

HOTELS & RESORTS LIMITED ANNUAL REPORT

APRIL 1, 2022 - MARCH 31, 2023

BOARD PAPER 2023/13

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1.0 The Company:

Hotels & Resorts Limited ("the Company") was incorporated on December 27, 1995 to be a "developmental model" for small South Coast hotels. After a number of challenges with the project, the Shareholders made a decision to divest in 2005. At that time there were five hotels within the portfolio, three of which were subsequently sold. Therefore, the primary objective of the Company is to sell the two remaining hotel properties within its portfolio—The Savannah hotel, which is leased until sold and the Blue Horizon hotel, which is operated by the Company.

In line with the divestment agenda the vision and mission of the Company is articulated below:

Vision:

To successfully divest with our shareholders, employees, stakeholders, and tourism at the forefront.

Mission:

- To develop a progressive divestment strategy pursuing investors whose foresight align with our shareholders' vision of Barbados tourism
- To focus on financial performance creating value for our shareholders and appeal to investors
- To create an open, transparent, and supportive culture that develops high performing, multi-faceted employees
- To maintain our hotel plant creating appeal to investors while providing quality affordable accommodation matched with service that optimize the guest experience



2.0 The Chairman's Report

Chairman's Report for financial year ended March 31, 2023

With Barbados and the rest of the world still reeling from the effects of the Covid-19 pandemic the financial year commenced with great prospects for the Company's improved operational performance, especially coming immediately after the promise gleaned from the 2021/2022 winter tourist season.

Unfortunately, however, the summer season did not live up to expectations even though some ease was granted with respect to the Covid-19 restrictions, and the globe-trotters reported appetite to resume travel and get "out and about".

Blue Horizon Hotel like other hotels in Barbados and the region continued to be impacted by low room rates and occupancy levels for the first six months of the year under review. However, even the significant improvements seen during the third quarter, and the very good 2022/2023 winter season, were not sufficient to eliminate the preceding months' losses by year end.

During the year greater emphasis was placed on the general upkeep and maintenance of the hotel properties, the amenities, the environment, and to improve the range of services offered. Achieved improvements were seen during the latter part of the year with respect to Blue Horizon's revenue, average daily rates and room occupancies. The upgraded Restaurant commenced operations with a new concessionaire in time for the 2022-2023 winter tourist season. The Company also embarked on a digital marketing programme.

Despite these efforts the Company's recorded a net loss of \$1,031,543 for the financial year ended March 31, 2023, which represented a marginal improvement over the \$1,036,327 recorded loss for the prior year,

The Company's struggle with the divestment process continued throughout the year. This prompted the commissioning of updated valuations for the two hotel properties. At year end work was in progress for the properties to be offered on the market to international, local, and regional realtors, with a view to completing the long outstanding divestment process in the shortest possible time frame.

Peter V. Harris Chairman

3.0 The year in review (April 1, 2022 - March 31, 2023)

Divestment

Plans continued to advance the divestment agenda, however these were frustrated by legal and other challenges. At year end a number of potential investors expressed interest in the hotels; this is encouraging and we look forward to converting this interest into firm offers.

Operations

There was a weak start to the 2023 year as occupancies plummeted from the relatively high January to March 2022 winter season. As seen in the below chart the occupancies for the April to October period were below both budget and the prior year. The prior year's summer occupancies were bolstered by quarantine business in that year. Quarantine business accounted for much of the occupancy in the April through October period in the prior year, due to local authority requirements for visitors to quarantine on arrival to Barbados, and for residents to quarantine whilst awaiting COVID-19 test results if they were exposed to the virus.

There was however a sharp turn-around from November through March and occupancies ranged from 62% to 95%. The year saw a return of traditional guests and business from online tour operators and ground handlers for ship crew were the strongest segments. There was also a noted uptake of Canadian and local company business, the latter showing a return to in person meetings and seminars.

Whilst the turnaround in occupancies was not enough to make up for the shortfalls in the first two quarters of the year, the increase in ADR resulted in similar revenues when compared to the prior year. Revenue of \$3,621k was earned compared to \$3,579k in the prior year.

The key performance indicators at the end of the year were as follows:

Occupancy: 50.80% [2022: 69.2%]

ADR: \$239.28 [2022: \$173.43]

RevPar: \$121.54 [2022: \$120.07]

| Skie Hertron NTO Occupancy Graph At March 31, 7023 | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% | 95% |

Inflationary pressures and costs associated with a return to traditional business led to an increase in operating costs [\$1,205k vs. \$1,026K]. By year end, a negative EBITDA of (\$113k) was accumulated, which was \$54k greater than the prior year's negative EBITDA of (\$59k). After accounting for depreciation and interest income, a net loss of \$1,032k was incurred compared to prior year's net loss of \$1,036k.

The EBITDA and NOL by department are as per the below tables.

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EBITDA	March 31 2023	March 31 2022	Variance	
Leases - Savannah	131,808	61,693	70,115	
Blue Horizon	251,308	476,873	(225,565)	
Unallocated Expenses	(495,753)	(597,792)	102,039	
EBITDA	(112,637)	(59,226)	(53,411)	

EBITDA represents adjusted hotel/cost centre EBITDA, which has been adjusted to exclude gains/losses on disposals, impairment and interest in Joint Venture.

Table 2: NOP/(NOL)

NOP/(NOL)	March 31 2023	March 31 2022	Variance
Leases	(447,485)	(522,308)	74,823
Blue Horizon	(88,226)	136,548	(224,774)
Unallocated Expenses	(506,069)	(660,334)	154,265
JV Share Gain/Loss	(93)	(265)	172
Interest Income/(Expense)	10,330	10,032	298
Profit / (Loss) Before Impairment	1,031,543	(1,036,327)	4,784

Cashflow/Liquidity

The Company was in a position to meet its operating requirements during the year and is forecasted to do so over the medium term. The year ended with a working capital balance of \$1,807k compared to the prior year \$2,366k. The cash balance of \$4,052k, was a 16% increase over the prior year's \$3,506k, the increase mainly as a result of the collection of a major outstanding receivable from the prior year.

4.0 Major Capital Projects

Whilst no major capital projects were carried out in the reporting year, a sample room was fully renovated at the Blue Horizon hotel and there are plans to refurbish a block in the 2024 fiscal year. The Operator at The Savannah hotel continued refurbishment at that hotel during the year.

5.0 Distribution to Shareholders

No distributions were made to the Shareholder in the current year. However, contributions of \$325,782 received from Enterprise Growth Fund Limited (EGFL), through the government funded Barbados Employment and Sustainable Transformation (BEST) programme was repaid subsequent to the year end.

6.0 Fiscal Risks

Divestment/Investor Risk

The Company may not be able to dispose of the hotels in a timely manner or on favourable terms, which could adversely affect its financial condition, operating results, and cash flows.

The risk of not securing a lease arrangement and/or a sale agreement for The Savannah hotel, may result in the Company having to maintain the property in the short to medium term. A closed hotel will result in its rapid deterioration and to operate it would require a large capital outlay.

The continued operation of Blue Horizon hotel will incur ongoing capital outlay to ensure that the property standards are acceptable.

Climate Change

The increase in hurricanes and other natural disasters because of global warming, continues to pose the threat of reduced demand and destruction of the property, plant, and equipment.

Management monitors warnings for natural disasters and implements procedures to safeguard the assets. In addition, all assets are insured, and insurance coverage is reviewed annually to ensure that it is adequate. However, some losses and catastrophic events are uninsurable.

Geopolitical Tensions

Geopolitical factors continue to pose a threat to the Company. This may result in an increase in oil prices, thereby driving up costs and increasing inflationary pressures. Travel is often based on discretionary income and this may impact occupancies.

Cyber security

The emerging rise in global cyber-attacks and the increase in the administrative staff remote working heightens the chances of cyber-attacks. This will put pressure on the Company as operations are reliant on effective working information systems. To mitigate these risks measures such as complex password protection, backing up and storing data offsite are in place.

Contingent Liabilities

The Company is exposed to a claim made by Commonwealth Hospitality Limited (CHL), a former hotel manager for US\$13.6 Million, which is the subject of arbitration. US\$1,091,450 was accrued at March 31, 2023 against this claim, details of which are disclosed in the Notes to the Financial Statements.

7.0 Compliance with Statement of Social Responsibility

"We aim to be a responsible corporate entity and in our business dealings we focus on our employees, the environment and the community"

Employees

During the year, we continued our cross-training programme focused on employee development.

Community

The development of youth and sponsorship of youth programmes is a key area of interest for the Company. We continued our partnership with the Prince's Trust and three persons were recruited on our training and mentoring job attachment programme. We will also allocate a job attachment for students from the University of the West Indies Cave Hill campus or the Barbados Community college studying tourism or other related discipline.

Environment

We continue to play our part in protecting our environment and we use energy efficiency bulbs, air conditioners and toilets throughout our plant.

8.0 Remuneration paid to each Board Director

Number of Directors		Fees
1	Chairman	13,840
1	Chairman	6,920
1	Deputy chairman	7,200
4	Directors	4,860
2	Directors	3,645
1	Director	1,215

Remuneration paid to the board of directors are included in the Directors Fees and Expenses on the Statement of Comprehensive Income.

9.0 Remuneration paid to Senior/Middle Management

Number of Employees	Salary range	Benefits
l	156,000 - 192,000	4,428
1	72,000 - 93,800	2,628
1	54,000 - 75,600	1,025

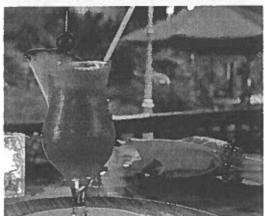
Executive management salary is disclosed in Note 10 - Related Party Transactions in the Financial Statements. Benefits include pension payments to employees' plans and contribution to employer's medical plan through the Barbados Hotel and Tourism Authority Group Plan.

Summary Results & KPIs

	M	arch 31, 2023	M	arch 31, 2022		Variance	% Var
Occupancy		50.80%		69.23%		0.41	
ADR	\$	239.28	\$	173.43	\$	24.15	
RevPar	\$	121.54	\$	120.07	\$	78.23	
Revenue							
Rooms	2	,972,363	2	,936,347		36,016	1.23%
Other		648,613		642,829		5,784	0.90%
Total Revenue	3	,620,976	3	,579,176		41,800	1.17%
Operating Costs	1	,205,543	1	,025,652		179,891	17.54%
Operating Costs %		33.29%		28.66%			
Gross Margin (GOI)	2	,415,433	2	,553,524	- 1	(138,093)	(5.41%)
GOI %		66.71%		71.34%			200
Undistributed Expenses (UE)	2	,468,428	2	,555,576		(87,148)	(3.41%)
UE %		68.17%		71.40%			
EBITDA	(112,637)		(59,224)		(53,414)	90.19%
Operating Margin (EBITDA/Revenue)		(3.11%)		(1.65%)			
Net Loss	(1,	031,543)	(1,	036,327)		4,783	(0.46%)

ROE (Net Income/Shareholder's Equity)	(3.96%)	(3.83%)		
Cash generated/(loss)	(102,400)	(49,457)	(52,943)	107.05%
Liquidity				r manus-musekaning di
Working Capital	1,806,537	2,365,531	(558,994)	(23.63%)
Current Ratio	1.51	1.76		







Section B

Hotels & Resorts Limited Audited Financial Statements For the year ended March 31, 2023

Financial Statements
March 31, 2023
(expressed in Barbados dollars)

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Corporate Information

For the year ended March 31, 2023

Directors

Peter V. Harris C. Stephen Ollivierre

John S. M Rocheford

Permanent Secretary Ministry of Tourism & International Transport

Francine J. Blackman

Representative of the Chairman of the Barbados Tourism Investment Inc.

Jefferson R. Lashley Charmaine J. St John

Robin H. Simmons

Secretary

Inez Hinkson

Registered Office

Gems of Barbados Corporate Office

Rockley Christ Church Barbados

Principal Office

Gems of Barbados Corporate Office

Rockley Christ Church

Barbados

Bankers

RBC Royal Bank of Canada Barbados Limited

Lower Broad Street

Bridgetown

Barbados

Auditors

Grant Thornton Ltd

Suite 2, Berne Building

The Courtyard, Hastings

Christ Church

Barbados

Attorneys-at-Law

Clarke Gittens Farmer

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Barbados

Karen Perreira

InterCaribbean Legal

28 Pine Road

St. Michael

Barbados

Chairman

Deputy Chairman

Director

Director

Director

Director

Director



INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Hotels & Resorts Limited

Grant Thornton Ltd Suite 2, Berne Building The Courtyard Hastings P.O. Box 94W Christ Church BB15156 Barbados W.I.

T +1 246 537 3445 F +1 246 537 8934

Opinion

We have audited the accompanying financial statements of Hotels & Resorts Limited (the "Company"), which comprise the statement of financial position as at March 31, 2023, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2023, and its financial performance and its cash flows for the year then ended in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities ("IFRS for SMEs").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing ("ISAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants ("IESBA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Barbados, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the IFRS for SMEs, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the 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 charged with governance are responsible for overseeing the Company's financial reporting process.



Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 ISAs 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- 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 financial statements, including the disclosures, and whether the 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.



Other Matter

This report is made solely to the Company's shareholders, as a body corporate, in accordance with Section 147 of the Companies Act of Barbados. Our audit work has been undertaken so that we might state to the Company's shareholders those matters we are required to state in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company's shareholders for our audit work, for this report, or for the opinion we have formed.

Chartered Accountants

Grant Thornton Ital

June 29, 2023

Barbados

Statement of Financial Position As at March 31, 2023

(expressed in Barbados dollars)

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	Notes	2023 \$	(As restated)
Assets Current assets Cash Trade and other receivables Prepaid expenses Inventories	5 6	4,051,843 1,022,460 261,899	3,505,993 1,754,278 198,791 31,021
Total current assets		5,336,202	5,490,083
Non-current assets Property and equipment Investment Investment in a joint venture	7 8 9	24,047,324 156,000 1,692,585	24,845,562 156,000 1,692,678
Total non-current assets		25,895,909	26,694,240
Total assets		31,232,111	32,184,323
Liabilities and equity			
Liabilities Current liabilities Accounts payable and accrued liabilities Advances from shareholder VAT payable	11	3,130,622 325,782 73,261	3,096,704 27,848
Total current liabilities		3,529,665	3,124,552
Non-current liabilities Advances from joint venture Advances from shareholder	10 10	1,667,470	1,667,470 325,782
Total non-current liabilities		1,667,470	1,993,252
Total liabilities		5,197,135	5,117,804
Equity Share capital Contributed surplus Accumulated deficit	12 13	27,291,154 250,429,844 (251,686,022)	27,291,154 250,429,844 (250,654,479)
Total equity		26,034,976	27,066,519
Total liabilities and equity		31,232,111	32,184,323

The accompanying notes are an integral part of these financial statements.

Approved by the Board of Directors on June 29, 2023.

Director

Directe

(4)

Statement of Changes in Equity For the year ended March 31, 2023

(expressed in Barbados dollars)

	Notes	Share capital \$	Contributed surplus	Accumulated deficit	Total \$
Balance at March 31, 2021, as previously reported Prior period adjustment Shareholder contribution Net loss for the year	19 13	27,291,154	250,668,772 (325,782) 86,854	(249,618,152) - (1,036,327)	28,341,774 (325,782) 86,854 (1,036,327)
Balance at March 31, 2022, as restated		27,291,154	250,429,844	(250,654,479)	27,066,519
Net loss for the year	_			(1,031,543)	(1,031,543)
Balance at March 31, 2023	_	27,291,154	250,429,844	(251,686,022)	26,034,976

The accompanying notes are an integral part of these financial statements.

Statement of Comprehensive Income For the year ended March 31, 2023

(expressed in Barbados dollars)			
	Notes	2023 \$	2022 \$
Revenue Rooms Other revenues		2,972,363 648,612	2,936,347 642,829
		3,620,975	3,579,176
Direct costs Room costs Other costs		1,136,715 68,828	951,481 74,171
		1,205,543	1,025,652
Gross operating income		2,415,432	2,553,524
Undistributed expenses Administration Operations and maintenance Insurance and property tax Utilities Sales and marketing	15	1,027,317 526,476 526,999 333,174 54,462	1,080,457 547,241 523,114 375,500 29,264
		2,468,428	2,555,576
Gross operating loss Directors' fees and expenses		(52,996) 59,641	(2,052) 57,172
Net operating loss		(112,637)	(59,224)
Depreciation Interest income Loss on disposal	7	(927,322) 10,330 (1,821) (93)	(929,941) 10,032 (5,442) (265)
Share in net loss of a joint venture Write-off of property and equipment	7		(51,487)
		(918,906)	(977,103)
Net loss and comprehensive loss for the year		(1,031,543)	(1,036,327)

The accompanying notes are an integral part of these financial statements.

Statement of Cash Flows

For the year ended March 31, 2023

(expressed in Barbados dollars)

	Notes	2023 \$	2022 (As restated) \$
Cash flows from operating activities		(1.021.542)	(1.026.227)
Net loss for the year		(1,031,543)	(1,036,327)
Adjustments for:	7	927,322	929,941
Depreciation Interest income	1	(10,330)	(10,032)
Write-off of trade receivables	5	5,968	3,579
Loss on disposal of property and equipment	_	1,821	5,442
Share in net loss of joint venture	9	93	265
Write-off of property and equipment	7		51,487
Operating loss before working capital changes Decrease /(increase) in trade and other receivables Increase in prepaid expenses Decrease /(increase) in inventories Decrease in VAT recoverable Increase in VAT payable Increase /(decrease) in accounts payable and accrued liabilities Increase in advances from shareholder Net cash generated from/ (used in) operations		(106,669) 725,850 (63,108) 31,021 - 45,413 33,918 - 666,425	(55,645) (1,228,347) (814) (21,087) 12,257 27,848 (3,257) 86,854
Interest received		10,330	10,032
Net cash from /(used in) operating activities		676,755	(1,172,159)
Cash flows used in investing activities			(-
Acquisition of property and equipment	7	(130,905)	(94,325)
Net increase /(decrease) in cash		545,850	(1,266,484)
Cash at beginning of year		3,505,993	4,772,477
Cash at end of year		4,051,843	3,505,993

The accompanying notes are an integral part of these financial statements.

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

1 Incorporation and principal activity

Hotels & Resorts Limited (the "Company") was incorporated under the Laws of Barbados on December 27, 1995. The principal activity of the Company was the investment and development of hotel properties. The Company's registered office is at Gems of Barbados Corporate Office, Rockley, Christ Church, Barbados. The Company is approximately 95.1% owned by the Government of Barbados, 3.6% by Sintjon Limited and 1.3% by Worthing Court Apartment Hotel Limited. The three shareholders are domiciled in Barbados.

Through the creation of the hotel brand, Gems of Barbados (Gems), the Company integrated the marketing and management for the hotels on its portfolio.

In 2005, a decision was made to divest, and the hotels were put on the market for sale. There are two remaining hotels in the portfolio – The Savannah, which is leased, and Blue Horizon which is operated by the Company.

2 Going concern

The operating hotel continues to be impacted by lower occupancies and average rates as is the current trend in the industry. For the year ended March 31, 2023, the Company recognized a loss of \$1,031,543 (2022: \$1,036,327) and at this date, its current assets exceeded current liabilities by \$1,806,537 (2022: \$2,365,531).

Management has assessed its liquidity position and taking into account worse case scenarios, has ascertained that the Company would be in a position to meet its liabilities as they fall due within the next year.

3 Basis of preparation

a) Statement of compliance

These financial statements have been prepared in accordance with the International Financial Reporting Standard for Small and Medium-Sized Entities (IFRS for SMEs) adopted by the International Accounting Standards Board (IASB).

The financial statements were authorized for issuance by the Directors on June 29, 2023.

b) Basis of measurement

These financial statements have been prepared on the historical cost basis.

c) Functional and presentation currency

These financial statements are presented in Barbados dollars, which is the Company's functional currency. All financial information presented in Barbados dollars has been rounded to the nearest dollar.

d) Prior period adjustment

The Company's comparative figures as at March 31, 2022 were restated as a result of prior period adjustment (see Note 19).

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

3 Basis of preparation ... continued

e) Use of estimates and judgements

The preparation of financial statements in conformity with the IFRS for SMEs requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, revenues and expenses during the period. Actual results could differ from these estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Impairment of trade receivables

Significant management judgment is required to determine a provision for impairment which is established when there is objective evidence that the Company will not be able to collect all amounts due. Significant financial difficulties of the debtor and default or delinquency in payments are considered indicators that the receivable is impaired. The Company has provided allowance for doubtful accounts to its trade receivables as at March 31, 2023 (see Note 5).

Impairment of property and equipment

In assessing impairment, management estimates the recoverable amount of its property and equipment based on expected future cash flows and uses an interest rate to calculate the present value of those cash flows. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate. Though management believes that the assumptions used in the estimation of fair values reflected in the financial statements are appropriate and reasonable, significant changes in those assumptions may materially affect the assessment of recoverable values and any resulting impairment loss could have a material adverse effect on the results of operations. The Company has provided impairment allowance to its property and equipment as at March 31, 2023 (see Note 7).

4 Summary of significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

a) Financial instruments

i) Financial assets

The Company initially recognizes financial assets on the date when they are originated. The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in such transferred financial asset that is created or retained by the Company is recognized as a separate asset or liability.

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

4 Summary of significant accounting policies ... continued

a) Financial instruments ... continued

i) Financial assets ... continued

The Company's financial assets comprise cash, trade and other receivables and investment. The classification depends on the purpose for which the financial asset was acquired. Management determines the classification of its financial assets at initial recognition.

Cash

Cash includes cash at bank and on hand.

Trade and other receivables

Trade and other receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transactions costs. Subsequent to initial recognition, trade and other receivables are measured at amortized cost using the effective interest method, less any impairment losses. They are included in current assets, except for maturities greater than 12 months after the reporting date. These are classified as non-current assets.

Investment

Investment includes shares owned at the Southern Golf and Country Club Ltd. which are initially recognized at fair value and subsequently carried at cost as these shares are not traded on recognized stock market.

ii) Financial liabilities

Financial liabilities are recognized on the date at which the Company becomes a party to the contractual provisions of the instrument.

The Company classifies financial liabilities into other financial liabilities category. Such financial liabilities are recognized initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method.

The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled or expired.

The Company's financial liabilities comprise of accounts payable and accrued liabilities, advances from shareholder and advances from joint venture.

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

4 Summary of significant accounting policies ... continued

a) Financial instruments ... continued

iii) Impairment of financial assets

A provision for impairment of financial assets is established when there is objective evidence that the Company will not be able to collect or realize all amounts due according to the original terms of the financial asset. The impairment loss is recognised in the statement of comprehensive income within 'administration account under undistributed expenses'.

iv) Offsetting of financial assets and financial liabilities

Financial assets and liabilities are offset, and the net amount presented in the statement of financial position when, and only when the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

b) Property and equipment

Property and equipment are stated at cost less accumulated depreciation and impairment. Depreciation is provided on furniture, fittings and equipment on the straight-line basis at rates designed to expense the cost of the assets over the period of their estimated useful lives. Hotel buildings are depreciated to their salvage values, estimated at 40% of costs after 50 years. Land is not depreciated.

Computer equipment	33 1/3%
Motor vehicle	20%
Furniture, fittings and equipment	10%
Hotel buildings	2%

Operating equipment which includes linen, uniforms, cutlery, crockery and other utensils, is accounted for using the base-stock method. Under this method, a base level of operating equipment is carried at most recent cost. The cost of replacement of operating equipment is charged against income in the year in which it is incurred.

Depreciation methods, useful lives and residual values are reassessed at the reporting date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are included in the statement of comprehensive income.

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

4 Summary of significant accounting policies ... continued

c) Foreign currency translation

Foreign currency transactions completed during the year are recorded at actual rates of exchange prevailing at the date of such transactions. Monetary assets and monetary liabilities denominated in foreign currency at the reporting date are translated using the rates of exchange prevailing at that date. The resultant exchange differences are included in the statement of comprehensive income.

d) Taxation

Income tax expense recognized in the statement of comprehensive income comprises of the sum of deferred tax and current tax.

Current income tax liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting period. Current tax is payable on taxable profit, which differs from the statement of comprehensive income in the financial statements. Calculation of current tax is based on the tax rates and tax laws that have been enacted or substantively enacted in Barbados by the end of the reporting period.

Deferred income tax is calculated using the liability method on temporary differences arising between the tax bases of assets and liabilities and their tax bases. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the financial reporting date and are expected to apply when the related deferred income tax asset is realised, or the deferred income tax liability is settled.

Deferred tax assets are recognized to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilized against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Deferred tax liabilities are always provided for in full.

e) Revenue recognition

Revenue is recognized at the point of delivery of service to customers and is measured by reference to the fair value of consideration received or receivable by the Company for services rendered, net of value added tax, room rate levy, service charge and discounts.

Other revenues earned by the Company is recognised on the accrual basis.

f) Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets are reviewed at each statement of financial position date to determine whether there is an indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognized in the statement of comprehensive income.

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

4 Summary of significant accounting policies ... continued

g) Investment in a joint venture

The investment in a joint venture is accounted for using the equity method. The financial statements at each reporting period include the Company's share of the total recognized gains and losses of the joint venture.

h) Equity

i) Share capital

Share capital represents the nominal values of the shares that have been issued. Incremental costs directly attributable to the issuance of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

ii) Contributed surplus

Contributed surplus includes capital contribution received or repaid to the Company's principal shareholder.

iii) Accumulated deficit

Accumulated deficit includes all current and prior period retained losses or profits reported in the statement of comprehensive income.

i) Leases - Company as a lessor

Leases, which do not transfer to the lessee substantially all the risks and benefits of ownership of the asset are classified as operating leases. Lease income from operating leases is recognised in the statement of comprehensive income on a straight-line basis over the lease term.

j) Employee benefits

The cost of short-term employee benefits, including holiday entitlement, pension and health insurance, are recognised in the period in which employee services are rendered within the statement of comprehensive income as staff costs. Any unpaid amounts are included in the statement of financial position as liabilities, measured at the undiscounted amount that the Company expects to pay as a result of the unused entitlement.

k) Provisions

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events; it is more likely that an outflow or resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognized for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

4 Summary of significant accounting policies ... continued

k) Provisions ... continued

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

l) Expenses

Expenses are recognized in the statement of comprehensive income upon utilisation of services or as incurred.

m) Events after the reporting date

Post year-end events that provide additional information about the Company's financial position at reporting date (adjusting events) are reflected in the financial statements. Post year-end events that are not adjusting events are disclosed in the notes to the financial statements when material.

5 Trade and other receivables

The details of trade and other receivables are as follows:

	2023 \$	2022 \$
Trade receivables Allowance for doubtful accounts	1,015,228 (355,316)	1,756,255 (355,316)
Other receivables	659,912 362,548	1,400,939 353,339
	1,022,460	1,754,278_

Other receivables mainly relate to deposit to the Barbados Light and Power Company. These are deemed to be fully collectible as at March 31, 2023.

In 2023, the Company wrote-off certain trade receivables that were assessed to be uncollectible amounting to \$5,968 (2022: \$3,579) and is presented as part of administration expenses (see Note 15).

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

5 Trade and other receivables ...continued

Movement in allowance for doubtful accounts is presented below.

	2023 \$	2022 \$
Balance at beginning of year Write-off during the year	355,316	385,641 (30,325)
Balance at end of year	355,316	355,316

6 Prepaid expenses

Prepaid expenses are shown below.

	2023 \$	2022 \$
Prepaid insurance Others	207,427 54,472	198,791
	261,899	198,791

Others relate to the down-payment made by the Company to purchase a generator during the year.

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

7 Property and equipment

	Hotel buildings \$	Land \$	Furniture, fittings & equipment	Operating equipment	Total \$
Cost At April 1, 2021 Additions Write-off	69,296,554	5,399,755	14,119,643 94,325 (4,852,741)	868,658	89,684,610 94,325 (4,852,741)
Transfers Disposals	28,236	18,260	(2,042,770) (17,470)	1,996,274 	(17,470)
At March 31, 2022	69,324,790	5,418,015	7,300,987	2,864,932	84,908,724
At April 1, 2022 Additions Disposals	69,324,790 _ _	5,418,015	7,300,987 130,905 (630,264)	2,864,932	84,908,724 130,905 (630,264)
At March 31, 2023	69,324,790	5,418,015	6,801,628	2,864,932	84,409,365
Depreciation and impairment At April 1, 2021 Depreciation for the year Write-off Transfers Disposals	50,860,600 831,152 - (230,935)	======================================	13,085,903 98,789 (4,801,254) (1,369,065) (12,028)	1,600,000	63,946,503 929,941 (4,801,254) (12,028)
At March 31, 2022	51,460,817		7,002,345	1,600,000	60,063,162
At April 1, 2022 Depreciation for the year Disposals	51,460,817 831,151		7,002,345 96,171 (628,443)	1,600,000	60,063,162 927,322 (628,443)
At March 31, 2023	52,291,968		6,470,073	1,600,000	60,362,041
Net book value At March 31, 2022	17,863,973	5,418,015	298,642	1,264,932	24,845,562
At March 31, 2023	17,032,822	5,418,015	331,555	1,264,932	24,047,324

As a result of the continued depressed local economy, the real estate market and the shareholder's desire to divest of the hotels, the Company obtained valuations for The Savannah and Blue Horizon hotels in the previous years. As at March 31, 2023, the accumulated impairment for The Savannah and Blue Horizon amounts to \$26,474,823 and \$8,453,203, respectively (2022: \$26,474,823 and \$8,453,203, respectively). The accumulated impairment is presented as part of depreciation and impairment in the table above.

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

7 Property and equipment ... continued

In 2022, the Company wrote-off certain property and equipment amounting to \$51,487 to match out with the Company's fixed asset register. The amount is presented as write-off of property and equipment in the statement of comprehensive income. No similar transaction in 2023.

8 Investment

	2023 \$	2022 \$
Southern Golf & Country Club Ltd. 156,000 Class B shares @ \$1.00 each	156,000	156,000

These shares are carried at cost, as they are not traded on a recognized stock market, and it was not considered practicable to otherwise reliably determine their market value. As at March 31, 2023, management has assessed that the investment is not impaired.

9 Investment in a joint venture

	2023 \$	2022 \$
Balance at beginning of year Share of net loss	1,692,678 (93)	1,692,943 (265)
Balance at end of year	1,692,585	1,692,678

On July 30, 2004, Hotels & Resorts Limited and Growth Development Inc. formed a company Sapphire Inc. for the purpose of owning, developing and selling the property known as the Dover Convention Centre as condominiums. Hotels & Resorts Limited has 49% interest in the Company and Growth Development Inc. has 51%.

The investment in a joint venture is accounted for using the equity method. At March 31, 2023, the Company's share in the joint venture's net assets of \$1,692,585 is reflected in the financial statements (2022: \$1,692,678). There were no operational activities in the joint venture during in financial year 2023.

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

9 Investment in a joint venture ... continued

The summarized financial information of Sapphire Inc. – 100 per cent is as follows:

	2023 \$	2022 \$
Assets Liabilities	3,458,651 4,396	3,458,841 4,396
Net assets	3,454,255	3,454,445
Company's share of a joint venture's net assets	1,692,585	1,692,678
Revenue		-
Net loss	190	541
Share in net loss of a joint venture	93	265

10 Related party transaction and balances

Related party transactions comprise of the following:

	2023 \$	2022 (As restated) \$
Revenue from government agencies	111,428	670,020
Advances from joint venture	1,667,470	1,667,470
Advances from shareholder	325,782	325,782
Remuneration of key management personnel Executive management salaries Director's fee and expenses	187,176 59,641	187,176 57,172
	246,817	244,348

Advance from joint venture represents advances received from the joint venture. The amount is unsecured and interest-free with no fixed date for repayment.

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

10 Related party transaction and balances ... continued

Advance from shareholder relates to the amounts received by the Company under the Barbados Employment and Sustainable Transformation (BEST) Programme conceptualized by the Government of Barbados to address the social and economic consequences caused by the COVID-19 pandemic and provides funding for companies in the tourism industry. The Company's Board of Directors has approved to refund the amounts received subsequent to the current reporting period. Accordingly, the outstanding balance was classified as part of current liabilities in the 2023 statement of financial position.

11 Accounts payable and accrued liabilities

Accounts payable and accrued liabilities are shown below.

	2023 \$	2022 \$
Accrued provision (Note 14) Accrued expenses Others Accounts payable Advance deposits	2,182,900 352,558 354,008 149,936 91,220	2,182,900 391,383 355,800 166,621
	3,130,622	3,096,704

Others pertains to the security deposit received by the Company for the lease of the Savannah hotel.

12 Share capital

Authorized

The Company is authorized to issue an unlimited number of common shares of no-par value.

Issued

	2023 \$	2022 \$
Number of common shares	27,291,154	27,291,154
Stated value	27,291,154	27,291,154

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

13 Contributed surplus

	2023 \$	2022 \$
Balance at April 1 Prior period adjustment (Note 19) Capital contribution received	250,429,844 	250,668,772 (325,782) 86,854
Balance at March 31	250,429,844	250,429,844

14 Contingencies

The Company's former hotel manager, Commonwealth Hospitality Ltd. (CHL) has made a claim for an aggregate sum of US\$13,583,521 which is the subject of arbitration proceedings. The sum claimed includes US\$11,415,104 for liquidated damages for wrongful termination of the Management Agreement between the Company and CHL. The Company is contending that it was entitled to terminate the Management Agreement and is therefore not liable to pay CHL the amount claimed or any other amount by way of liquidated damages. The sum claimed also includes US\$595,377 as Management Incentive Fees and US\$171,920 as Termination Fee. The Company is contending it is not liable to pay CHL any amount in respect of either Management Incentive Fees or Termination Fee. It is not possible to predict the outcome of these proceedings. An accrual equivalent to US\$1,091,450 has been made against the remainder of the CHL claim as was determined at December 31, 2001. The accrued amount is included as part of accounts payable and accrued liabilities (see Note 12).

Various other claims have been made against the Company. Provisions have been made only against those claims which have been quantified and for which the outcome could be reasonably determined.

15 Administration expenses

Administration expenses are shown below.

	2023 \$	2022 \$
Staff costs (Note 16) Professional fees Outsourced services Others Credit card commissions Bank charges Human resources Write-off of trade receivables (Note 5) Equipment rental	543,769 225,562 85,892 56,408 52,156 32,483 22,620 5,968 2,459	571,264 295,405 92,282 56,917 3,601 11,066 44,943 3,579 1,400
	1,027,317	1,080,457

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

16 Staff costs

Staff costs included within expenditure classified by function are as follows:

	2023 \$	2022 \$
Direct costs Room	568,770	539,322
Undistributed expenses Administration (Note 15) Operations and maintenance	543,769 48,423	571,264 46,942
	1,160,962	1,157,528

17 Operating leases

The Company leases out the Savannah hotel property held under operating leases. The future minimum lease payments under terms of the leases in 2023 is for twelve months amounting to \$420,000 (2022: \$420,000).

During the year ended March 31, 2023, \$527,585 (2022: \$504,329) was recognized as rental income as part of other revenues in the statement of comprehensive income.

18 Taxation

The tax on the Company's loss before taxation differs from the theoretical amount that would arise using the statutory tax rate as follows:

	2023 \$	2022 \$
Loss before taxation	(1,031,543)	(1,036,327)
Tax credit calculated at the statutory rate of 5.5% Tax effect of unrecognized deferred tax on tax losses Tax effect of unrecognised deferred tax on depreciation	(56,735) 40,291 16,444	(56,998) 142,813 (85,815)
		7 <u>2.0</u>

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

18 Taxation ... continued

Tax losses

Tax losses of the Company which are available for set off against future taxable income for corporation tax purposes are as follows:

Year of loss	Brought forward \$	Incurred/ (utilised) \$	Expired \$	Carried forward	Expiry date
2020 2021 2022 2023	12,558,737 13,741,144 3,790,363 5,399,929	1,182,407 1,620,915 2,596,607 732,568	(11,571,696) (987,041)	13,741,144 3,790,363 5,399,929 6,132,497	2027 2028 2029 2030

These losses are as computed by the Company in its corporation tax returns and as yet have neither been confirmed nor disputed by the Barbados Revenue Authority.

19 Prior period adjustment

Correction of advances from shareholder and contributed surplus

Previously disclosed were amounts received from the BEST programme amounting to \$325,782, which were classified as contributed surplus under the equity section of the statement of financial position. Under section 22 of IFRS for SMEs, *Liabilities and Equity*, the amounts received should be classified as liabilities instead of equity.

There is no effect on the Company's opening accumulated deficit based on the restatement made. The effects on the statement of financial position and statement of cash flows are presented below as restatement of the comparative balances as at March 31, 2022.

Effect on statement of financial position

	Advances from shareholder \$
Balance as previously reported as at March 31, 2022 Prior period adjustment	325,782
Balance as restated as at March 31, 2022	325,782

Notes to the Financial Statements March 31, 2023

(expressed in Barbados dollars)

19 Prior period adjustment ... continued

Effect on statement of financial position ...continued

	Contributed surplus \$
Balance as previously reported as at March 31, 2022 Prior period adjustment	250,755,626 (325,782)
Balance as restated as at March 31, 2022	250,429,844
Effect on statement of cash flows	
	Cash flows used in operating activities \$
Balance as previously reported as at March 31, 2022 Prior period adjustment	1,269,045 (86,854)
Balance as restated as at March 31, 2022	1,182,191
	Cash flows from financing activities \$
Balance as previously reported as at March 31, 2022 Prior period adjustment	86,854 (86,854)
Balance as restated as at March 31, 2022	

20 Subsequent events

On May 26, 2023, the Company's board of directors approved the repayment of the total advances from shareholder amounting to \$325,782.