions, unless stated otherwise)

	For the year ended 31 March 2023	For the year ended 31 March 2022
Cash flow from operating activities:		
Profit/(loss) for the year	227.89	1,604.66
Adjustment to reconcile loss before tax to net cash flows		
Depreciation and amortisation expenses	3.40	4.55
Interest income from related parties	(268.54)	(268.69)
Dividend Income	(428.64)	(1,783.60)
Interest expense	243.39	240.61
Exchange difference (net)	115.68	95.01
	(106.82)	(107.46)
Movements in working capital :		
Increase/(decrease) in trade payables	(183.56)	(2,345.40)
Increase/(decrease) in other current liabilities	(1.01)	0.70
Increase in other financial liabilities	0.61	0.73
(Decrease)/increase in other financial assets	2,248.62	(1,827.25)
(Increase)/decrease in other current assets	1.42	(3.01)
Cash flows from/ (used in) operations	1,959.26	(4,281.69)
Taxes paid (net of refund)	(11.23)	3.93
Net cash flows from/(used in) operating activities (A)	1,948.03	(4,277.76)
Investing activities		
Purchase of property, plant and equipment (including intangibles, capital advance, and CWIP) (net)	(1.49)	-
Investment in subsidiaries	-	(756.93)
Dividend received from subsidiaries	428.64	1,783.60
Interest income from related parties	268.54	268.69
Redemption of fixed deposits	371.38	1,162.60
Foreign exchange movement in investing activities (net)	(0.22)	(0.25)
Net cash flows from investing activities (B)	1,066.85	2,457.71
Financing activities		
Interest on related party loan	(243.39)	(240.61)
Proceeds/(repayment) of borrowing from related party	(3,628.94)	3,086.45
Foreign exchange movement in financing activities (net)	61.07	(159.56)
Net cash flows from/(used in) financing activities (C)	(3,811.26)	2,686.28
Net (decrease) in cash and cash equivalents (A+B+C)	(796.38)	866.23
Cash and cash equivalents at the beginning of the year	922.73	56.50
Transferred of cash and cash equivalent pursuant to disposal of subsidiaries	-	-
Effect of exchange rate on cash and cash equivalents	-	-
Cash and cash equivalents at the end of the year	126.35	922.73
Components of cash and cash equivalents		
With banks:		
on current accounts	126.35	922.73
Total cash and cash equivalents	126.35	922.73

The accompanying notes are an integral part of the special purpose financial statements.

As per our report of even date

For S Ramanand Aiyar & Co
Chartered Accountants
ICAI's Firm Registration No. 000990N

per Nitesh Gupta
Partner
Membership No. 521632



Place: Gurugram

Date: 19-12-2025

UDIN: 25521632BMKOPN3979

For and on behalf of the Board of Directors of
OYO Vacation Homes Holding BV


Rakesh Kumar
Authorized Signatory



Place: Gurugram

Date: 18-12-2025

OYO Vacation Homes Holding BV
Statement of changes in equity for the year ended 31 March 2023
(Amount in INR Millions, unless stated otherwise)

a. Share capital

Equity shares of Euro 1 each issued, subscribed and fully paid

	Equity share capital	
	No. of shares	Amount
As at 1 April 2021	18,400	1.44
Issued during the year	-	-
As at 31 March 2022	18,400	1.44
Issued during the year	-	-
As at 31 March 2023	18,400	1.44

b. Other equity

	Reserves & Surplus			Total
	Capital reserve	Foreign currency translation reserve	Retained earning	
As at 1 April 2021	350.46	(14.19)	8,446.95	8,783.22
Profit/for the year	-	-	1,604.66	1,604.66
Add: Foreign currency translation reserve during the year	-	(159.56)	-	(159.56)
As at 31 March 2022	350.46	(173.75)	10,051.61	10,228.32
As at 1 April 2022	350.46	(173.75)	10,051.61	10,228.32
Profit/(Loss) for the year	-	-	227.89	227.89
Add: Foreign currency translation reserve during the year	-	61.07	-	61.07
As at 31 March 2023	350.46	(112.68)	10,279.50	10,517.28

The accompanying notes form an integral part of the special purpose financial statements.

As per our report of even date

For S Ramanand Aiyar & Co
Chartered Accountants
ICAI's Firm Registration No. 000990N

Nitesh Gupta
per Nitesh Gupta
Partner
Membership No. 521632

Place: Gurugram

Date: 19-12-2025

UDIN: 25521632BMKOPN3979



For and on behalf of the Board of Directors of
OYO Vacation Homes Holding BV

Rakesh Kumar
Rakesh Kumar
Authorized Signatory

Place: Gurugram

Date: 18-12-2025



OYO Vacation Homes Holding B.V

Notes to Special purpose financial statements for the year ended March 31, 2023

(All amounts are in millions of Indian Rupees, unless stated otherwise)

1. Corporate information

OYO Vacation Homes Holding B.V. (previously known as @Leisure Holding B.V.) ("The Company") incorporated on January 29th, 1999, having its legal seat in John M. Keynesplein 10, 1066EP Amsterdam, Netherlands, is a private limited liability company under Netherlands law. The Company is a wholly owned subsidiary of OYO Hospitality Netherlands B.V. Oravel Stays Limited (India) is the Ultimate Holding company.

The Company is engaged in incorporating and participating in managing, supervising and financing subsidiaries, group companies and third parties.

These financial statements are authorized for issue by the Company's Board of directors on

2. Basis of preparation of Standalone financial statements

2.1 Basis of preparation

The Company's management has prepared these special purpose standalone financial Statements comprise the special purpose balance sheet as at March 31, 2023, the special purpose statement of profit and loss, including the statement of special purpose other comprehensive income, the special purpose cash flow statement and the special purpose statement of changes in equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (together herein referred to as "Special Purpose Standalone Financial Statements" or "financial statements" or "Standalone Financial Statements").

This Special purpose financial information has been prepared solely in connection with the proposed Initial Public Offer ("IPO") of Oravel Stays Limited (the "Group Company") in India. The Company has followed the accompanied accounting policies for the purpose of preparing these financial statements.

The Special Purpose Financial Statements do not include all the information and disclosures normally included in annual financial statements. Only those disclosures as considered appropriate by the Management have been considered in these Standalone Financial Statements.

2.2 Functional and presentation currency

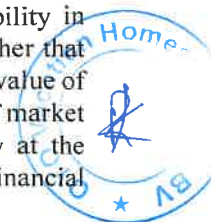
Items included in the Standalone financial statements of each of the Company entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Standalone financial statements are presented in Indian rupee (INR), which is the Ultimate Parent Company's/ Group Company presentation currency.

Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Financial assets and liabilities- Refer accounting policy regarding financial instrument)	Fair Value
Share based payments	Fair value in accordance with Ind AS 102

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/ or disclosure purposes in these Standalone financial statements is determined on this basis.



OYO Vacation Homes Holding B.V

Notes to Special purpose standalone financial statements for the year ended March 31, 2023

(All amounts are in millions of Indian Rupees, unless stated otherwise)

2.3 Use of estimates and judgements

In preparing these Standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Management believes that the estimates used in the preparation of the Standalone financial statements are prudent and reasonable. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

The areas involving critical estimates and judgements are described.

Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in most advantageous market for the asset or liability

All assets and liabilities for which fair value is measured or disclosed in the Standalone financial statements are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the respective notes.

2.4 Significant accounting policies

a. Current/ non-current classification

All the assets and liabilities required to be classified as either current or non-current.

The Company presents assets and liabilities in the statement of assets and liabilities based on current/non-current classification.



OYO Vacation Homes Holding B.V

Notes to Special purpose standalone financial statements for the year ended March 31, 2023

(All amounts are in millions of Indian Rupees, unless stated otherwise)

An asset is classified as current when it satisfies any of the following criteria:

- It is expected to be realized in, or is intended for sale or consumption in, the Company normal operating cycle
- It is expected to be realized within twelve months from the reporting date
- It is held primarily for the purposes of being traded; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

All other assets are classified as non-current

A liability is classified as current when it satisfies any of the following criteria:

- It is expected to be settled in the Company normal operating cycle
- It is due to be settled within twelve months from the reporting date
- It is held primarily for the purposes of being traded
- The Company does not have an unconditional right to defer settlement of the liability for at least twelve months from the reporting date

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current assets and liabilities respectively.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Based on the nature of operations and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current vs non-current classification of assets and liabilities.

b. Foreign currency transactions

In preparing the Standalone financial statements of Company, transactions in currencies other than the functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.

Exchange differences on monetary items are recognised in statement of profit and loss in the period in which they arise except for:

- Exchange differences arising on monetary items that forms part of a reporting entity's net investment in a foreign operation are recognised in statement of profit and loss in the separate statements of the reporting entity or the individual statements of the foreign operation, as appropriate. In the statements that include the foreign operation and the reporting entity (e.g., Standalone financial statements when the foreign operation is a subsidiary), such exchange

differences are recognized initially in OCI. These exchange differences are reclassified from equity to profit and loss on disposal of the net investment.

- Exchange differences arising on monetary items that are designated as part of the hedge of the Company net investment of a foreign operation. These are recognized in OCI until the net investment is disposed of, at which time, the cumulative amount is reclassified to statement of profit and loss.
- Tax charges and credits attributable to exchange differences and above items are also recorded in OCI



OYO Vacation Homes Holding B.V**Notes to Special purpose standalone financial statements for the year ended March 31, 2023****(All amounts are in millions of Indian Rupees, unless stated otherwise)**

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

c. Foreign operations

The assets and liabilities of foreign operations, are translated into INR, the functional currency of the Company, at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into INR at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Exchange differences on conversion of foreign operations are recognised in OCI and accumulated in equity (as exchange differences on translating the financial statements of a foreign operation).

When a foreign operation is disposed of in its entirety or partially, the cumulative amount of exchange differences related to that foreign operation recognised in OCI is reclassified to statement of profit and loss as part of the gain or loss on disposal.

d. Financial instruments**i. Recognition and initial measurement**

Financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement**Financial assets**

On initial recognition, a financial asset is classified as measured at

- Amortised cost
- Fair value through other comprehensive income (FVOCI) - debt investment;
- Fair value through other comprehensive income (FVOCI) - equity investment; or
- Fair value through profit and loss

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost, if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.



OYO Vacation Homes Holding B.V**Notes to Special purpose standalone financial statements for the year ended March 31, 2023****(All amounts are in millions of Indian Rupees, unless stated otherwise)**

A debt instrument is measured at FVOCI, if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI - equity investment). This election is made on an investment by investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Subsequent measurement and gains and losses

Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in statement of profit and loss. Any gain or loss on de-recognition is recognised in statement profit and loss.
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in statement of profit and loss. Other net gains and losses are recognised in OCI. On de-recognition, gains and losses accumulated in OCI are reclassified to statement of profit and loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in statement of profit and loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to statement of profit and loss.
Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in statement of profit and loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in statement of profit and loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are Standalone statement of profit and loss. Any gain or loss on de-recognition is also recognised in Standalone statement of profit and loss.



OYO Vacation Homes Holding B.V

Notes to Special purpose standalone financial statements for the year ended March 31, 2023

(All amounts are in millions of Indian Rupees, unless stated otherwise)

iii. Derecognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its statement of asset and liabilities, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in Standalone statement of profit and loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Standalone statement of asset and liabilities when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

v. Derivative financial instruments

Derivatives are initially measured at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in statement of profit and loss.

vi. Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 115.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.



OYO Vacation Homes Holding B.V**Notes to Special purpose standalone financial statements for the year ended March 31, 2023****(All amounts are in millions of Indian Rupees, unless stated otherwise)****vii. Property, plant and equipment****a. Recognition and measurement**

Items of property, plant and equipment, capital work in progress are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

The cost comprises purchase price, freight, duties, taxes and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of plant, property and equipment which take substantial period of time to get ready for use are included to the extent they relate to the period till such assets are ready for intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. It also includes estimated costs of dismantling and removing the item and restoring the site on which it is located.

Assets retired from active use and held for disposal are stated at their estimated net realizable values or net book values, whichever is lower.

Gains or losses arising from derecognition of plant, property and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

b. Subsequent expenditure

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

viii. Depreciation

Depreciation on plant, property and equipment is calculated on straight-line basis using the useful lives prescribed under Schedule II to the Companies Act, 2013.

Asset	Useful life
Computers	3 to 6 years
Furniture and fittings	8 years
Lease hold improvements	Over the unexpired period of lease or useful lives, whichever is lower.

The management has estimated the useful lives and residual values of all the property, plant and equipment and adopted useful lives based on management's technical assessment of their respective economic useful lives. Depreciation method, useful lives and residual values are reviewed at each financial period-end and prospectively if appropriate.

ix. Intangible assets**a. Recognition and measurement**

Intangible assets are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

b. Amortisation

Intangible assets are amortized on a straight-line basis using the useful lives which are as follows:



OYO Vacation Homes Holding B.V**Notes to Special purpose standalone financial statements for the year ended March 31, 2023****(All amounts are in millions of Indian Rupees, unless stated otherwise)**

Asset	Useful life
Software	1.5 years to 5 years
Franchise Agreement	5 years to 11 years
Brand	5 years or indefinite

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate. Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

x. Impairment**a. Impairment of financial instruments**

The Company recognises loss allowances for expected credit losses on:

- financial assets measured at amortised cost; and
- financial assets measured at FVOCI- debt investments.

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit impaired. A financial asset is 'credit impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer
- a breach of contract such as a default or being past due for 90 days or more
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and



OYO Vacation Homes Holding B.V**Notes to Special purpose standalone financial statements for the year ended March 31, 2023****(All amounts are in millions of Indian Rupees, unless stated otherwise)**

supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company historical experience and informed credit assessment and including forward looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset is 90 days or more past due.

Measurement of expected credit losses

For trade receivables and contract assets, the Company applied simplified approach in calculating Expected Credit Loss (ECLs). Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factor specific to the debtors and economic environment.

Presentation of allowance for expected credit losses in the statement of assets and liabilities

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as expense/income in the statement of profit and loss.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company procedures for recovery of amounts due.

b. Impairment of non-financial assets

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists or when annual impairment assessment is required, then the asset's recoverable amount is estimated. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows which are based on the budget of five years are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.



OYO Vacation Homes Holding B.V

Notes to Special purpose standalone financial statements for the year ended March 31, 2023

(All amounts are in millions of Indian Rupees, unless stated otherwise)

xi. Employee benefits

Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

Termination benefits

Termination benefits are expensed at the earlier of when the Company can no longer withdraw the offer of those benefits and when the Company recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are discounted.

xii. Provisions (other than for employee benefits)

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

xiii. Revenue

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration that we expect to receive in exchange for those products or services.

The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognized will not occur.

Judgment is required in determining whether the Company is the principal or agent in transactions with hotel partners and end-users. The Company evaluates the presentation of revenue on a gross or

net basis based on whether it controls the service provided to the end-user and is the principal (i.e. "Gross"), or the Company arranges for other parties to provide the service to the end-user and is an agent (i.e. net").

The Company collects indirect taxes on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

Interest Income

Interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.



OYO Vacation Homes Holding B.V

Notes to Special purpose standalone financial statements for the year ended March 31, 2023

(All amounts are in millions of Indian Rupees, unless stated otherwise)

Dividend Income

Dividend is recognized as income when the unconditional right to receive the payment is established.

xiv. Income tax

Income tax comprises current and deferred tax. [t is recognised in statement of profit and loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous year. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

xv. Borrowing cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the year they occur.

xvi. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and taxes applicable) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events of bonus issue that have changed the number of outstanding and conversion of compulsorily convertible preference shares, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

xvii. Exceptional items

Exceptional items refer to items of income or expense within the statement of profit and loss that are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance for the period.



OYO Vacation Homes Holding B.V

Notes to Special purpose standalone financial statements for the year ended March 31, 2023

(All amounts are in millions of Indian Rupees, unless stated otherwise)

xviii. Cash and cash equivalents:

Cash and cash equivalent in the statement of assets and liabilities comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

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OYO Vacation Homes Holding BV

Notes to special purpose financial statement for the year ended 31 March 2023

(Amount in INR Millions, unless stated otherwise)

3. Property, plant & equipment

	Furniture and fixtures	Computers & computer equipments	Total
Gross carrying amount			
At 1 April 2021	0.15	1.96	2.12
Additions	-	-	-
Disposals	-	-	-
Exchange difference (FCTR)	(0.00)	(0.04)	(0.05)
At 31 March 2022	0.15	1.92	2.07
Additions	1.49	-	1.49
Disposals	-	-	-
Exchange difference (FCTR)	0.08	0.12	0.20
At 31 March 2023	1.72	2.04	3.76
Accumulated Depreciation and impairment			
At 1 April 2021	0.04	1.09	1.13
Charge for the year	0.11	0.84	0.95
Disposals	-	-	-
Exchange difference (FCTR)	(0.00)	(0.02)	(0.02)
At 31 March 2022	0.15	1.91	2.06
Charge for the year	-	-	-
Disposals	-	-	-
Exchange difference (FCTR)	0.01	0.13	0.14
At 31 March 2023	0.16	2.04	2.20
Net carrying amount			
At 31 March 2022	-	0.01	0.01
At 31 March 2023	1.56	(0.00)	1.56



OYO Vacation Homes Holding BV

Notes to special purpose financial statement for the year ended 31 March 2023

(Amount in INR Millions, unless stated otherwise)

4. Other intangible assets

	Software	Total
Gross carrying amount		
At 1 April 2021	18.27	18.27
Additions	-	-
Exchange difference (FCTR)	(0.40)	(0.40)
At 31 March 2022	17.87	17.87
Additions	-	-
Exchange difference (FCTR)	1.12	1.12
At 31 March 2023	18.99	18.99

Accumulated Amortization and Impairment

At 1 April 2021	8.25	8.25
Charge for the year	3.60	3.60
Disposals	-	-
Exchange difference (FCTR)	(0.17)	(0.17)
At 31 March 2022	11.68	11.68
Charge for the year	3.40	3.40
Disposals	-	-
Exchange difference (FCTR)	0.97	0.97
At 31 March 2023	16.05	16.05

Net carrying amount

At 31 March 2022	6.19	6.19
At 31 March 2023	2.94	2.94



OYO Vacation Homes Holding BV
Notes to special purpose financial statement for the year ended 31 March 2023
(Amount in INR Millions, unless stated otherwise)

5. Non current tax assets (net)

	As at 31 March 2023	As at 31 March 2022
Advance tax (net of provision for tax)	190.90	179.67
Total	190.90	179.67

6. Investment in subsidiaries

	As at 31 March 2023	As at 31 March 2022
Investments at cost*		
Non-trade, Unquoted investments		
Investment in shares of subsidiaries (fully paid up)		
Oravel Vacation Homes Denmark	85.88	85.88
Belvilla AG and its affiliates	9,178.10	9,178.10
Belvilla Alquiler de Vacaciones España S.L.	0.24	0.24
Belvilla France SARL	0.24	0.24
Belvilla Italia S.r.l.	0.82	0.82
Direct Booker	242.60	242.60
	9,507.88	9,507.88
Less: Provision for dimmution in value of investments	-	-
	9,507.88	9,507.88
Aggregate value of unquoted investments	9,507.88	9,507.88
Aggregate amount of provision for dimmution in value of investments	-	-

*Refer note 24(a) for assumption used for the purpose of valuation of investment at OYO Vacation Homes group level

7. Cash and cash equivalents

	As at 31 March 2023	As at 31 March 2022
Balances with banks		
- in current accounts	126.35	922.73
	126.35	922.73

7.1 For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

	As at 31 March 2023	As at 31 March 2022
Balances with banks		
- in current accounts	126.35	922.73
	126.35	922.73

8. Bank balances other than cash and cash equivalents

	As at 31 March 2023	As at 31 March 2022
Margin money against bank guarantees*	24.40	395.78
	24.40	395.78

*Include balances with banks of INR 23.72 million (31 March 2024: INR 395.78 million) held as margin money against bank guarantees.

9. Other current financial assets carried at amortised cost

	As at 31 March 2023	As at 31 March 2022
Loan given to related parties (refer note 25)		
-Unsecured, considered good	5,917.92	7,089.83
-Unsecured, considered doubtful	-	-
	5,917.92	7,089.83
Receivables from related parties (refer note 25)	1,989.30	3,066.01
	7,907.22	10,155.84

10. Other current assets

	As at 31 March 2023	As at 31 March 2022
Prepaid expenses		
-Unsecured, considered good	3.70	3.30
	3.70	3.30
Balance with government authorities	1.68	3.50
	1.68	3.50
Total	5.38	6.80



OYO Vacation Homes Holding BV
Notes to special purpose financial statement for the year ended 31 March 2023
(Amount in INR Millions, unless stated otherwise)

11. Share capital

	As at 31 March 2023	As at 31 March 2022
Authorised share capital		
Capital stock		
18,400 (31 March 2022: 18,400) equity shares of Euro 1 each	1.44	1.44
	1.44	1.44
Issued, subscribed and fully paid-up		
Capital stock*		
18,400 (31 March 2022: 18,400) equity shares of Euro 1 each	1.44	1.44
Total issued, subscribed and fully paid share capital	1.44	1.44

*100% of share capital held by OYO Hospitality Netherland B.V.

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Capital Stock	Amount	Amount
As at 1 April 2021	18,400	1.44
Issued during the year	-	-
As at 31 March 2022	18,400	1.44
Issued during the year	-	-
At 31 March 2023	18,400	1.44

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OYO Vacation Homes Holding BV
Notes to special purpose financial statement for the year ended 31 March 2023
(Amount in INR Millions, unless stated otherwise)

12. Other equity

	As at 31 March 2023	As at 31 March 2022
A. Retained earnings	10,279.50	10,051.61
B. Other comprehensive income	(112.68)	(173.75)
C. Capital reserve	350.46	350.46
	10,517.28	10,228.32

A. Retained earnings

	As at 31 March 2023	As at 31 March 2022
Balance at the beginning of the year	10,051.61	8,446.95
Add: Profit for the year	227.89	1,604.66
Balance at the end of year	10,279.50	10,051.61

B. Other comprehensive income

	As at 31 March 2023	As at 31 March 2022
Balance at the beginning of year	(173.75)	(14.19)
Add: Exchange differences on translation of financial statements of foreign operations (net)	61.07	(159.56)
Balance at the end of year	(112.68)	(173.75)

C. Capital reserve

	As at 31 March 2023	As at 31 March 2022
Balance at the beginning of year	350.46	350.46
Add: Addition during the year	-	-
Balance at the end of year	350.46	350.46

A. Retained earnings: Retained earnings represent the amount of accumulated earnings and re-measurement of defined benefit obligations of the Company.

B. Other comprehensive income: Other comprehensive income represents exchange difference on translation of foreign operation, net investment in foreign operation and fair value gain on equity instrument.

C. Capital Reserve: Equity contribution from the holding company is used to book the ESOP expenses in the subsidiary, supporting the recognition of stock option costs in accordance with accounting standards.

13. Borrowings- non-current

	As at 31 March 2023	As at 31 March 2022
Term loan		
Unsecured loan		
Loan from related parties (refer note 25)*	6,337.33	9,966.27
	6,337.33	9,966.27

*These balances represent outstanding intragroup borrowings at year-end and are unsecured. Interest on these borrowings is recognised in accordance with Ind AS 109 based on the effective interest method.

14. Trade payables

	As at 31 March 2023	As at 31 March 2022
-total outstanding dues of micro enterprises and small enterprises	-	-
-total outstanding dues of creditors other than micro enterprises and small enterprises	150.93	92.37
Payable to related parties (refer note 25)	756.05	882.49
	906.98	974.86

Trade payables are non-interest bearing and are generally on terms of 30 to 60 days.

15. Other current financial liabilities

	As at 31 March 2023	As at 31 March 2022
Carried at amortised cost		
Employee related payables	3.24	2.63
	3.24	2.63

16. Other current liabilities

	As at 31 March 2023	As at 31 March 2022
Statutory liabilities	0.36	1.37
	0.36	1.37

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OYO Vacation Homes Holding BV
Notes to special purpose financial statement for the year ended 31 March 2023
(Amount in INR Millions, unless stated otherwise)

17. Other income

	For the year ended 31 March 2023	For the year ended 31 March 2022
Dividend income (refer note 25)	428.64	1,783.60
Miscellaneous income	-	0.36
Interest income - related parties (refer note 25)	268.54	268.69
Total	697.18	2,052.65

18. Employee benefits expense

	For the year ended 31 March 2023	For the year ended 31 March 2022
Salaries, wages and bonus	23.98	28.33
Total	23.98	28.33

19. Finance cost

	For the year ended 31 March 2023	For the year ended 31 March 2022
Interest on borrowings	-	6.13
Exchange differences (net)	-	95.01
Interest expense - related parties (refer note 25)	243.39	234.48
Total	243.39	335.62

20. Depreciation and amortization expense

	For the year ended 31 March 2023	For the year ended 31 March 2022
Depreciation of property, plant & equipment (refer note 3)	-	0.95
Amortization of other intangible assets (refer note 4)	3.40	3.60
Total	3.40	4.55

21. Other expenses

	For the year ended 31 March 2023	For the year ended 31 March 2022
Office expenses	-	1.27
Customer support	0.42	4.82
Professional and consultancy fee	78.02	70.15
Information technology expenses	3.63	2.82
Exchange difference (net)	115.68	-
Miscellaneous expenses	0.77	0.35
Total	198.52	79.41

22. Tax expense

	For the year ended 31 March 2023	For the year ended 31 March 2022
Current income tax	-	0.08
Current income tax charge	-	0.08

23. Other comprehensive income

	For the year ended 31 March 2023	For the year ended 31 March 2022
Other comprehensive income/(expense) to be reclassified to profit or loss in subsequent periods		
Exchange differences on translation of financial statements of foreign operations (net)	61.07	(159.56)
	61.07	(159.56)

24. Earning per share

Basic and diluted earning per share (EPS) amounts are calculated by dividing the profit for the year attributable to share holders by the weighted average number of shares outstanding during the year.

The following reflects the loss and share data used in the basic and diluted EPS computations:

	For the year ended 31 March 2023	For the year ended 31 March 2022
Profit attributable to share holders	288.96	1,445.10
Weighted average number of shares at the year end	18,400	18,400
Basic earning per share (in INR)	15,704.35	78,538.16
Diluted earning per share (in INR)	15,704.35	78,538.16

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25. Related party transactions

a) Names of related parties and related party relationship

Related parties with whom transactions have taken place:

Ultimate Holding Company	Oravel Stays Limited
Holding Company	OYO Hospitality Netherlands B V
Subsidiary and Fellow Subsidiary	OYO Hotels Switzerland GmbH Dancenter AS International Travel and Hospitality Services SG Pte. Ltd. (formerly known as OYO Hotels (Singapore) Pte Ltd OYO Vacation Homes UK Ltd OYO Vacation Homes LLC Wolters Ferienhaus GmbH Belvilla Services B.V. Belvilla AG Belvilla Alquiler de Vacaciones España S.L. Belvilla Ferienwohnungen GmbH Traum-Ferienwohnungen GmbH Belvilla Deutschland GmbH Belvilla Italia Srl Belvilla France SARL Oravel Vacation Homes Denmark ApS Direct Booker D o o

b) Related party transactions during the year:

	For the year ended 31 March 2023	For the year ended 31 March 2022
Rendering of services		
Belvilla AG	30.70	-
Belvilla Services B.V.	32.37	-
Purchase of services		
Belvilla Services B.V.	5.27	5.52
Oravel Stays Limited	21.38	-
Dividend Income		
Interest paid		
International Travel and Hospitality Services SG Pte. Ltd	50.91	-
Dancenter AS	-	20.37
Traum Ferienwohnungen GmbH	16.64	6.39
Traum Ferienwohnungen GmbH	6.88	6.86
OYO Hospitality Netherlands B.V.	168.96	200.85
Interest received		
Direct Booker D o o	1.14	-
Oravel Vacation Homes Denmark ApS	267.41	268.69

(c) Balance outstanding at the year end

	As at 31 March 2023	As at 31 March 2022
Payable to related party		
Oravel Stays Limited	22.87	-
Belvilla Services B.V.	733.18	0.53
OYO Hospitality Netherlands B.V.	-	881.96
Loan from related party		
International Travel and Hospitality Services SG Pte. Ltd	847.85	2,234.53
OYO Hospitality Netherlands B.V.	3,262.85	5,617.86
Traum-Ferienwohnungen GmbH	2,226.62	2,113.87
Loan to related party		
Oravel Vacation Homes Denmark ApS	5,917.92	7,089.83
Recoverable from related party		
OYO Vacation Homes UK Ltd	2.16	1.80
OYO Hotels Switzerland GmbH	671.56	632.01
OYO Vacation Homes LLC	42.48	39.98
Wolters Ferienhaus GmbH	6.52	7.25
Belvilla AG	1,241.71	2,251.50
Belvilla Alquiler de Vacaciones España S.L.	9.00	62.29
Belvilla Ferienwohnungen GmbH	-	4.49
Belvilla Deutschland GmbH	15.86	9.56
Belvilla Italia Srl	-	0.85
Belvilla France SARL	-	56.27



26. Fair values
Financial instrument category

The carrying value and fair value of financial instruments by categories as at 31 March 2023

	Amortised cost	Financial assets/liabilities at FVTPL	Financial assets/liabilities at FVOCI	Total carrying value	Total fair value
Assets					
Cash and cash equivalents	126.35	-	-	126.35	126.35
Other bank balances	24.40	-	-	24.40	24.40
Other financial assets	7,907.22	-	-	7,907.22	7,907.22
Total	8,057.97	-	-	8,057.97	8,057.97
Liabilities					
Trade payable	906.98	-	-	906.98	906.98
Borrowing	6,337.33	-	-	6,337.33	6,337.33
Other financial liabilities	3.24	-	-	3.24	3.24
Total	7,247.55	-	-	7,247.55	7,247.55

The carrying value and fair value of financial instruments by categories as at 31 March 2022:

	Amortised cost	Financial assets/liabilities at FVTPL	Financial assets/liabilities at FVOCI	Total carrying value	Total fair value
Assets					
Cash and cash equivalents	922.73	-	-	922.73	922.73
Other bank balances	395.78	-	-	395.78	395.78
Other financial assets	10,155.84	-	-	10,155.84	10,155.84
Total	11,474.35	-	-	11,474.35	11,474.35
Liabilities					
Trade payable	974.86	-	-	974.86	974.86
Borrowing	9,966.27	-	-	9,966.27	9,966.27
Other financial liabilities	2.63	-	-	2.63	2.63
Total	10,943.76	-	-	10,943.76	10,943.76

The following methods/assumption were used to estimate the fair values:

- The carrying value of cash and cash equivalents, other bank balance (bank deposit and restricted cash), trade payable, other financial assets and other financial liabilities (other than designated at FVTPL) measured at amortised cost approximate their fair value, due to their short term nature.
- The fair values of the Group's interest-bearing borrowings are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting year.
- The fair value of financial liabilities determined by use of quoted market prices or dealer quotes for similar instruments and generally accepted pricing models based on a discounted cash flow analysis using rates currently available for debt on similar terms, credit risk and remaining maturities.
- The fair value of unquoted investments are based on Discounted Cash Flow approach. Multiple of Free Cash Flow (FCF) are considered after applying suitable discounts for size, liquidity and other company specific discounts.

27. Key accounting estimates and assumptions

The preparation of the company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Critical accounting estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

a. Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values.

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the cash generating unit being tested. The recoverable amount is sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

Below assumption used for the valuation purpose, the key assumptions used in estimating the recoverable amount include the following:

Cash flow projections: Cash flow projections are based on management-approved budgets and forecasts covering a period of five years. These projections reflect historical performance and management's expectations of future business performance, considering industry trends and market conditions.

Revenue growth rate: Revenue growth rates used in the projections are derived from historical growth trends, expected demand for the Company's products and services, and anticipated market developments.

Terminal growth rate: Cash flows beyond the forecast period are extrapolated using a terminal growth rate of 2%, which does not exceed the long-term average growth rate of the industry in which the Company operates.

Discount rate: Future cash flows are discounted using a pre-tax discount rate of 16.29%, reflecting current market assessments of the time value of money and the risks specific to the asset or CGU.

Management believes that the assumptions used are reasonable and consistent with external sources of information. Changes in key assumptions, including discount rate, terminal growth rate or operating margins, within reasonably possible ranges, would not result in the carrying amount of the relevant asset or CGU exceeding its recoverable amount.

b. Impairment of non-financial asset

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the cash generating unit being tested. The recoverable amount is sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

c. Useful life of property, plant and equipment

Useful lives of Property, plant and equipments (other than the life prescribed under Schedule II of the Companies Act, 2013) are estimated based on internal technical evaluation, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes. All these evaluations and assessments involve judgements on part of the management. Further details about property, plant and equipment are given in note 3.

28. Contingent liabilities & Capital commitment

There were no contingent liabilities and capital commitments as on 31 March 2023 and 31 March 2022.

29. Subsequent event

There are no events that require adjustment to or disclosure in the financial statements.



25. Related party transactions

a) Names of related parties and related party relationship

Related parties with whom transactions have taken place:

Ultimate Holding Company	Oravel Stays Limited
Holding Company	OYO Hospitality Netherlands B.V.
Subsidiary and Fellow Subsidiary	OYO Hotels Switzerland GmbH Dancenter AS International Travel and Hospitality Services SG Pte. Ltd. (formerly known as OYO Hotels (Singapore) Pte Ltd OYO Vacation Homes UK Ltd OYO Vacation Homes LLC Wolters Ferienhaus GmbH Belvilla Services B.V. Belvilla AG Belvilla Alquiler de Vacaciones España S.L. Belvilla Ferienwohnungen GmbH Traum-Ferienwohnungen GmbH Belvilla Deutschland GmbH Belvilla Italia Srl Belvilla France SARL Oravel Vacation Homes Denmark ApS Direct Booker D.o.o.

b) Related party transactions during the year:

	For the year ended 31 March 2023	For the year ended 31 March 2022
Rendering of services		
Belvilla AG	30.70	-
Belvilla Services B.V.	32.37	-
Purchase of services		
Belvilla Services B.V.	5.27	5.52
Oravel Stays Limited	21.38	-
Dividend Income		
Interest paid		
International Travel and Hospitality Services SG Pte. Ltd.	50.91	-
Dancenter AS	-	20.37
Traum Ferienwohnungen GmbH	16.64	6.39
Traum Ferienwohnungen GmbH	6.88	6.86
OYO Hospitality Netherlands B.V.	168.96	200.85
Interest received		
Direct Booker D.o.o.	1.14	-
Oravel Vacation Homes Denmark ApS	267.41	268.69

(c) Balance outstanding at the year end

	As at 31 March 2023	As at 31 March 2022
Payable to related party		
Oravel Stays Limited	22.87	-
Belvilla Services B.V.	733.18	0.53
OYO Hospitality Netherlands B.V.	-	881.96
Loan from related party		
International Travel and Hospitality Services SG Pte. Ltd.	847.85	2,234.53
OYO Hospitality Netherlands B.V.	3,262.85	5,617.86
Traum-Ferienwohnungen GmbH	2,226.62	2,113.87
Loan to related party		
Oravel Vacation Homes Denmark ApS	5,917.92	7,089.83
Recoverable from related party		
OYO Vacation Homes UK Ltd	2.16	1.80
OYO Hotels Switzerland GmbH	671.56	632.01
OYO Vacation Homes LLC	42.48	39.98
Wolters Ferienhaus GmbH	6.52	7.25
Belvilla AG	1,241.71	2,251.50
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26. Fair values
Financial instrument category

The carrying value and fair value of financial instruments by categories as at 31 March 2023

	Amortised cost	Financial assets/liabilities at FVTPL	Financial assets/liabilities at FVOCI	Total carrying value	Total fair value
Assets					
Cash and cash equivalents	126.35	-	-	126.35	126.35
Other bank balances	24.40	-	-	24.40	24.40
Other financial assets	7,907.22	-	-	7,907.22	7,907.22
Total	8,057.97	-	-	8,057.97	8,057.97
Liabilities					
Trade payable	906.98	-	-	906.98	906.98
Borrowing	6,337.33	-	-	6,337.33	6,337.33
Other financial liabilities	3.24	-	-	3.24	3.24
	7,247.55	-	-	7,247.55	7,247.55

The carrying value and fair value of financial instruments by categories as at 31 March 2022

	Amortised cost	Financial assets/liabilities at FVTPL	Financial assets/liabilities at FVOCI	Total carrying value	Total fair value
Assets					
Cash and cash equivalents	922.73	-	-	922.73	922.73
Other bank balances	395.78	-	-	395.78	395.78
Other financial assets	10,155.84	-	-	10,155.84	10,155.84
Total	11,474.35	-	-	11,474.35	11,474.35
Liabilities					
Trade payable	974.86	-	-	974.86	974.86
Borrowing	9,966.27	-	-	9,966.27	9,966.27
Other financial liabilities	2.63	-	-	2.63	2.63
	10,943.76	-	-	10,943.76	10,943.76

The following methods/assumption were used to estimate the fair values:

- (i) The carrying value of cash and cash equivalents, other bank balance (bank deposit and restricted cash), trade payable, other financial assets and other financial liabilities (other than designated at FVTPL) measured at amortised cost approximate their fair value, due to their short term nature.
- (ii) The fair values of the Group's interest-bearing borrowings are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting year.
- (iii) The fair value of financial liabilities determined by use of quoted market prices or dealer quotes for similar instruments and generally accepted pricing models based on a discounted cash flow analysis using rates currently available for debt on similar terms, credit risk and remaining maturities.
- (iv) The fair value of unquoted investments are based on Discounted Cash Flow approach. Multiple of Free Cash Flow (FCF) are considered after applying suitable discounts for size, liquidity and other company specific discounts.

27. Key accounting estimates and assumptions

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Discount rate: Future cash flows are discounted using a pre-tax discount rate of 16.29%, reflecting current market assessments of the time value of money and the risks specific to the asset or CGU.

Management believes that the assumptions used are reasonable and consistent with external sources of information. Changes in key assumptions, including discount rate, terminal growth rate or operating margins, within reasonably possible ranges, would not result in the carrying amount of the relevant asset or CGU exceeding its recoverable amount.

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28. Contingent liabilities & Capital commitment

There were no contingent liabilities and capital commitments as on 31 March 2023 and 31 March 2022.

29. Subsequent event

There are no events that require adjustment to or disclosure in the financial statements.



OYO Vacation Homes Holding BV**Notes to special purpose financial statement for the year ended 31 March 2023***(Amount in INR Millions, unless stated otherwise)***30. Financial risk management objectives and policies**

The Company's principal financial liabilities comprise trade payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include trade and other receivables, cash and cash equivalents and investment in mutual funds that derive directly from issue of shares to shareholders.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is responsible to ensure that Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. All activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include trade payables and trade receivables.

Interest risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Company have interest bearing fixed deposit. A change in interest rates at the reporting date would not affect significantly on profit or loss and equity.

Credit risk

Credit risk is the risk arising from the possibilities that customers may not be able to settle their obligation. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trend, forward looking macroeconomics analysis, historical trend of bad debt. Since, entire revenue and trade receivable including contract assets is from group companies only, management assess that the credit risk associated with receivable and contract assets is negligible.

Liquidity risk

The Company monitors its risk of a shortage of funds doing a liquidity planning exercise. The Company's treasury function reviews the liquidity position on an ongoing basis. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

	0 to 1 year	1-5 years	More than 5 years	Total
As at 31 March 2023				
Borrowings	-	6,337.33	-	6,337.33
Trade payables	906.98	-	-	906.98
Other financial liabilities	3.24	-	-	3.24
	910.22	6,337.33	-	7,247.55
As at 31 March 2022				
Borrowings	-	9,966.27	-	9,966.27
Trade payables	974.86	-	-	974.86
Other financial liabilities	2.63	-	-	2.63
	977.49	9,966.27	-	10,943.76

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry. The Company is not exposed to excessive concentration since the customers of the Company are not engaged in similar business activities. The Company derives its revenues and corresponding trade receivables from the group company only.

31. Capital management

The key objective of the Group's capital management is to ensure that it maintains a stable capital structure with the focus on total equity to uphold investors, creditor and customer confidence and to ensure future development of its business. The Group's focus is to keep strong total equity base to ensure independence, security, as well as a high financial flexibility for potential future borrowings, if required without impacting the risk profile of the Group.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may return capital to shareholders or issue new shares. The Group monitors capital using a debt equity ratio, which is net debt divided by total equity. The Group's policy is to keep the debt equity ratio at an optimum level to ensure that the debt related covenant are complied with. The Group includes within net debt, all financial liabilities less cash and cash equivalents, other bank balances and investments in mutual funds, bonds and commercial paper.

	As at 31 March 2023	As at 31 March 2022
Total financial liabilities	7,247.55	10,943.76
Less: Cash and cash equivalents (refer note 10)	(126.35)	(922.73)
Less: Bank balances other than cash and cash equivalents (refer note 11)	(24.40)	(395.78)
Net debt (A)	7,096.80	9,625.26
Total Equity (B)	10,473.59	10,518.72
Net debt-equity ratio (A/B)	0.68	0.92

No changes were made in the objectives, policies or processes for managing capital during the year ended 31 March 2023 and 31 March 2022.



OYO Vacation Homes Holding BV

Notes to special purpose financial statement for the year ended 31 March 2023

(Amount in INR Millions, unless stated otherwise)

32. Previous year's

Previous year's figures have been re-grouped/reclassified, where necessary to conform to current year's classification.

As per our report of even date

For S Ramanand Aiyar & Co

Chartered Accountants

ICAI's Firm Registration No.: 000990N

Nitesh Gupta

per Nitesh Gupta

Partner

Membership No. 521632

Place: Gurugram

Date: 19-12-2025

UDIN : 255216328MKOPN3979



**For and on behalf of the Board of Directors of
OYO Vacation Homes Holding BV**

Rakesh Kumar

Rakesh Kumar

Authorized Signatory

Place: Gurugram

Date: 18-12-2025

