Independent Auditor's Report

To The Members of SEMAC CONSULTANTS PRIVATE LIMITED

Report on the Audit of Standalone (Separate) Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **SEMAC CONSULTANTS PRIVATE LIMITED** ('the Company'), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the standalone (separate) financial statements, including a summary of the significant accounting policies and other explanatory information (herein after referred to as "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the company as at March 31, 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). 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 (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made 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 opinion.

Emphasis of Matter

We draw attention to the note 45 to the accompanying standalone financial statements which describes the impact of Coronavirus (COVID-19) on the business operations of the Company.
Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

Information Other than the Standalone Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report including annexures to Director's Report but does not include the standalone financial statements and our auditor's report thereon. The Director's Report including its annexures is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether such other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. When we read the Director's Report including its annexures, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's Responsibility for the Standalone Financial Statements

The Company's 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 Ind AS and accounting principles generally accepted in India.

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 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 misstatements, 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 Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility 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

S.S. KOTHARI MEHTA & COMPANY
NEW DELHI
CHARTERED ACCOUNTANTS

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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system 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 standalone 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.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonable knowledgeable user of the standalone financial statements may be influenced. We consider quantitative and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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.

S.S. KOTHARI MEHTA & COMPANY
NEW DELHI
CHARTERED ACCOUNTANTS

Other Matter

We did not audit the financial statements and other financial information, in respect of one branch (incorporated outside India) of the Company whose financial statements reflect total assets of Rs. 7886 thousands as at March 31, 2020, total revenue of Rs. 28259 thousands, and net cash outflows of Rs. 708 thousands for the year ended on that date. These financial statement and other information have been audited by the other auditor duly qualified to act as auditor in the country of incorporation of said branch, whose audit report have been furnished to us by the management and our opinion in so far as it relates to that branch is based solely on the report of the branch auditor.
Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in "Annexure – A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by section 143(3)of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

   b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   c. The report on the accounts of the branch office of the Company audited under section 143(8) of the Act by branch auditor has been sent to the management and has been properly dealt with us in preparing this report – Refer "Other Matter" paragraph of our report.

   d. The Balance Sheet, Statement of Profit and Loss, Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   e. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act read with relevant rules issued thereunder;

   f. On the basis of written representations received from the directors as on March 31, 2020, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020, from being appointed as a director in terms of Section 164(2) of the Act;

   g. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure – B";

   h. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

S.S. KOTHARI MEHTA & COMPANY
NEW DELHI
CHARTERED ACCOUNTANTS

As per the information and explanation given to us and on the basis of our examination of the records, no managerial remuneration has been paid or provided as specified by the provisions of section 197 read with Schedule V to the Act.

i. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

   i) the Company has disclosed the pending litigation which would impact its financial position. Refer Note 30 to the standalone financial statements;

   ii) there has been no material foreseeable losses on long term contracts including derivative contracts, therefore the Company has not made any provision as required under the applicable law or Indian Accounting Standards;

   iii) there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

For **S. S. KOTHARI MEHTA & CO.**
Chartered Accountants
Firm Registration No. 000756N

S.S. KOTHARI MEHTA & COMPANY * CHARTERED ACCOUNTANTS * NEW DELHI

Neeraj Bansal
Partner
Membership No. 095960

Place: Delhi
Date: 15.06.2020
UDIN: 0095960AAAAEK5361

"ANNEXURE – A" TO THE INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SEMAC CONSULTANTS PRIVATE LIMITED

Referred to in paragraph 1 of report on other legal and regulatory requirement's paragraph of our report on the financial statement of even date,

(i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) The fixed assets are physically verified by the management according to a regular phased program designed to cover all items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the title deeds of immovable properties are held in the name of the Company and pledged with the bank.

(ii) According to the information and explanations given to us, the Company does not hold any inventory. Accordingly, provisions of clause 3 (ii) of the Order are not applicable to the Company.

(iii) As per the information and explanation given to us and on the basis of our examination of the records, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.

(iv) In our opinion and according to the information and explanation given to us, provisions of sections 185 and 186 of the Act, as applicable, in respect loans to Directors, including entities in which they are interested and in respect of loans and advances given, investments made and guarantees given, have been complied with by the company.

(v) In our opinion and according to the information and explanation given to us, the Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.

(vi) As per the requirement under section 148(1) of Companies Act, 2013 the Central government has not prescribed for maintenance of cost records for the company.

(vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of provident fund, investor education and protection fund, employees' state insurance, income tax, customs duty, Goods and Services Tax, Cess and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at year end for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income tax, custom duty, Goods and Service Tax, Cess and other material statutory dues which have not been deposited on account of any dispute *except for the following:*

S.S. KOTHARI MEHTA & COMPANY * NEW DELHI * CHARTERED ACCOUNTANTS

Name of the Statute	Nature of the Dues	Amount (Rs. in '000)	Period to which the amount relates	Forum where dispute is pending
The Finance Act, 1994*	Demand of service tax	5899.42	F.Y. 2005-2009	Customs, Excise and Service Tax Appellate Tribunal (CESTAT), Karnataka

* Service tax

(viii) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted on repayment of loans to bank and financial institutions. The Company has neither taken loan from the government nor has it issued any debentures.

(ix) As per the information and explanation given to us and on the basis of our examination of the records, the company has not raised any money by way of initial public offer or further public offer or term loan during the financial year.

(x) In our opinion and according to the information and explanations given to us, no cases of fraud by the Company or fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanation given to us, no managerial remuneration has been paid or provided as specified by the provisions of Section 197 of the Act read with Schedule V to the Act.

(xii) In our opinion and according to the information and explanation given to us, the company is not a Nidhi Company, therefore provision clause (xii) is not applicable.

(xiii) As per the information and explanation given to us and on the basis of our examination of the records, the company has transacted with the related parties which are in compliance with section 177 and section 188 of Companies Act, 2013 and the details have been disclosed in the standalone financial statements as required by the Indian Accounting Standard -24 Related Party Disclosures - Refer note no. 38 to the standalone financial statements.

(xiv) According to the information and explanations given to us and overall examination of the books of account, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence not commented upon.

(xv) In our opinion and on the basis of information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of the Act.

S.S. KOTHARI MEHTA & COMPANY * NEW DELHI * CHARTERED ACCOUNTANTS

(xvi) In our opinion and on the basis of information and explanations given to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **S. S. KOTHARI MEHTA & CO.**
Chartered Accountants
Firm Registration No. 000756N

S.S. KOTHARI MEHTA & COMPANY * NEW DELHI * CHARTERED ACCOUNTANTS

Neeraj Bansal
Partner
Membership No. 095960

Place: Delhi
Date: 15.06.2020
UDIN: 0095960AAAAEK5361

"ANNEXURE – B" TO THE INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SEMAC CONSULTANTS PRIVATE LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act").

We have audited the internal financial controls over financial reporting of **Semac Consultants Private Limited** ("the Company") as at March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

S.S. KOTHARI MEHTA & COMPANY * CHARTERED ACCOUNTANTS * NEW DELHI

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
c) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, based on records the Company has, in all material respects, an adequate internal financial controls over financial reporting and the internal controls over financial reporting are generally operating effectively as at March 31, 2020 based on the "internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India".

Other Matter

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to a branch of the company, which is a situated outside India is based solely on the representation made by the management.

Our opinion is not modified in respect of this matter.

For **S. S. KOTHARI MEHTA & Co.**
Chartered Accountants
Firm Registration No. 000756N

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Neeraj Bansal
Partner
Membership No. 095960

Place: Delhi
Date: 15.06.2020
UDIN: 0095960AAAAEK5361

SEMAC CONSULTANTS PRIVATE LIMITED
Standalone (Separate) Balance Sheet As At March 31, 2020

₹ in '000

	Note No.	As at March 31, 2020	As at March 31, 2019
ASSETS			
(1) **Non - current assets**			
Property, plant and equipment	3	12,355	13,427
Other intangible assets	3	2,319	2,141
Right of use assets	3.1	17,899	-
Financial assets	4		
(i) Investments	4.1	663	1,368
(ii) Loans	4.2	6,262	5,045
Non current tax assets (net)	5	46,045	-
Deffered tax asset	6	58,247	47,915
Other non current assets	7	-	1,623
		143,790	71,519
(2) **Current assets**			
Financial assets	8		
(i) Investments	8.1	30,532	-
(ii) Trade receivables	8.2	244,157	-
(iii) Cash and cash equivalents	8.3	43,921	129,880
(iv) Bank balances	8.4	85,790	77,131
(v) Loans	8.5	74,419	4,441
(vi) Other financial assets	8.6	27,180	28,992
Current tax assets (net)	9	34,301	131,951
Contract assets	10	-	341,823
Other current assets	11	25,729	54,627
		566,029	768,845
Total assets		709,819	840,364
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	12	18,209	18,209
Other equity	13	456,512	426,353
		474,721	444,562
LIABILITIES			
(1) **Non - current liabilities**			
Financial liabilities	14		
(i) Borrowings	14.1	-	38
(ii) Other financial liability	14.2	48,633	60,395
(iii) Lease liabilities	3.1	17,373	-
Provisions	15	21,090	29,827
		87,096	90,260
(2) **Current liabilities**			
Financial liabilities	16		
(i) Borrowings	16.1	38,655	32,311
(ii) Trade payables	16.2		
- Due to Micro, Small and Medium Enterprises		7,465	-
- Due to other than Micro, Small and Medium Enterprises		41,890	111,512
(iii) Other financial liabilities	16.3	23,644	19,236
Contract Liability	17	-	92,469
Provisions	18	14,963	18,310
Other current liabilities	19	21,385	31,704
		148,002	305,542
Total Equity & Liabilities		709,819	840,364
Significant Accounting Policies	1 & 2		

The accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Neeraj Bansal
Partner
Membership No: 095960

Place : New Delhi
Date: June 15, 2020

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Place : New Delhi
Date: June 15, 2020

SEMAC CONSULTANTS PRIVATE LIMITED

Standalone (Separate) Statement of Profit and Loss For The Year Ended March 31, 2020

₹ in '000

		Note No.	For the year ended March 31, 2020	For the year ended March 31, 2019
I	Revenue from operations	20	598,183	1,076,806
II	Other income	21	28,754	19,989
III	Total income (I + II)		626,937	1,096,795
IV	Expenses			
	Cost of services	22	236,683	651,944
	Employee benefits expenses	23	195,904	236,978
	Finance costs	24	5,133	3,003
	Depreciation and amortization expenses	25	12,950	6,079
	Other expenses	26	149,643	179,617
	Total expenses		600,313	1,077,621
V	Profit / (loss) before exceptional items and tax (I - III)		26,624	19,174
VI	Exceptional items		-	-
VII	**Profit / (loss) before tax (V + VI)**		26,624	19,174
VIII	**Tax expense**			
	(1) Current tax	27	5,708	3,947
	(2) MAT Credit entitlement		(5,708)	(3,947)
	(3) Deferred tax	27	(1,836)	903
	(4) Tax related to earlier year		-	7,259
	Total Tax Expense		(1,836)	8,162
IX	Profit / (loss) from continuing operations (VII - VIII)		28,460	11,012
X	Profit / (loss) from discontinued operations (VII - VIII)		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit / (loss) from discontinued operations (after tax) (X - XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		28,460	11,012
XIV	Other comprehensive income	28		
A	(i) Items that will be reclassified to profit or loss		(3,185)	(3,442)
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
B	(i) Items that will not be reclassified to profit or loss		6,044	2,002
	(ii) Income tax relating to items that will not be reclassified to profit or loss		(1,161)	409
	Total		1,698	(1,031)
XV	**Total comprehensive income for the period (XIII + XIV)**		30,158	9,981
XVI	Earnings per equity share (basic& diluted) (in ₹)	29		
	For continuing operations			
	(Face value of ₹ 10 each)		15.63	6.05
	For discontinued operations			
	(Face value of ₹ 10 each)		-	-
	For continued & discontinued operations			
	(Face value of ₹ 10 each)		15.63	6.05
	Significant accounting policies	1 & 2		

The accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Neeraj Bansal
Partner
Membership No: 095960

S.S. KOTHARI MEHTA & COMPANY * CHARTERED ACCOUNTANTS * NEW DELHI

Place : New Delhi
Date: June 15, 2020

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Deepali Dalmia

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

SEMAC CONSULTANTS PVT. LTD. GURGAON

Place: New Delhi
Date: June 15, 2020

SEMAC CONSULTANTS PRIVATE LIMITED

Standalone (Separate) Statement Of Changes In Equity For The Year Ended March 31, 2020

A. Equity Share Capital

₹ in '000

Particulars	As at March 31, 2018	Changes during the year	As at March 31, 2019	Changes during the year	As at March 31, 2020
18,20,892 (previous year 18,20,892) equity shares of ₹10/- each	18,209	-	18,209	-	18,209

Also refer Note No. 12

B. Other Equity

₹ in '000

Particulars	Reserves and Surplus		Items of Other Comprehensive Income		Total
	General Reserve	Retained earnings	Foreign Curreny Translation	Remeasurement of defined benefit plan	
As at March 31, 2018	**164,127**	**246,727**	**1,004**	**4,514**	**416,372**
Additions during the year	-	11,012	(3,442)	2,411	9,981
As at March 31, 2019	**164,127**	**257,739**	**(2,438)**	**6,925**	**426,353**
Additions during the year	-	28,460	(3,185)	4,883	30,158
As at March 31, 2020	**164,127**	**286,200**	**(5,623)**	**11,808**	**456,512**

Also refer Note No. 13

Nature & purpose of reserves

i) General reserves :

General reserve represents the statutory reserve, this is in accordance with Indian Corporate Law wherein a portion of profit is apportioned to general reserve. Under Companies Act, 1956 it was mandatory to transfer the amount before a company can declare dividend. However under Companies Act 2013 ("the Act"), transfer of any amount to general reserve is at the discretion of the Company.

ii) Retained earnings :

Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Act.

iii) Other comprehensive income (OCI) reserves :

Other comprehensive income (OCI) reserve represent the balance in equity for items to be accounted in OCI. OCI is classified into (i) items that will not be reclassified to profit and loss, and (ii) items that will be reclassified to statement of profit and loss.

iv) Foreign curreny transaltion reserve :

Exchange differences relating to the translation of results and net assets of the Company's foreign operations from their functional currencies to the Company's presentation currency (i.e. Rupees) are recognised directly in the other comprehensive income and accumulated in foreign translation reserve. Exchange difference previously accumulated in the foreign currency trnslation reserve are reclassified to profit or loss on the disposal of the foreign operation.

The accompanying notes form an integral part of these financial statements

As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Neeraj Bansal
Partner
Membership No: 095960
Place: New Delhi
Date: June 15, 2020

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Deepali Dalmia

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Place: New Delhi
Date: June 15, 2020

SEMAC CONSULTANTS PVT. LTD. GURGAON

SEMAC CONSULTANTS PRIVATE LIMITED

Standalone (Separate) Statement f Cash Flows For The Year Ended March 31, 2020

₹ in '000

		2019-20	2018-19
A.	**Cash Flow from Operating Activities**		
	Net Profit before tax	**26,624**	**19,174**
	Adjustments:		
	Depreciation and amortization	12,950	6,079
	Sundry balances written off	24,711	839
	Provision for ECL	2,220	-
	Bad debts/ advances written off	1,171	22,309
	Finance cost	5,133	3,003
	Interest income	(13,499)	(8,543)
	Sundry balances/provision no longer required written back	(589)	(2,686)
	Foreign currency translation	(3,185)	-
	Profit on sale of investment	(75)	-
	Loss on sale of investment	706	-
	(Profit)/loss on sale of fixed assets	189	966
	Operating profit before working capital changes	**56,355**	**41,141**
	Adjustments for working capital changes :		
	Increase/ (decrease) in trade payables	(56,166)	12,212
	(Increase)/ decrease in trade receivables	67,384	(175,806)
	(Increase)/ decrease in other financial assets	1,812	16,638
	(Increase)/ decrease in loans and other current assets	(41,380)	54,363
	Increase/ (decrease) in provisions	(11,174)	1,247
	Increase/ (decrease) in other current liabilities	(121,626)	101,112
	Cash Generated from Operations	**(104,795)**	**50,907**
	Direct taxes paid net of refund	57,314	(61,537)
	Net Cash from Operating activities	**(47,481)**	**(10,630)**
B	**Cash Flow from Investing Activities**		
	Purchase of fixed assets	(5,720)	(9,937)
	Proceeds from sale of fixed assets	62	2,122
	Fixed deposits made	(8,659)	(29,900)
	Dividend received	-	43,912
	Purchase of investments	(37,000)	-
	Proceeds from sale of investments	7,000	-
	Profit on sale of investment	75	-
	Interest Received	12,662	7,472
	Net Cash (used in)/generated from Investing Activities	**(31,580)**	**13,669**
C	**Cash Flow from Financing Activities**		
	Proceeds from Short term Borrowings	6,344	5,156
	Repayment of principal on lease liability	(5,444)	-
	Repayment of Interest on lease libilities	(2,336)	-
	Repayment of Long term Borrowings	(329)	(288)
	Finance Cost	(5,133)	(3,003)
	Net cash from / (used in) financing activities	**(6,898)**	**1,865**
	Net increase in cash and cash equivalents (A+B+C)	**(85,959)**	**4,904**
	Cash and cash equivalents (Opening Balance)	**129,880**	**124,976**
	Cash and cash equivalents (Closing Balance)*	**43,921**	**129,880**

S.S. KOTHARI MEHTA & COMPANY ★ NEW DELHI ★ CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. GURGAON ★

SEMAC CONSULTANTS PRIVATE LIMITED

Standalone (Separate) Statement f Cash Flows For The Year Ended March 31, 2020

₹ in '000

Components of Cash & Cash Equivalents	**2019-20**	**2018-19**
Balances with banks		
- in Current Accounts	43,780	99,710
- On cash credit accounts		
- Deposits with original maturity of less than 3 months	-	30,000
Cash on hand	141	170
Cheques in hand		
Net Cash & Cash Equivalents	**43,921**	**129,880**

Note:

1) Cash & cash equivalents components are as per note 8.3

2) Change in the liability arising from financing activities during the year are on account of cash movement only.

3) The statement of cash flows has been prepared under the indirect method as set out in the Indian Accounting Standards (Ind AS) - 7 "Statemetn of Cash Flows".

As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Neeraj Bansal
Partner
Membership No: 095960

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Place : New Delhi
Date: June 15, 2020

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Deepali Dalmia

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

SEMAC CONSULTANTS PVT. LTD. GURGAON

Place : New Delhi
Date: June 15, 2020

1.6 Use of judgement, estimates and assumptions

The preparation of financial statements in conformity with Ind AS requires the Management to make judgement, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities and contingent assets at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon the Management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

a.Property, plant and equipment and intangible assets

The useful life and residual value of plant, property equipment and intangible assets are determined based on technical evaluation made by the management of the expected usage of the asset, the physical wear and tear and technical or commercial obsolescence of the asset. Due to the judgements involved in such estimations, the useful life and residual value are sensitive to the actual usage in future period.

b.Recognition and measurement of defined benefit obligations

The cost of the leave encashment, defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are periodically reviewed at each reporting date.

c.Fair value measurement of financial instruments

When the fair value of the financial assets and liabilities recorded in the balance sheet cannot be measured based on the quoted market price in activate markets, their fair value is measured using valuation technique. The input to these models is taken from the observable market where possible, but this is not feasible, a review of judgment is required in establishing fair values. Changes in assumption relating to these assumptions could affect the fair value of financial instrument.

d. Provision for litigations and contingencies

The provision for litigations and contingencies are determined based on evaluation made by the management of the present obligation arising from past events the settlement of which is expected to result in outflow of resources embodying economic benefits, which involves judgements around estimating the ultimate outcome of such past events and measurement of the obligation amount.

e. Impairment of Financial and Non-Financial Assets

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

The impairment provision for financial assets are based on assumptions about risk of default and expected losses. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

The Company assesses at each reporting date whether there is an indication that a Non-financial asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount which is higher of an asset's or CGU's fair value less costs of disposal and its value in use. 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.

1.7Fair value measurement

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 the most advantageous market for the asset orliability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis as explained above, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 16, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

Significant Accounting Policies

2.1 Property, plant and equipment.

"Property, plant and equipment are stated at original cost net of tax/ duty credit availed, less accumulated depreciation and accumulated impairment losses. The cost of an asset includes the purchase cost of materials including import duties and non-refundable taxes, and any directly attributable costs of bringing an asset to the location and condition of its intended use. Interest on borrowings used to finance the construction of qualifying assets are capitalized as part of cost of the asset until such time that the asset is ready for its intended use. The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

When significant part of the property, plant and equipment are required to replace at intervals, the company derecognized the replaced part and recognized the new parts with its own associated useful life and it depreciated accordingly. When a major inspection isperformed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance cost are recognized in the statement of the profit and loss as incurred.

Internally manufactured property, plant and equipment are capitalised at factory cost including excise duty and or GST whatever is applicable.

Capital work-in-progress/intangible assets under installation/development as at the balance sheet date are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost and are transferred to respective capital asset when they are available for use.

Property, plant and equipment are derecognised from the financial statement, either on disposal or when no economic benefits are expected from its use or disposal. Gains or losses arising from disposal of property, plant and equipment are a recognized in the statement of profit and loss in the year of occurrence."

Investment Property

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Investment properties are properties, either land or building or both, held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost including transactions costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirement for cost model.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is de-recognised.

2.2 Intangible assets

Capital expenditure on purchase and development of identifiable assets without physical substance is recognized as intangible assets in accordance with principles given under Ind AS-38 – Intangible Assets.

The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. Expenses incurred during construction period, preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction / implementation, interest on borrowings to finance fixed assets and expenditure on start-up / commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets.

2.3Depreciation and amortization

Depreciation on property plant and equipment is provided on straight line method on the basis of useful life of assets. The useful life of property, plant and equipment is consistent with the useful life of assets specified in Schedule II to The Companies Act, 2013 (as amended). Property, Plant and Equipment which are added / disposed off during the year, depreciation is provided pro-rata basis with reference to the month of addition / deletion.

The useful lives of intangible asset are assessed as either finite or indefinite. Intangible asset with a finite useful life are amortized over a period of 3 to 5 years on a straight-line basis & technicalknowhow are amortised over the period of three years on straight-line basis and are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible asset with indefinite useful lives, if they are not amortised, but are tested for impairment either individually or at the cash generating unit level. The assessment of indefinite useful life is reviewed annually to determine whether the indefinite life continues to be supportable. Currently there are no intangible assets with indefinite useful life.

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

2.4 Impairment of Non-financial assets

Property, plant and equipment, and intangible assets are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit or loss.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

Impairment losses on continuing operations, including impairment on inventories are recognized in the statement of profit and loss, except for properties previously revalued with the revaluation taken to other comprehensive income. For such properties, the impairment is recognized in OCI up to the amount of any previous revaluation surplus.

2.5 Leases

As a lessee

The Company's lease asset classes primarily consist of leases for land. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset are separately presented in the Balance Sheet and lease payments are classified as financing cash flows.

2.6Borrowing cost

"Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of such asset till such time that is required to complete and prepare the asset to get ready for its intended use. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Borrowing costs also include exchange differences to the extent regarded as an adjustment to the borrowing costs."

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use.

2.7 Segment accounting and reporting

The chief operational decision maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss and is measured consistently with profit and loss in the financial statements.

The Operating Segments have been identified on the basis of the nature of products/ services.

i. Segment Revenue includes sales and other income directly identifiable with/ allocable to the segment including inter- segment revenue.

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

ii. Expenses that are directly identifiable with/ allocable to the segments are considered for determining the segment result. Expenses notallocable to segments are included under unallocable expenditure.

iii. Income not allocable to the segments is included in unallocable income

iv. Segment results includes margin on inter segment and sales which are reduced in arriving at the profit before tax of the company.

v.Segment assets and Liabilities include those directly identifiable with the respective segments. Assets and liabilities not allocable to any segment are classified under unallocable category.

2.8Employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (Ind AS)-19-Employee Benefits'.

a. Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered .

b. Defined contribution plan

Retirement benefits in the form of provident fund, pension scheme and superannuation scheme and ESI are a defined contribution plan and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund.

c. Defined benefit plan

The Company's liabilities on account of gratuity (partly funded) and earned leaves on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits'. Gratuity liability is funded on year-to-year basis by contribution to respective fund.The Company's Employee Gratuity Fund is managed by Life Insurance Corporation. The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Accumulated leaves, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

2.9Financial instruments

(a) Financial assets

Classification

The company classified financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and contractual cash flow characteristics of the financial asset.

Initial recognition and measurement

The company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets (except for certain trade receivables) are recognized initially at fair value plus, for financial asset not subsequently measured at FVTPL, transaction costs that are directly attributable to the acquisition of financial assets. Trade receivables that do not contain a significant financing component (determined in accordance with IND AS 115 – Revenue Recognition) are initially measured at their transaction price and not at fair value.

Subsequent measurement

For the purpose of subsequent measurement the financial assets are classified in three categories:

- At amortised cost - For debt instruments only.
- At fair value through profit & loss account
- At fair value through other comprehensive income

Debt instrument at amortised cost

A "debts instrument" is measured at the amortised cost if both the following condition are met.

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flow, and
- Contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principle and interest (SPPI) on the principle amount outstanding.

After initial measurement, such financial assets are subsequently measurement at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount and premium and fee or costs that are an integral part of an EIR. The EIR

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

Debt instrument at Fair value through Other Comprehensive Income

A financial asset should be measured at FVTOCI if both the following condition are met:

• The assets is held within a business model in which asset are managed both in order to collect contractual cash flows and for sale (business model test), and

• Contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principle and interest (SPPI) on the principle amount outstanding (contractual cash flow characteristics).

After initial measurement (at Fair value minus transaction cost), such financial assets are measured at Fair value with changes in fair value recognized in OCI except for:

(a) Interest calculated using EIR

(b) Foreign exchange gain and losses

(c) Impairment losses and gains

Debt instrument at fair value through profit or loss

Debt instruments included within the fair value through profit or loss (FVTPL) category are measured at fair value with all changes recognised in the statement of profit and loss.

Equity investments

All equity investments other than investment in subsidiaries, joint venture and associates are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the company decides to classify the same either as at fair value through other comprehensive income (FVTOCI) or FVTPL. The company makes such election on an instrument-by- instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then fair value changes on the instrument, excluding dividends, are recognised in other compressive income (OCI). There is no recycling of the amounts from OCI to statement of profit or loss, even on sale of such investments.

Equity instrument includes within the FVTPL category are measured at fair value with all changes recognised in the Statement of profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

when:

- The right to receive cash flows from the assets have expired or

- The company has transferred substantially all the risks and rewards of the assets, or

- The company has neither transferred nor retained substantially all the risks and rewards of the assets but has transferred control of the assets.

Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables and other contractual rights to receive cash or other financial asset.
Expected credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate. The Company estimates cash flows by considering all contractual terms of the financial instrument through the expected life of that financial instrument.
The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses.

(b) Financial liabilities &equity

Classification

Debt and equity instruments issued by the company are classified as either financial liabilities or as equity in accordance with thesubstanceof the contractual arrangements and the definitions of a financial liability and an equity instrument

Initial recognition and measurement

The company recognizes financial liability when it becomes a party to the contractual provisions of the instrument. All financial liability are recognized initially at fair value minus, for financial liability not subsequently measured at FVTPL, transaction costs that are directly attributable to the issue of financial liability

Subsequent measurement of financial liability

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL

Financial liability at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY CHARTERED ACCOUNTANTS NEW DELHI

amortised cost using the Effective Interest Rate (EIR) Method. Gain and losses are recognised in

statement of profit and loss when the liabilities are derecognised.

Amortised cost is calculated by taking into account any discount or premium on acquisition and transaction cost. The EIR amortization is included as finance cost in the statement of profit and loss.

This category generally applies to loans & borrowings.

Financial Liability at FVTPL

"Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability"

Equity instruments

"An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a company entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments."

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 amount are recognised in the Statement of Profit and loss.

Offsetting of financial instrument

Financial Assets and Financial Liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

2.10 Investments in Associate, Joint venture & Associate

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Investments in equity shares of Subsidiaries, Joint Ventures & Associates are recorded at cost and reviewed for impairment at each balance sheet date.

2.11 Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts and other incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes or other amounts collected from customers.

The specific recognition criteria described below must also be met before revenue is recognised.

Revenue from Services

(i) **Engineering consultancy and project management charges**
Revenue is recognised based on the performance of services as agreed in the contract with customers at a point in time.

(ii) **Works Contract Services**
The Company's contracts may include multiple goods or services that are accounted for as separate performance obligations if they are distinct - if a good or service is separately identifiable from other items in the contract and if a customer can benefit from it. Most of the Company's contracts include a single performance obligation because the promise to transfer the individual goods or services is not separately identifiable from other promises in the contract and therefore is not distinct.

The Company transfers control of the goods or services it provides to clients over time and therefore recognizes revenue progressively as the services are performed as per the terms mentioned under the contracts with customers. Revenue from fixed-fee contracts is recognized based on the percentage of completion method, where the stage of completion is measured using costs incurred to date as a percentage of total estimated costs for each contract, and the percentage of completion is applied to total estimated revenue. When the contract outcome cannot be measured reliably, revenue is recognized only to the extent that the expenses incurred are eligible to be recovered.

Revenue is adjusted for the effects of a significant financing component when the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. Advance payments and retention money typically do not result in a significant financing component because the intent is to provide protection against the failure of one party to adequately complete some or all of its obligations under the contract.

Contract assets
A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

the earned consideration that is conditional.

Contract assets represent unbilled amounts where the right to payment is subject to more than the passage of time. Contract assets are transferred to receivables when the right to consideration becomes unconditional.

Trade receivables
A receivable represents the Company's right to an amount of consideration that is unconditional i.e. only the passage of time is required before payment of consideration is due and the amount is billable.

Contract liabilities
A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration from the customer. Contract liabilities are recognised as revenue when the Company performs obligations under the contract.

Interest income
Interest income is recognized on time apportionment basis. Effective interest method is used to compute the interest income on long terms loans and advances.

Dividends
Dividend income is recognized when the right to receive is established, which is generally when shareholders approve the dividend.

2.12 Foreign currency transactions

Standalone financial statements have been presented in Indian Rupees (₹ '000'), which is the Company's functional and presentation currency.

- **Initial recognition**

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

- **Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

- **Exchange differences**

The gain or loss arising on translation of 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).

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

- **Foreign operations**

In respect of overseas branch operation, the financial of branch are converted in presenational currency using the following procedures.

a) Assets and liabilities for each balance sheet presented (i.e. including comparatives) shall be translated at the closing rate at the date of that balance sheet;

b) Income and expenses for each statement of profit and loss presented (i.e. including comparatives) shall be translated at exchange ratesat the dates of the transactions or a rate that approximates the exchange rates at the dates of the transactions; and

c) All resulting exchange differences shall be recognised in other comprehensive income

2.13 Taxes

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognized directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

rates on deferred income tax assets and liabilities is recognized as income or expense in the period thatincludes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available againstwhich the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

2.14Provisions, contingent liabilities and contingent assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that the outflow of resources embodying economicbenefits will be required to settled the obligation in respect of which reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the expense relating to provision presented in the statement of profit & loss is net of any reimbursement.

If the effect of the time value of money is material, provisions are disclosed using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as finance cost.

Contingent liability is disclosed in the notes in case of:

• There is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

• A present obligation arising from past event, when it is not probable that as outflow of resources will be required to settle the obligation

• A present obligation arises from the past event, when no reliable estimate is possible.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

2.15 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

2.16Cash and cash equivalents

Cash and cash equivalents includes cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consists of cash and short term deposits, as defined above, net of outstanding bank overdraft as they being considered as integral part of the Company's cash management.

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

Notes To Standalone (Separate) Financial Statements For The Year Ended March 31, 2020

NOTE - 3

Property, Plant & Equipment

(₹ in '000)

Particulars	Tangible Assets										Intangible Assets
	Lease hold Improvements	Buildings	Plant & Machinery	Electrical Installation	Computers (End-user Devices)	Computers (Servers & Networks)	General Furniture & Fittings	Office equipments	Motor Vehicle - Cars	Total Tangible Asset	Computer Software
GROSS BLOCK											
as at March 31, 2018	2,646	7,723	9,399	1,800	44,974	884	21,827	13,387	1,789	**104,429**	**48,239**
Addition	1,191	-	1,429	-	598	374	4,747	1,274	-	9,612	325
Disposals / Adjustments	-	-	(411)	-	-	-	(10,485)	(753)	-	(11,650)	-
as at March 31, 2019	**3,837**	**7,723**	**10,416**	**1,800**	**45,571**	**1,258**	**16,089**	**13,908**	**1,789**	**102,391**	**48,564**
Addition	746	-	-	-	561	-	2,782	558	-	4,646	1,074
Disposals / Adjustments	-	-	(3,794)	-	-	-	(18)	(18)	-	(3,831)	-
as at March 31, 2020	**4,583**	**7,723**	**6,622**	**1,800**	**46,132**	**1,258**	**18,853**	**14,448**	**1,789**	**103,206**	**49,638**
DEPRECIATION											
as at March 31, 2018	2,593	3,990	8,531	1,699	43,279	821	18,626	12,505	353	**92,398**	**45,471**
Charge for the year	411	214	376	22	1,282	84	1,981	444	313	5,128	952
Disposals	-	-	(403)	-	-	-	(7,425)	(734)	-	(8,562)	-
as at March 31, 2019	**3,004**	**4,204**	**8,504**	**1,722**	**44,562**	**905**	**13,182**	**12,215**	**666**	**88,964**	**46,423**
Charge for the year	683	202	537	16	794	166	1,872	870	328	5,468	896
Disposals	-	-	(3,547)	-	-	-	(16)	(18)	-	(3,580)	-
as at March 31, 2020	**3,687**	**4,406**	**5,494**	**1,738**	**45,356**	**1,071**	**15,038**	**13,067**	**994**	**90,852**	**47,319**
NET BLOCK											
as at March 31, 2019	833	3,519	1,912	78	1,009	353	2,907	1,693	1,123	13,427	2,141
as at March 31, 2020	**896**	**3,317**	**1,128**	**62**	**776**	**187**	**3,814**	**1,381**	**795**	**12,355**	**2,319**

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY ★ CHARTERED ACCOUNTANTS ★ NEW DELHI

SEMAC CONSULTANTS PRIVATE LIMITED

Notes To Standalone (Separate) Financial Statements For The Year Ended March 31, 2020

NOTE - 3.1 (₹ in '000)

Right of use assets

Particulars	Category of ROU
	Lease hold Premise
Balance as at 1 April, 2019	-
Reclassified on Adoption of Ind AS 116	1,624
Addition	22,861
Disposal	-
Balance as at 31st March 2020	**24,485**

Provision for depreciation

Particulars	Category of ROU
	Lease hold Premise
Balance as at 1 April, 2019	-
Reclassified on Adoption of Ind AS 116	-
Addition	6,586
Disposal	-
Balance as at 31st March 2020	**6,586**
Net Carrying Value as at 31st March 2020	**17,899**

Company has taken office & residential premises on lease. These are accounted as per IND AS 116 & the management has considered all relevant facts and circumstances to classify some of the leases into short term. As a result company elects not to apply the requirements of INDAS 116 and recognise the lease payments associated with those leases on straight-line basis over the lease term.

Interest charge for the year on lease liabilities	**2,293**
Total cash outflow (payment) for leases	
Leases for which Right of use assets is recognised	**7,780**
Leases considered as short term	**686**

Movement in Lease liabilites for the year ended 31st March 2020 :-

Particular	Total
Balance as at 1 April, 2019	-
Addition	22,861
Finance cost accrued during the period	2,293
Deletion	-
Payment of lease liability	7,781
Balance at the end	**17,373**

The Company has adopted Ind AS 116 "Leases" effective from April 1, 2019 and applied the same to lease contracts existing on April 1, 2019 with right of use asset recognised to an amount equal to adjusted lease liability. Accordingly the comparatives for the year ended March 31, 2019 have not been retrospectively adjusted.

4 Financial Asset : Non Current

4.1 Investment

(₹ in '000)

		As at March 31, 2020	As at March 31, 2019
	Unquoted Investments		
(i)	**Investments in Subsidiaries (At Cost)**		
	1,63,150 (FY17-18 : 1,63,150) equity shares of Omani Riyal 1/- each fully paid-up in Semac Oman - LLC, Muscat, Sultanate of Oman	663	663
(ii)	**Investments in other body corporate (At Fair Value)**		
	128 (FY17-18: 128) paid-up equity shares of Rs. 25/- each fully paid-up in Shamrao Vittal Co-op. Bank Ltd.	-	3
	74,050 (FY17-18 : 74,050) fully paid up equity shares of Rs. 10/- each in AEC Infotech Pvt. Ltd.	-	666
	Quoted Investment		
	3,600 (FY 17-18: 3600) fully paid up equity shares of Rs. 10/- each in Lakeland Hotels Ltd.	-	36
	Total	663	1,368
	Aggregate amount of quoted investments	-	36
	Market value of quoted investments	-	49
	Aggregate amount of unquoted investments	663	1,332

Also refer note 41

4.2 Loans

	As at March 31, 2020	As at March 31, 2019
Security deposits		
Unsecured, considered good		
- Rent deposit *	6,237	5,020
- Deposits with statutory authorities	25	25
Total	6,262	5,045

* Rent deposits with related parties amounts to Rs. 5,161 (in '000)
Also refer note 41

5 Non current tax assets (net)

(₹ in '000)

	As at March 31, 2020	As at March 31, 2019
Advance payment of taxes (net)	46,045	-
	46,045	-

6 Deferred Tax Assets

	As at March 31, 2020	As at March 31, 2019
Deferred tax asset (Net)	58,247	47,915
	58,247	47,915

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

(i) **Movement in deferred tax items**

FY 2019-20	As at March 31, 2019	Recognised in Profit & Loss Account	Recognised in other comprehensive income	As at March 31, 2020
Deferred tax (liability) / asset in relation to :				
Expenses allowable on payment basis and others	14,450	(896)	-	13,554
Carry forward losses and unabsorbed depreciation	29,431	1,143	-	30,574
Right of use assets net off Lease Liabilities	-	146	-	146
Security Deposit Rent	-	886	-	886
Remeasurement of Defined Benefit Plan	(521)	-	(1,161)	(1,682)
Difference between Written Down Value as per books and as per Income Tax Act, 1961	3,896	583	-	4,479
Provision for doubtful debt	658	(24)	-	634
MAT Credit Entitement	-	9,655	-	9,655
Net Deferred tax (liability) / asset	**47,915**	**11,493**	**(1,161)**	**58,247**

FY 2018-19	As at March 31, 2018	Recognised in Profit & Loss Account	Recognised in other comprehensive income	As at March 31, 2019
Deferred tax (liability) / asset in relation to :				
Expenses allowable on payment basis and others	9,405	5,045	-	14,450
Carry forward losses and unabsorbed depreciation	35,197	(5,766)	-	29,431
Remeasurement of Defined Benefit Plan	(930)	-	409	(521)
Difference between Written Down Value as per books and as per Income Tax Act, 1961	2,997	899	-	3,896
Provision for doubtful debt	1,740	(1,082)	-	658
Net Deferred tax (liability) / asset	**48,409**	**(903)**	**409**	**47,915**

7 Other non current asset

	As at March 31, 2020	As at March 31, 2019
Advance lease rent	-	1,623
Total	-	**1,623**

8 Financial Asset : Current

8.1 Investment

Quoted investments		
(i) Investment in mutual funds (at FVTPL)		
HDFC liquid fund (growth)	30,532	-
Total	**30,532**	-

Also refer note 41

8.2 Trade receivables

	As at March 31, 2020	As at March 31, 2019
Trade receivable considered good-unsecured	244,157	-
Trade receivable which have significant increase in credit risk	-	-
Trade receivable-credit impaired	2,279	-
Less provision for ECL	(2,279)	-
	244,157	-

* Trade receivables with related parties amounts to Rs. 1,541 (in '000)
Also refer note no. 40 & 41

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

8.3 Cash and cash equivalents

	As at March 31, 2020	As at March 31, 2019
Balances with banks		
- in Current accounts	43,780	99,710
- in Fixed deposit with maturity of upto 3 months	-	30,000
Cash on hand	141	170
Total	**43,921**	**129,880**

Also refer note no. 41

(₹ in '000)

8.4 Bank balance

	As at March 31, 2020	As at March 31, 2019
Balances with banks		
- in Fixed deposit with maturity of upto 3-12 months (under lien)	85,790	77,131
	85,790	**77,131**

Also refer note no. 41

8.5 Loans

	As at March 31, 2020	As at March 31, 2019
Unsecured, considered good unless otherwise stated		
Loans to other parties (refer note i & ii)	70,000	-
Security deposit		
Earnest money deposit	2,799	3,044
Others.	1,174	1,267
Advance to employees	446	130
Total	**74,419**	**4,441**

Note

(i) Loan of Rs. 3.00 Crore was given to Daga World LLP, a Limited Liability Partnership firm on 13th May, 2020 for general corporate purposes for a period of two and half years at interest rate of 13% per annum.

(ii) Loan of Rs 4.00 Crore was given to Trans Metalite India Ltd., a limited company on 7th January, 2020 for general corporate purposes for a period of six months at interest rate of 15% per annum.

Also refer note 41 & 44

8.6 Other financial assets

	As at March 31, 2020	As at March 31, 2019
Interest accrued on deposits with bank	4,136	4,806
Interest accrued on loan to others	1,507	-
Unbilled revenue	21,537	24,186
Total	**27,180**	**28,992**

Also refer note 41

9 Current tax asset (net)

	As at March 31, 2020	As at March 31, 2019
Advance payment of taxes (net)	34,301	131,951
Total	**34,301**	**131,951**

10 Contract assets

	As at March 31, 2020	As at March 31, 2019
Trade receivables	-	341,823
	-	**341,823**

Also refer note 40 & 41

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

11 Other current assets

(₹ in '000)

	As at March 31, 2020	As at March 31, 2019
Advance to suppliers	11,318	25,500
Prepaid expenses	2,417	4,662
Other advances recoverable in kind	-	400
Balance with statutory authorities	11,994	24,065
Total	**25,729**	**54,627**

12 **Equity Share Capital**

(₹ in '000)

	As at March 31, 2020	As at March 31, 2019
Authorised:		
20,00,000 Equity Shares of Rs.10/- each	20,000	20,000
Issued, subscribed and fully paid up :		
18,20,892 (previous year 18,20,892) equity shares of Rs.10/- each	18,209	18,209
Total	**18,209**	**18,209**

(i) **Reconciliation of number and amount of equity shares outstanding:**

	No. of shares	Amount in ('000)
As at March 31, 2019	1,820,892	18,209
Movement during the year	-	-
As at March 31, 2020	1,820,892	18,209

(ii) **Details of shareholders holding more than 5% shares in the company**

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of shares	% of holding	No. of shares	% of holding
Revathi Equipment Ltd. (the Holding Company)	1,442,774	79.23%	1,401,860	76.99%
B. S. Aswathnarayan	97,390	5.35%	97,390	5.35%
T. S. Gururaj	95,851	5.26%	95,851	5.26%
	1,636,015	**89.85%**	**1,595,101**	**87.60%**

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(iii) **Rights, preferences and restrictions attached to equity shares**

a) The Company has one class of equity shares having par value of Rs 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the equity shareholders will be entitled to receive any of the remaining assets of the company in proportion to the number of equity shares held by the sharholders, after distribution of all preferential amounts.

b) During the year ended March 31, 2020 the amount of dividend per share recognised as distribution to equity shareholder was Rs. NIL (FY 2018-19 Rs. NIL)

c) The Company has not issued any shares for considration other than cash including bonus shares.

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

13 OTHER EQUITY

(₹ in '000)

	As at March 31, 2020	As at March 31, 2019
A. RESERVES & SURPLUS		
General reserve		
Opening balance	164,127	164,127
Changes during the year	-	-
Closing Balance	**164,127**	**164,127**
Retained earnings		
Opening balance	257,739	246,727
Add : (Loss)/Profit for the year	28,460	11,012
Balance at the end of the year	**286,200**	**257,739**
B. OTHER COMPREHENSIVE INCOME		
Foreign currency translation reserve (FCTR)		
Opening balance	(2,438)	1,004
Additions during the period	(3,185)	(3,442)
Balance at the end of the year	**(5,623)**	**(2,438)**
Remeasurementof defined benefit plan		
Opening balance	6,925	4,514
Additions during the period	4,883	2,411
Balance at the end of the year	**11,808**	**6,925**
Total	**456,512**	**426,353**

Nature & purpose of reserves

i) General reserve :

General reserve represents the statutory reserve, this is in accordance with Indian Corporate Law wherein a portion of profit is apportioned to general reserve. Under Companies Act, 1956 it was mandatory to transfer the amount before a company can declare dividend. However under Companies Act 2013 ("the Act"), transfer of any amount to general reserve is at the discretion of the Company.

ii) Retained earnings :

Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Act.

iii) Other comprehensive income (OCI) reserves :

Other comprehensive income (OCI) reserve represent the balance in equity for items to be accounted in OCI. OCI is classified into (i) items that will not be reclassified to profit and loss, and (ii) items that will be reclassified to statement of profit and loss.

iv) Foreign curreny transaltion reserve :

Exchange differences relating to the translation of results and net assets of the Company's foreign operations from their functional currencies to the Company's presentation currency (i.e. Rupees) are recognised directly in the other comprehensive income and accumulated in foreign translation reserve. Exchange difference previously accumulated in the foreign currency trnslation reserve are reclassified to profit or loss on the disposal of the foreign operation.

14 Financial liability : Non current

(₹ in '000)

14.1 Borrowings

	As at March 31, 2020	As at March 31, 2019
Secured at amortised cost		
From bank		
- Term Loan	24	353
Less: Current maturity of Non-current borrowings	(24)	(315)
Total	-	38

Term loan from ICICI bank, taken @ 14.5% is secured by Mortgage of flat at Sikanderabad and is repayable in equated monthly instalments (EMI) of Rs. 0.29 thousands (starting from November 2005 for a period of 177 months)

14.2 Other financial liability

	As at March 31, 2020	As at March 31, 2019

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY CHARTERED ACCOUNTANTS NEW DELHI

Retention money payable	48,633	60,395
Total	**48,633**	**60,395**
Also refer note 40 & 41		

15 Non current provision

	As at March 31, 2020	As at March 31, 2019
Provision for employee benefits		
Provision for gratuity (Refer note 37)	18,969	24,639
Provision for leave salary (Refer note 37)	2,121	5,188
	21,090	**29,827.000**

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

16 Financial Liability : Current (₹ in '000)

16.1 Borrowings

	As at March 31, 2020	As at March 31, 2019
Unsecured - at amortised cost		
- From related party (refer note (i))	38,655	32,311
Total	**38,655**	**32,311**

Note

(i) The loan is taken from the subsidiary company carrying interest @ 8% p.a and is repayable on demand. Also refer note 41

16.2 Trade payables

	As at March 31, 2020	As at March 31, 2019
a) Micro, small and medium enterprises (Refer Note 33)	7,465	-
b) Others than Micro, small and medium enterprises	41,890	111,512
Total	**49,355**	**111,512**

Also refer note 40 & 41

16.3 Other Financial Liability

	As at March 31, 2020	As at March 31, 2019
Current maturity of Non-current borrowings	24	315
Expenses payable	23,620	18,921
Total	**23,644**	**19,236**

Also refer note 40 & 41

17 Contract Liability

	As at March 31, 2020	As at March 31, 2019
Advance from customers	-	92,469
Total	**-**	**92,469**

18 Short term provisions (₹ in '000)

	As at March 31, 2020	As at March 31, 2019
Provision for employee benefits		
Provision for gratuity (Refer note 37)	2,098	4,553
Provision for leave salary (Refer note 37)	465	1,357
Provision for contingency *	12,400	12,400
Total	**14,963**	**18,310**

* Claim made by a client which is under dispute.

19 Other current liability

	As at March 31, 2020	As at March 31, 2019
Statutory liabilities	5,700	4,978
Employee related dues	15,685	26,726
Total	**21,385**	**31,704**

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

20 Revenue from operations

(₹ in '000)

Revenue from contracts with customers

(i) Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers:

	Year ended March 31, 2020	Year ended March 31, 2019
Segment		
(a) Type of goods or services:		
(i) **Sale of services**		
Engineering consultancy and project management charges	208,287	262,409
Work contract services	389,896	814,397
Total revenue from contracts with customers	**598,183**	**1,076,806**
(b) Location:		
India	550,085	1,032,573
Outside India	48,098	44,233
Total revenue from contracts with customers	**598,183**	**1,076,806**
(c) Timing of revenue recognition:		
Services provided at a point in time	208,287	1,076,806
Services provided over the period of time	389,896	-
	598,183	**1,076,806**

(ii) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

	Year ended March 31, 2020	Year ended March 31, 2019
Trade receivables	244,157	-
Contract Assets	-	341,823
Contract liabilities:		
Advance from customers	-	92,469

(iii) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

	Year ended March 31, 2020	Year ended March 31, 2019
Revenue as per contracted price	598,183	1,076,806
Adjustments:		
Sales return	-	-
Revenue from contracts with customers	**598,183**	**1,076,806**

21 Other Income

	Year ended March 31, 2020	Year ended March 31, 2019
Interest Income from		
- Interest from FDs	5,280	6,152
- Income tax refund	2,939	-
- Loans & advances	5,279	2,391
Income from investments	457	-
Profit on sale of current investments	75	-
Bad debts recovered	40	-
Gain on foreign exchange fluctuation (Net)	6,859	6,474
Sundry balances/provision no longer required written back	5,991	2,686
Miscellaneous income	1,834	2,286
Total	**28,754**	**19,989**

22 Cost of services

	Year ended March 31, 2020	Year ended March 31, 2019
Works contract expenses	236,683	651,944
Total	**236,683**	**651,944**

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

Notes To Standalone (Separate) Financial Statements For The Year Ended March 31, 2020

23 Employee benefit expense (₹ in '000)

		Year ended March 31, 2020	Year ended March 31, 2019
i.	Salaries, wages, allowances & commission	181,839	221,370
ii.	Contribution to gratuity, provident & other funds	13,103	13,837
iii.	Staff welfare expenses	962	1,771
	Total	**195,904**	**236,978**

24 Finance cost

	Year ended March 31, 2020	Year ended March 31, 2019
Interest expenses	2,821	2,468
Interest on delay in payment of statutory dues	20	535
Interest expenses - others	2,292	-
Total	**5,133**	**3,003**

25 Depreciation

		Year ended March 31, 2020	Year ended March 31, 2019
i.	Tangible asset	5,468	5,127
ii.	Intangible asset	896	952
iii.	Right of use asset	6,586	-
	Total	**12,950**	**6,079**

Also refer note 3 & 3.1

26 Other Expense

	Year ended March 31, 2020	Year ended March 31, 2019
Power & fuel	3,236	2,327
Rent	6,692	15,654
Repairs on others	5,179	4,225
Insurance	6,075	1,401
Interest on delayed MSME payments	271	-
Rates & taxes	1,639	2,691
Bad debts written off	1,132	22,309
Provision for expected credit loss	2,220	-
Training & Seminar Expense	38	34
Travel & conveyance	21,455	23,519
Vehicle maintenance	216	57
Bank charges	2,518	5,409
Postage & telephone	2,322	3,014
Loss on Investment	706	1,172
Less: Impairment provision	-	(1,172)
Printing & stationery	1,189	2,190
Corporate social responsibilites	1,500	-
Audit fee & expenses	1,040	1,086
Sundry balances written off	24,711	839
Professional expense	60,226	88,503
Loss on sale of fixed assets (Net)	189	966
Miscellaneous expenses	7,089	5,393
Total	**149,643**	**179,617**

Note: For audit fee & expenses also refer note 32.

27 Tax Expense

Current tax	5,708	3,947
MAT Credit entitlement	(5,708)	(3,947)
- Income tax relating to earlier years	-	7,259
Deffered tax expense	(1,836)	903
	(1,836)	**8,162**

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Income tax recognised in other comprehensive income

(₹ in '000)

	Year ended March 31, 2020	Year ended March 31, 2019
Deferred tax related to items recognised in other comprehensive income during the year:		
Items that will not be reclassified to profit or loss		
- Remeasurement of defined benefit obligations	(1,161)	409
Total income tax expense recognised in other comprehensive income	-	-
Total income tax expense recognised	(2,997)	8,571

28 **Other Comprehensive Income**

Item that will be reclassified to Profit or Loss		
Foreign currency translation reserve	(3,185)	(3,442)
Income tax relating to items that will be reclassified to profit or loss	-	-
Item that will not be reclassified to profit or loss		
Acturial gain / (loss) on defined benefit obligation	6,044	2,002
Income tax relating to items that will not be reclassified to profit or loss	(1,161)	409
Total	1,698	(1,031)

28.1 **Reconciliation of income tax expense and the accounting profit multiplied by Company's tax rate:** **27.82%** **27.82%**

Profit / (loss) before tax	32,669	21,176
Income tax expense calculated at 27.82% (including surcharge and education cess) (	9,089	5,891
Effect of temporary differences	(454)	1,621
Effect of brought forward losses	(10,471)	(6,609)
Effect of earlier year taxes	-	7,259
Other adjustments	1,161	(409)
	(675)	7,753

29 **Earnings per share**

	Unit of measurement	Year ended 31st March 2020	Year ended 31st March 2019
Face value of equity Shares (in Rs.)			
Total number of equity shares outstanding	Number	1,820,892	1,820,892
Weighted average number of equity shares in calculating basic and diluted EPS	Number	1,820,892	1,820,892
Countinued Operation			
Net profit for calculation of basic and diluted EPS	Rs in '000	28,460	11,011
EPS (Basic & Diluted)	In Rs.	15.63	6.05
Discountinued Operation			
Net profit for calculation of basic and diluted EPS	Rs in '000	-	-
EPS (Basic & Diluted)	In Rs.	-	-
Total Operations			
Net profit for calculation of basic and diluted EPS	Rs in '000	28,460	11,011
EPS (Basic & Diluted)	In Rs.	15.63	6.05

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

Notes To Standalone (Separate) Financial Statements For The Year Ended March 31, 2020

30 Contingent liabilities (not provided for) in respect of:

S.N.	Particulars	2019-20	2018-19
			(₹ in '000)
a)	Bank Guarantees	17,292	71,768
b)	Service tax demands	5,899	5,899
c)	TDS demands	1,421	1,380
d)	Employee visa guarantee	857	795
e)	Claims against company not acknowledged as debts	-	-
	Total	**25,469**	**79,843**
f)	The Honourable Supreme Court, has passed a decision on 28th February, 2019 in relation to inclusion of certain allowances within the scope of "Basic wages" for the purpose of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. The Company, based on legal advice, is awaiting further clarifications in this matter in order to reasonably assess the impact on its financial statements, if any. Accordingly, the applicability of the judgement to the Company, with respect to the period and the nature of allowances to be covered, and resultant impact on the past provident fund liability, cannot be reasonably ascertained, at present.		

31 Capital and other commitments:

S.N.	Particulars	2019-20	2018-19
			(₹ in '000)
a)	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	Nil	Nil
b)	Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advances)	Nil	Nil

32 Remuneration paid to Auditors (excluding taxes):

Particulars	2019-20	2018-19
		(₹ in '000)
Statutory auditor	675	675
Other services	120	120
Reimbursement of expenses	150	150
Total	**945**	**945**

33 Details of Dues to Micro and Small Enterprises as per MSMED Act, 2006 to the extent of information available with the Company

S.N.	Particulars	2019-20	2018-19
			(₹ in '000)
a)	Principal amount and Interest due thereon remaining unpaid to any supplier as at end of each accounting year	7,465	-
c)	Interest paid by the Company in terms of Section 16 of the MSMED Act along with the amounts of the payment made to the supplier beyond the appointed day during the accounting year.	-	-
d)	the amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	271	-
e)	the amount of interest accrued and remaining unpaid	-	-
f)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of this Act.	-	-
	Total	**7,736**	-

34 Expenditure in foreign currency (accrual basis):

Particulars	2019-20	2018-19
		(₹ in '000)
Travelling	349	770
Rent	1,305	1,361
Professional fee and other expenses	37,230	39,020
TOTAL	**38,884**	**41,151**

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

35 Earnings in foreign currency (accrual basis):

Particulars		(₹ in '000)
	2019-20	2018-19
Engineering, consultancy, project management charges (including other income)	54,927	44,233

36 Segment Information

(i) General Disclosure

The company operates mainly in one business segment viz. engineering, consultancy for commercial and industrial projects being primary segment and all other activities revolve around the main activity. The secondary segment is geographical, information related to which is given under.

The above reportable segments have been identified based on the significant components of the enterprise for which discrete financial information is available and are reviewed by the Chief operating decision maker (CODM) to assess the performance and allocate resources to the operating segments.

(ii) Entity wide disclosure required by IND AS 108 are made as follows:

a) Revenues (including other income) from sale of products/services to external customers

Particulars		(₹ in '000)
	Year ended March 31, 2020	Year ended March 31, 2019
India	572,010	1,052,562
Outside India	54,927	44,233

b) Segment Assets

Total of non-current assets other than financial instruments, investment in subsidiaries, joint ventures and associate and deferred tax assets broken down by location of the assets, is shown below:

Segment Assets		(₹ in '000)
	Year ended March 31, 2020	Year ended March 31, 2019
India	13,706	13,926
Outside India	968	1,642

(iii) Information about major customers:

Revenue from customers contributing more than 10% of company's revenue is Rs. 1,99,094 thousands.

37 Employee benefits

(i) Defined contribution plans :

The Provident Fund is a defined contribution scheme whereby the company deposits an amount determined as a fixed percentage of basic pay with the Regional Provident Fund Commissioner.

Contribution to defined contribution plans:

Particulars	2019-20	2018-19	2017-18	2016-17	2015-16
Provident fund	8,403	9,585	12,422	15,700	21,269

(ii) Defined benefit plans :

Gratuity (being partly funded) is computed as 15 days salary, for every recognized retirement/ termination / resignation. The Gratuity plan for the company is a defined benefit scheme where annual contributions as per actuarial valuation are charged to the Statement of profit and loss.

The Company also has a leave encashment scheme with defined benefits for its employees. The Company makes provision for such liability in the books of accounts on the basis of year end actuarial valuation. No fund has been created for this scheme.

For summarizing the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for the respective plans, the details are as under

A. Statement of profit and loss

Net employee benefit expense

Particulars				(₹ in '000)
	2019-20		2018-19	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Current Service cost	3,621	221	4,296	2,085
Net Interest cost	2,136	452	2,145	305
Expected return on plan assets	(192)	-	(184)	-
Net actuarial (gain) / loss to be recognized	(6,044)	(4,677)	(2,002)	(561)
Past service cost (vested benefits)	-	44,398	-	-
Expenses Recognized in the statement of Profit & Loss	(479)	40,394	4,255	1,828

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

B. Balance Sheet

(i) Details of Plan assets/ (liabilities) for gratuity and Leave Encashment

(₹ in '000)

Particulars	2019-20		2018-19	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Defined benefit obligation	23,201	2,586	31,723	6,545
Fair value of plan assets	2,133	-	2,532	-
Net Asset/(Liability) recognized in the Balance Sheet	21,067	2,586	29,191	6,545

(ii) Changes in the present value of the defined benefit obligation are as follows:

(₹ in '000)

Particulars	2019-20		2018-19	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Opening defined benefit obligation	31,724	6,545	31,260	4,853
Interest cost	2,136	452	2,145	305
Current service cost	3,621	221	4,296	2,085
Past service cost (vested benefits)	-	44	-	-
Actuarial (gains)/losses on obligation	(6,150)	(4,677)	(2,098)	(561)
Benefit paid	(8,130)	-	(3,880)	(136)
Closing defined benefit obligation	23,201	2,586	31,723	6,545

(iii) Changes in the fair value of plan assets (gratuity) are as follows:

Particulars	2019-20	(₹ in '000) 2018-19
Opening fair value of plan assets	2,532	3,063
Actual return on Plan Assets	192	184
Contribution during the year	7,662	3,138
Benefit paid	(8,146)	(3,757)
Actuarial gain / (loss) on plan assets	(105)	(96)
Closing fair value of plan assets	2,133	2,532

(iv) The principal assumptions used in determining gratuity obligations for the Company's plans are shown below: (₹ in '000)

Particulars	2019-20	2018-19
	%	%
Discount rate (%)	6.60%	7.55%
Expected salary increase (%)	5.00%	8.00%
Demographic Assumptions		
Retirement Age (year)	60	60
Attrition / Withdrawal rate (per annum)	10.00%	10.00%
Mortality rate	100.00%	100.00%

The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. The above information is certified by Actuary.

(v) Sensitivity analysis of the defined benefit obligation:

Particulars	2019-20		2018-19	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Impact of the change in discount rate				
Present value of obligation at the end of the period	23,201	2,586	31,723	6,545
Impact due to increase of 0.50%	116	13	159	33
Impact due to decrease of 0.50%	(116)	(13)	(159)	(33)
Impact of the change in salary increase				
Present value of obligation at the end of the period	23,201	2,586	31,723	6,545
Impact due to increase of 0.50%	116	13	159	33
Impact due to decrease of 0.50%	(116)	(13)	(159)	(33)

Sensitivities due to mortality & withdrawals are insignificant & hence ignored.

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

(vi) **Other comprehensive income (OCI):**

(₹ in '000)

Particulars	2019-20 Gratuity (partly funded)	2019-20 Leave encashment	2018-19 Gratuity (partly funded)	2018-19 Leave encashment
Net cumulative unrecognized actuarial (gain)/loss	(8,435)	(4,105)	(6,433)	(3,543)
Actuarial (gain)/loss for the year on PBO	(6,150)	(4,677)	(2,098)	(561)
Actuarial (gain)/loss for the year on plan asset	105	-	96	-
Unrecognized actuarial (gain)/loss at the end of the year	-	-	-	-
Total actuarial (gain)/loss at the end of the year	(14,480)	(8,782)	(8,435)	(4,105)

38 Related Party Transactions

a) List of Related Parties

i. Subsidiaries and Associates of the Company

Name	Status
Semac & Partners LLC	Subsidiary Company (Muscat)

ii. Parent company

Name	Status
Revathi Equipment Limited	Parent Company
Renaissance Advanced Consultancy Ltd	Ultimate Parent Company

iii Key Management Personnel of the Company

Name	Status
Mr. Abhishek Dalmia	Director
Mrs. Deepali Dalmia	Director
Mr. Venkata Ramanan Bapoo	Director
Mr. Kishore Nanik Sidhwani	Additional Director, w.e.f. August 8, 2019
Mr. Venkatachalam Venkata Subramanian	Additional Director, w.e.f. August 8, 2019
Mr. Vikas Jain	Chief Financial officer and Company Secretary till September 25, 2018
Mr. Pawan Maini	Chief Executive Officer, till June 30, 2018

iv. Enterprises where Key managerial personnel or their relatives have significant influence:
- Semac Construction Technologies India LLP (SCTILLP), formerly known as Renaissance Construction Technologies India LLP (RCTILLP) (Associate of Parent Company w.e.f. 31.03.2020)
- SWBI Design Informatics Private Limited
- Radha Madhav Trust

b) The following transactions were carried out with related parties in the ordinary course of business:

(₹ in '000)

Nature of Relationship	Name of Related Party	Nature of Transaction	For the year ended 31-Mar-20	For the year ended 31-Mar-19
Key Managerial Personnel	Mr. Vikas Jain (CFO)	Salary & Perquisites	-	3,006
	Mr. Pawan Maini (CEO)		-	6,875
Enterprises where Key managerial personnel or their relatives have significant influence	Semac Construction Technologies India LLP (SCTILLP)	Professional fees / reimbursement of expenses (Income)	4,842	2,561
	Semac Construction Technologies India LLP (SCTILLP)	Professional fees / reimbursement of expenses (Expense)	52,625	123,063
	SWBI Design Informatics Private Limited	Office Rent, Maintenance, Power & Utility	7,322	5,575
		Security Deposit for rent & maintenance given	-	2,967

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

	Radha Madhav Trust	Office Rent, Maintenance, Power & Utility	4,690	-
		Security Deposit for rent & maintenance given	2,194	-
Parent Company	Revathi Equipment Limited	Corporate guarantee for obtaining Non Fund Based credit facility from Lakshmi Vilas Bank Ltd.	150,000	-
Subsidiaries, Associates and Joint Venture of the Company	Semac LLC	Interest Expense	2,794	2,395
		Professional charges/reimbursement of expenses claimed	13,042	12,675

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

c) Balances Outstanding at Year End:

(₹ in '000)

Nature of Relationship	Name of Related Party	Nature of Transaction	31-Mar-20	31-Mar-19
Enterprises where Key managerial personnel or their relatives have significant influence	Semac Construction Technologies India LLP (SCTILLP)	Trade Receivable	1,541	2,158
		Trade Payable	12,171	6,447
	SWBI Design Informatics Private Limited	Office Rent, Maintenance, Power & Utility Payable (last year Debit balance)	1,664	189
		Security Deposit for rent & maintenance recoverable (Debit balance)	2,967	2,967
	Radha Madhav Trust	Office Rent, Maintenance, Power & Utility Payable	1,185	-
		Security Deposit for rent & maintenance recoverable	2,194	-
Parent Company	Revathi Equipment Limited	Corporate guarantee for obtaining Non Fund Based credit facility from Lakshmi Vilas Bank Ltd.	150,000	-
Subsidiaries, Associates and Joint Venture of the Company	Semac LLC	Loan taken	38,655	32,311
		Trade Receivable	-	1,667
		Investment	663	663

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY CHARTERED ACCOUNTANTS NEW DELHI

39 Expenditure incurred on Corporate Social Responsibilities

(a) Gross amount required to be spent by the company during the year ₹ 1500 thousands (previous year ₹ "NIL")
(b) Amount spent during the year on

(₹ in '000)

CSR Activities	In Cash	Yet to be paid in cash	Total
(i) Construction / acquisition of any asset	-	-	-
(ii) On purpose other than (i) above	1,500 (-)	- (-)	1,500 (-)

(figure in bracket pertain to previous year)

40 Financial Risk Management

Financial Risk Factors

The Company's operational activities expose to various financial risks i.e. market risk, credit risk and risk of liquidity. The Company realizes that risks are inherent and integral aspect of any business. The primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Company's senior management oversees the management of these risks and devise approprriate risk management framework for the Company. The senior management provides assurance that the 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

A 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. The Company is exposed to the risk of movements in interest rates and foreign currency exchange rates that affects its assets, liabilities and future transactions. The Company is exposed to following key market risks:

i. Interest Rate 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. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term borrowings obligations in the nature of cash credit.

₹ in '000

Particulars	Fixed Rate Borrowing	Variable Rate Borrowing	Total Borrowing
As at March 31, 2020	38,679	-	38,679
As at March 31, 2019	32,664	-	32,664

Sensitivity analysis - Since the company does not have any variable rate borrowings, the analysis is not required to be given.

ii. Foreign Currency Risk :

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuates because of changes in foreign exchange rates. As the Company operates internationally through a branch office in Dubai it has exposure to the risk of change in foreign exchange on account of foreingn operations. In addition to this, the entity has also exported / imported professional and management services giving rise to foreing receivables / payables.

The details of foreign currency exposure is as follows:

Particulars	Trade Receivable		Trade Payables	
Unhedged foreign currency exposures	In FC in '000	Rs in '000	In FC in '000	Rs in '000
Foreign Exposure as at March 31, 2020				
US Dollars	806	60,566	106	7,948
Omani Rial	6	1,163	-	-
Euro	-	-	45	3,777
Foreign Exposure as at March 31, 2019				
US Dollars	726	50,297	104	7,232
Euro	-	-	45	3,537

Rate Sensitivity

Sensitivity analysis is computed based on the changes in the income and expenses in foreign currency upon conversion into functional currency, due to exchange rate fluctuations between the previous reporting period and the current reporting period.

₹ in '000

Particulars	Increase / Decrease in basis points	Impact on Profit & Loss Account *	
		For the year ended March 31, 2020	For the year ended March 31, 2019
USD Sensitivity			
	+ 50 basis points	4	3
	- 50 basis points	(4)	(3)
Euro Senitivity			
	+ 50 basis points	(0)	(0)
	- 50 basis points	0	0

* Holding all other variable constant

B Credit risk:

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities and from its financing activities, including deposits and other financial instruments

To manage this, Company periodically assesses the financial reliability of customers, taking into account factors such as credit track record in the market and past dealings with the Company for extension of credit to customer Company monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. An impairment analysis is performed at each quarter end on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets as discussed below. The Company evaluates the concentration of risk with respect to trade receivables as low, the trade receivables are located in several jurisdictions and operate in largely independent markets.

The ageing of trade receivables/contract assets is given below:

₹ in '000

Particulars	As at March 31, 2020		As at March 31, 2019	
	Upto 6 months	More than 6 months	Upto 6 months	More than 6 months
Gross carrying amount (A)	129,802	116,633	259,931	84,424
Expected Credit Losses (B)	-	(2,279)	(2,532)	-
Net Carrying Amount (A-B)	129,802	114,354	257,399	84,424

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved authorities. Credit limits of all authorities are reviewed by the management on regular basis. All balances with banks and financial institutions is subject to low credit risk due to good credit ratings assigned to the Company. The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2020 and March 31, 2019 is the carrying amounts.

C Liquidity risk:

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company's cash flow is a mix of cash flow from collections from customers on account of engineering services. The other main component in liquidity is timing to call loans/ funds and optimization of repayments of loans installment, interest payments.

Following are the maturities of financial liabilities of the Company as at the year end.

Contractual maturities of financial liabilities as on March 31, 2020 ₹ in '000

Particulars	Less than 3 months	3 months to 1 year	More than 1 year	Total
Trade payable	10,772	38,583	-	49,355
Other financial liability	3,774	19,846	66,005	89,625
Total	14,546	58,429	66,005	138,980

Contractual maturities of financial liabilities as on March 31, 2019

Particulars	Less than 3 months	3 months to 1 year	More than 1 year	Total
Trade payable	95,094	16,418	-	111,512
Other financial liability	4,585	14,652	60,395	79,631
Total	99,679	31,070	60,395	191,143

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

41 Financial Instrument - Disclosure

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

Financial Assets

(₹ in '000)

Sl. No	Particulars	Fair value hierarchy	As at March 31, 2020		As at March 31, 2019	
			Carrying Amount *	Fair Value	Carrying Amount *	Fair Value
1	**Financial asset at FVTPL**					
	Current					
	Investments in Mutual Funds	Level 1	30,532	30,532	-	-
2	**Financial asset at FVTOCI**					
	Non Current					
	Investments in Equity Shares					
	Quoted	Level 1	-	-	36	49
	Unquoted	Level 2	-	-	669	669
3	**Financial assets designated at amortised cost**					
	Non Current					
a)	Loans	Level 3	6,262	-	5,045	-
	Current					
a)	Contract Assets	Level 3	-	-	341,823	-
b)	Trade receivables	Level 3	244,157	-	-	-
c)	Cash and cash equivalents	Level 3	43,921	-	129,880	-
d)	Bank balances	Level 3	85,790	-	77,131	-
e)	Loans	Level 3	74,419	-	4,441	-
f)	Other financial assets	Level 3	27,180	-	28,992	-
4	**Investment in subsidiary companies (At Cost)**		663	-	663	-
	Total	-	512,924	30,532	588,680	718

Financial Liabilities

(₹ in '000)

Sl. No	Particulars	Fair value hierarchy	As at March 31, 2020		As at March 31, 2019	
			Carrying Amount *	Fair Value	Carrying Amount *	Fair Value
1	**Financial liability designated at amortised cost**					
	Non Current					
a)	Borrowings	Level 3	-	-	38	-
b)	Other Financial Liability	Level 3	66,005	-	60,395	-
	Current					
a)	Borrowings	Level 3	38,679	-	32,311	-
b)	Trade payables	Level 3	49,355	-	111,512	-
c)	Other financial liabilities	Level 3	23,620	-	19,236	-
	Total		177,659	-	223,492	-

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

* The carrying amounts are considered to be the same as their fair values due to short term nature.

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 - Inputs other than quoted prices included within 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 assets or liabilities that are not based on observable market data (unobservable inputs).

42 Capital Management

For the purpose of the Company's capital management, equity includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders and net debt includes interest bearing loans and borrowings less current investments and cash and cash equivalents. The primary objective of the Company's capital management is to safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, internal accruals, long term borrowings and short term borrowings. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

Particulars	**As at March 31, 2020 (₹ in '000)**	**As at March 31, 2019 (₹ in '000)**
Debt (i)	38,679	32,664
Cash and cash equivalents (ii)	43,921	129,880
Net Debt	(5,241)	(97,216)
Total Equity (iii)	474,721	444,562
Net debt to equity ratio (Gearing Ratio)	(0.01)	(0.22)

(i) Debt is defined as long-term and short-term borrowings. Also refer note 16.1 & 16.3
(ii) Refer note 8.3
(ii) Refer note 12 & 13

43 The audited GST return for the year ended March 31, 2020 is pending for the filing as competent authority has extended the date of filing till June 30, 2020. The company is in process of reconciling the data of GSTR 2A with GSTR 3B. In view of the management on final reconciliation the impact will not be material.

44 Information on details of loans under section 186 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014

(₹ in '000)

Particulars	Purpose of the loan given	Outstanding as at 31st March 2020	Maximum Amount Outstanding during 2019-20	Outstanding as at 31st March 2019	Maximum Amount Outstanding during 2018-19
Inter Corporate Loans					
Daga World LLP	Working capital	30,000	30,000	-	-
Trans Metalite India Ltd.	Working capital	40,000	40,000	-	-

Note: Advances to employee as per company's policy are not considered.

45 **Impact of COVID19** - The Company did not had any impact on Revenues or Expenses for the financial year 2019-20. The Company faced weak collections during lockdown period (Apr'20 and May'20) as the customers were not operating their office fully.

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Neeraj Bansal
Partner
Membership No: 095960

Place : New Delhi
Date: June 15, 2020

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Deepali Dalmia

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Place : New Delhi
Date: June 15, 2020

SEMAC CONSULTANTS PVT. LTD. GURGAON

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SEMAC CONSULTANTS PRIVATE LIMITED

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **SEMAC CONSULTANTS PRIVATE LIMITED** (hereinafter referred to as the 'Holding Company") and its subsidiary (Semac & Partners LLC) (Holding Company and its subsidiary together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2020, and the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March, 2020, the consolidated profit and consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the *Code of Ethics* issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made 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 opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to the note 48 to the consolidated financial statements which describes the management's assessment of the impact of uncertainties arising because of COVID-19 Pandemic and its consequential effects on the Group.
Our opinion is not modified in respect of this matter.

S.S. KOTHARI MEHTA & COMPANY * CHARTERED ACCOUNTANTS * NEW DELHI

Key Audit Matters

Key audit matters are those matters that, in our professional judgment were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

Information Other than the Consolidated Financial Statements and Auditor's Report thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report including annexures to Director's Report, but does not include the consolidated financial statements and our auditor's report thereon. The Director's Report including its annexures is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. When we read the Director's Report including its annexures, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and accounting principles generally accepted in India.

The respective Board of Directors of the companies included in the Group are responsible for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 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 consolidated financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for the overseeing the Group's financial reporting process.

S.S. KOTHARI MEHTA & COMPANY ★ NEW DELHI ★ CHARTERED ACCOUNTANTS

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 consolidated 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the holding company and its subsidiary company, has adequate internal financial controls system 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 Group'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 consolidated 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 Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the financial statements. For the other entity included in the consolidated financial statements, which has been audited by other auditor, such other auditor remain responsible for the direction, supervision and performance of the audit carried out by them. We remain solely responsible for our audit opinion.

S.S. KOTHARI MEHTA & COMPANY * CHARTERED ACCOUNTANTS * NEW DELHI

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonable knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

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

a. We did not audit the financial statements, in respect of one subsidiary incorporated outside India whose financial statements include total assets of Rs. 251821 thousands as at March 31, 2020, total revenue of Rs. 253536 thousands and net cash inflows amounting to Rs. 46994 thousands for the year ended on that date, as considered in these consolidated financial statements. These unaudited financial statements have been furnished to us by the Board of Directors and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Board of Director, these financial statements are not material to the Group.

b. We did not audit the financial statements, in respect of one branch of the Holding Company incorporated outside India whose financial statements include total assets of Rs. 7886 thousands as at March 31, 2020, total revenue of Rs. 28259 thousands and net cash outflows amounting to Rs. 708 thousands for the year ended on that date. These financial statement and other information have been audited by the other auditor duly qualified to act as auditor in the country of incorporation of said branch, whose financial statements have been furnished to us by the management and our opinion in so far as it relates to that branch is based solely on the report of the branch auditor.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the management.

Report on Other Legal and Regulatory Requirements

As required by section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;

b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;

S.S. KOTHARI MEHTA & COMPANY
NEW DELHI
CHARTERED ACCOUNTANTS

c. The Consolidated Balance Sheet, Consolidated Statement of Profit and Loss, Consolidated Statement of Cash Flows and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of the consolidated financial statements;

d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act read with relevant rules issued thereunder;

e. With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and the operating effectiveness of such controls refer to our separate report in "Annexure-A";

f. On the basis of written representations received from the directors of the Holding Company as on March 31, 2020, and taken on record by the Board of Directors of Holding Company, none of the directors is disqualified as on March 31, 2020, from being appointed as a director in terms of Section 164(2) of the Act;

g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

   As per the information and explanation given to us and on the basis of our examination of the records, no managerial remuneration has been paid or provided as specified by the provisions of section 197 read with Schedule V to the Act by the Holding Company.

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

   i) the consolidated financial statements disclose the impact of pending litigation which would impact its financial position. Refer Note 31 to the consolidated financial statements;

   ii) there has been no material foreseeable losses on long term contracts including derivative contracts, therefore the Group has not made any provision as required under the applicable law or Indian accounting standards;

   iii) there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company.

For **S. S. KOTHARI MEHTA & CO.**
Chartered Accountants
Firm Registration No. 000756N

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Neeraj Bansal
Partner
Membership No. 095960

Place: Delhi
Date: 15.06.2020
UDIN: 20095960AAAAEL2283

"ANNEXURE – A" TO THE INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SEMAC CONSULTANTS PRIVATE LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act").

We have audited the internal financial controls over financial reporting of **Semac Consultants Private Limited** ("the Holding Company") as at March 31, 2020 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Holding Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to holding company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under The Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the holding company are being made only in accordance with authorisations of management and directors of the company; and
c) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, based on records the Holding Company has, in all material respects, an adequate internal financial controls over financial reporting and the internal controls over financial reporting are generally operating effectively as at March 31, 2020 based on the "internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India".

Other Matter

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to one subsidiary, which is a company incorporated in India is based solely on the representation made by the management. Our opinion is not modified in respect of this matter.

For **S. S. KOTHARI MEHTA & Co.**
Chartered Accountants
Firm Registration No. 000756N

S.S. KOTHARI MEHTA & COMPANY
NEW DELHI
CHARTERED ACCOUNTANTS

Neeraj Bansal
Partner
Membership No. 095960

Place: Delhi
Date: 15.06.2020
UDIN: 20095960AAAAEL2283

SEMAC CONSULTANTS PRIVATE LIMITED
Consolidated Balance Sheet As At March 31, 2020

₹ in '000

	Note No.	As at March 31, 2020	As at March 31, 2019
ASSETS			
(1) **Non - current assets**			
Property, plant and equipment	3	20,489	18,055
Other intangible assets	3	2,319	2,141
Right of use assets	3.1	17,899	-
Financial assets	4		
(i) Investments	4.1	-	704
(ii) Loans	4.2	6,262	5,045
Non current tax assets (net)	5	42,409	-
Deffered tax asset	6	58,247	47,915
Other non current assets	7	-	1,623
		147,625	75,484
(2) **Current assets**			
Financial assets	8		
(i) Investments	8.1	30,533	-
(i) Trade receivables	8.2	330,582	137,296
(ii) Cash and cash equivalents	8.3	123,620	162,586
(iii) Bank balances	8.4	85,790	77,131
(iv) Loans	8.5	110,648	43,764
(v) Other financial assets	8.6	27,180	28,992
Current tax assets (net)	9	34,301	126,073
Contract assets	10	-	341,823
Other current assets	11	32,046	61,737
		774,700	979,402
Total assets		922,325	1,054,886
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	12	18,209	18,209
Other equity	13	602,979	562,446
		621,188	580,655
Non-controlling interest	14	74,709	69,124
LIABILITIES			
(1) **Non - current liabilities**			
Financial liabilities	15		
(i) Borrowings	15.1	-	38
(ii) Other financial liability	15.2	48,633	60,395
(iii) Lease liabilities	3.1	17,373	-
Provisions	16	32,463	39,203
		98,469	99,636
(2) **Current liabilities**			
Financial liabilities	17		
(i) Trade payables	17.1		
- Due to Micro, Small and Medium Enterprises		7,465	-
- Due to other than Micro, Small and Medium Enterprises		41,938	111,634
(ii) Other financial liabilities	17.2	24,554	19,965
Contract Liability	18	-	92,469
Provisions	19	14,963	18,310
Other current liabilities	20	39,039	63,093
		127,959	305,471
Total Equity & Liabilities		922,325	1,054,886
Significant Accounting Policies	1 & 2		

The accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Neeraj Bansal
Partner
Membership No: 095960

S.S. KOTHARI MEHTA & COMPANY ★ CHARTERED ACCOUNTANTS ★ NEW DELHI

Place : New Delhi
Date: June 15, 2020

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

SEMAC CONSULTANTS PVT. LTD. GURGAON

Place : New Delhi
Date: June 15, 2020

SEMAC CONSULTANTS PRIVATE LIMITED
Consolidated Statement Of Profit And Loss For The Year Ended March 31, 2020

₹ in '000

		Note No.	For the year ended March 31, 2020	For the year ended March 31, 2019
I	Revenue from operations	21	838,677	1,351,425
II	Other income	22	38,166	31,304
III	Total income (I + II)		876,844	1,382,729
IV	Expenses			
	Cost of services	23	236,683	651,944
	Employee benefits expenses	24	358,820	396,880
	Finance costs	25	2,894	611
	Depreciation and amortization expenses	26	17,609	10,747
	Other expenses	27	219,359	268,978
	Total expenses		835,365	1,329,160
V	Profit / (loss) before exceptional items and tax (I - III)		41,479	53,569
VI	Exceptional items		-	-
VII	**Profit / (loss) before tax (V + VI)**		41,479	53,569
VIII	**Tax expense**			
	(1) Current tax	28	9,154	10,791
	(2) MAT Credit entitlement	28	(5,708)	(3,947)
	(3) Deferred tax	28	(1,836)	903
	(4) Tax related to earlier year	28	728	7,259
	Total Tax Expense		2,338	15,006
IX	Profit / (loss) from continuing operations (VII - VIII)		39,141	38,563
X	Profit / (loss) from discontinued operations (VII - VIII)		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit / (loss) from discontinued operations (after tax) (X - XI)		-	-
XIII	Profit / (loss) for the period before non-controlling interest (IX + XII)		39,141	38,563
XIV	Non-controlling interest		3,738	9,643
XV	Profit / (loss) for the period after non-controlling interest (XIII - XIV)		35,403	28,920
XVI	Other comprehensive income	29		
A	(i) Items that will be reclassified to profit or loss		2,093	8,759
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
B	(i) Items that will not be reclassified to profit or loss		6,044	2,002
	(ii) Income tax relating to items that will not be reclassified to profit or loss		(1,161)	409
	Total		6,976	11,170
XVII	Non-controlling interest		1,847	4,270
XVIII	Other comprehensive income after non-controlling nterest		5,129	6,900
XIX	Total comprehensive income for the period (XIII + XIV)			
	Non-controlling interest		5,585	13,914
	Other than non-controlling interest		40,532	35,820
			46,117	49,734
XVI	Earnings per equity share (basic& diluted)	30		
	For continuing operations			
	(Face value of ₹ 10 each)		0.02	0.02
	For discontinued operations			
	(Face value of ₹ 10 each)		-	-
	For continued & discontinued operations			
	(Face value of ₹ 10 each)		0.02	0.02
	Significant accounting policies	1 & 2		

The accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Neeraj Bansal
Partner
Membership No: 095960

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Place : New Delhi
Date: June 15, 2020

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Deepali Dalmia

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

SEMAC CONSULTANTS PVT. LTD. GURGAON

Place : New Delhi
Date: June 15, 2020

SEMAC CONSULTANTS PRIVATE LIMITED

Consolidated Statement Of Changes In Equity For The Year Ended March 31, 2020

₹ in '000

A. **Equity Share Capital**

Particulars	As at March 31, 2018	Changes during the year	As at March 31, 2019	Changes during the year	As at March 31, 2020
18,20,892 (previous year 18,20,892) equity shares of ₹10/- each	18,209	-	18,209	-	18,209

Also refer Note No. 12

B. **Other Equity**

Particulars	Reserves and Surplus				Items of Other Comprehensive Income		Total	Non controlling interest
	General reserve	Consolidation adjustment reserve	Legal / statutory reserve	Retained earnings	Foreign curreny transaltion reserve	Remeasurement of defined benefit plan		
As at March 31, 2018	164,127	21,511	6,926	334,157	13,492	4,515	544,728	55,210
Additions during the year	-	-	-	10,818	4,489	2,411	17,717	13,914
As at March 31, 2019	164,127	21,511	6,926	344,975	17,981	6,926	562,445	69,124
Additions during the year	-	-	-	35,403	247	4,883	40,533	5,585
Dividend paid by subsidiary	-	-	-	-	-	-	-	-
As at March 31, 2020	164,127	21,511	6,926	380,378	18,228	11,809	602,979	74,709

Also refer Note No. 13

Nature & purpose of reserves

i) General reserve :

General reserve represents the statutory reserve, this is in accordance with Indian Corporate Law wherein a portion of profit is apportioned to general reserve. Under Companies Act, 1956 it was mandatory to transfer the amount before Holding Company can declare dividend. However under Companies Act 2013 ("the Act"), transfer of any amount to general reserve is at the discretion of the Holding Company.

ii) Consolidation Adjustment Reserve

The subsidiary company at Muscat, had transferred retained earnings to the Share Capital as per the local laws applicable on it in the previous years. The shareholding agreement was updated to ensure the percentage holding of the Holding Company. Pending issuance of the share scrips in this respect, the same has not been recorded as investment and the difference has been taken to "Consolidation Adjustment Reserve".

iii) Legal reserve

Statutory/legal reserve is created as per the local laws of the country of incorporation of the subsidiary company.

iv) Retained earnings :

Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Act.

v) Other comprehensive income (OCI) reserves :

Other comprehensive income (OCI) reserve represent the balance in equity for items to be accounted in OCI. OCI is classified into (i) items that will not be reclassified to profit and loss, and (ii) items that will be reclassified to statement of profit and loss.

vi) Foreign curreny transaltion reserve :

Exchange differences relating to the translation of results and net assets of the Group's foreign operations from their functional currencies to the Group's presentation currency (i.e. Rupees) are recognised directly in the other comprehensive income and accumulated in foreign translation reserve. Exchange difference previously accumulated in the foreign currency trnslation reserve are reclassified to profit or loss on the disposal of the foreign operation.

The accompanying notes form an integral part of these financial statements

As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Neeraj Bansal
Partner
Membership No: 095960

Place : New Delhi
Date: June 15, 2020

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Place : New Delhi
Date: June 15, 2020

SEMAC CONSULTANTS PRIVATE LIMITED

Consolidated Statement of Cash Flows For The Year Ended March 31, 2020

(₹ in '000)

	2019-20	2018-19
A Cash Flow from Operating Activities		
Net Profit before tax	41,479	53,569
Adjustments:		
Depreciation and amortization	17,609	10,747
Sundry balances written off	24,711	8,442
Provision for ECL	2,220	-
Bad debts/ advances written off	7,510	37,898
Finance cost	2,894	611
Interest income	(13,499)	(11,037)
Sundry balances/provision no longer required written back	(589)	(2,686)
Foreign currency translation	1,633	8,269
Profit on sale of investment	(75)	-
Loss on sale of investment	706	-
(Profit)/loss on sale of fixed assets and assets written off	(874)	966
Operating profit before working capital changes	**83,725**	**106,779**
Adjustments for working capital changes :		
Increase/ (decrease) in trade payables	(56,239)	12,315
(Increase)/ decrease in trade receivables	84,985	(224,184)
(Increase)/ decrease in other financial assets	1,812	16,638
(Increase)/ decrease in loans and other current assets	(37,494)	58,255
Increase/ (decrease) in provisions	(11,376)	2,908
Increase/ (decrease) in other current liabilities	(112,988)	106,090
Cash Generated from Operations	**(47,575)**	**78,801**
Direct taxes paid net of refund	57,791	(64,762)
Net Cash from Operating activities	**10,216**	**14,039**
B Cash Flow from Investing Activities		
Purchase of fixed assets	(13,424)	(11,759)
Proceeds from sale of fixed assets	1,124	2,122
Fixed deposits made	(8,659)	(5,962)
Purchase of investments	(37,000)	-
Proceeds from sale of investments	7,000	-
Profit on sale of investment	75	-
Interest Received	12,662	9,966
Net Cash used in Investing Activities	**(38,222)**	**(5,632)**
C Cash Flow from Financing Activities		
Repayment of principal on lease liability	(5,444)	-
Repayment of Interest on lease libilities	(2,293)	-
(Repayment) of Long term Borrowings	(329)	(288)
Dividend paid	-	(18,102)
Finance Cost	(2,894)	(611)
Net cash from / (used in) financing activities	**(10,960)**	**(19,002)**
Net increase in cash and cash equivalents (A+B+C)	**(38,966)**	**(10,595)**
Cash and cash equivalents (Opening Balance)	**162,586**	**173,181**
Cash and cash equivalents (Closing Balance)	**123,620**	**162,586**

(₹ in '000)

	2019-20	2018-19
Components of Cash & Cash Equivalents		
Balances with banks		
- in Current Accounts	99,084	105,613
- On cash credit accounts		
- Deposits with original maturity of less than 3 months	23,690	56,195
Cash on hand	846	778
Cheques in hand	-	-
Net Cash & Cash Equivalents	**123,620**	**162,586**

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY CHARTERED ACCOUNTANTS NEW DELHI

Note:

1) Cash & cash equivalents components are as per Note 8.3
2) Change in the liability arising from financing activities during the year are on account of cash movement only.
3) The statement of cash flows has been prepared under the indirect method as set out in the Indian Accounting Standards (Ind AS) - 7 "Statemetn of Cash Flows".

As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Neeraj Bansal
Partner
Membership No: 095960

S.S. KOTHARI MEHTA & COMPANY
NEW DELHI
CHARTERED ACCOUNTANTS

Place : New Delhi
Date: June 15, 2020

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Deepali Dalmia

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Place : New Delhi
Date: June 15, 2020

Semac Consultants Private limited

Notes to the consolidated financial statements for the year ended March 31, 2020

1. Basis of accounting and preparation of Financial Statements

1.1 Corporate overview

Semac Consultants Private Limited ("the Holding Company") was incorporated as a private company and registered on January 16, 1987 under the Companies Act 1956 (superseded by Companies, Act 2013). The Holding Company is a subsidiary of Revathi Equipment Limited which is currently listed on Bombay Stock Exchange and National Stock Exchange. The Holding Company is engaged in design engineering consulting, with the end-to-end capabilities across architecture, structural, electrical, public health engineering (PHE), fire protection, heating ventilation and air conditioning (HVAC), lead certifications and energy audit domains.

The Subsidiary which has been included in these Consolidated Financial Statements:

Name of Company	Country of Incorporation	% Voting Power
Semac & Partners LLC	Muscat - Sultanate of Oman	65%

The Holding Company and its subsidiary together referred to as "the Group".

These financial statements were approved and adopted by board of directors of the Holding Company in their meeting held on June15, 2020.

1.2 Statement of Compliance

The consolidated financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 as amended from time to time.

1.3 Basis of preparation of accounts

These financial statements have been prepared complying in all material respects with the Indian Accounting Standards notified under Section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rule 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 as amended from time to time. The financial statements comply with IND AS notified by Ministry of Company Affairs ("MCA"). The Holding Company has consistently applied the accounting policies used in the preparation of financial statements of all the periods presented.

The financial statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities measured at fair value
- Defined benefit plans as per actuarial valuation

1.4 Principle of Consolidation

The consolidated financial statements comprise the financial statements of the Holding Company and its subsidiary as at March 31, 2020(referred to as "Group") and has been prepared in accordance with the requirement of Indian Accounting Standard (Ind AS).

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Semac Consultants Private limited

Notes to the consolidated financial statements for the year ended March 31, 2020

As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements, otherwise as stated elsewhere.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Holding Company, i.e., year ended on March 31.When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Consolidation Procedure

(i) The financial statements of the Holding Company and its subsidiary are consolidated on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with the Indian Accounting Standard (Ind AS-110) – "Consolidated Financial Statements".

(ii) The difference between the cost of investment in the subsidiary over the net assets at the time of acquisition of shares in the subsidiary is recognised in the financial statements as Goodwill or Capital Reserve as the case may be. Such goodwill/capital reserve has been consolidated based on the audited financial statement of the subsidiary as on the reporting date immediately preceding the date on which the holding-subsidiary relationship came into existence.

(iii) Non controlling Interest in the net assets of the consolidated subsidiary consists of (a) the amount of equity attributable to the minority share at the date on which investment in a subsidiary is made and (b) the minorities' share of movements in equity since the date the parent-subsidiary relationship came into existence.

(iv) The Holding Company has adopted Indian Accounting Standard 19 (Ind AS 19) on "Employee Benefits". These consolidated financial statements include the obligations as per requirements of this standard except for overseas branch, subsidiary incorporated outside India who have determined the valuation / provision for employee benefits as per requirements of their respective countries. In the opinion of the management, the impact of this deviation is not material.

(v) The Subsidiary at Muscat as per local law have transferred certain portion of its' net income to Legal/Statutory Reserve. These reserves are not available for distribution except in the circumstances stipulated and the same has been disclosed as Legal/Statutory Reserve.

(vi) Semac & Partners LLC (Muscat), has capitalised retained earnings to the Share Capital in earlier years as per the local laws applicable to it in the previous years. The shareholding agreement was updated to ensure the percentage shareholding of the Holding Company. Pending issuance of the share scripts in this respect, the same has not been recorded as investment and the difference has been taken to "Consolidation Adjustment Reserve."

1.5 Operating cycle

Operating cycle is the time between the acquisition of assets for providing services and their realisation in Cash and cash equivalents. Based on the nature of services provided by the group, its normal

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

operating cycle is not clearly identifiable, therefore it is assumed to be twelve months for the purpose of current / non-current classification of assets and liabilities.

1.6 Functional and presentation currency

The Group has three functional currencies – (i) Indian rupees (₹), (ii) Omani Riyal, and (iii) United Arab Emirates Dirham (AED). The financial statements are presented in Indian rupees (₹), which is one of the functional currency of the Group.

1.7 Use of judgment, estimates and assumptions

The preparation of financial statements in conformity with Ind AS requires the Management to make judgement, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities and contingent assets at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon the Management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods

a. Property, plant and equipment and intangible assets

The useful life and residual value of plant, property equipment and intangible assets are determined based on technical evaluation made by the management of the expected usage of the asset, the physical wear and tear and technical or commercial obsolescence of the asset. Due to the judgements involved in suchestimations, the useful life and residual value are sensitive to the actual usage in future period.

b. Recognition and measurement of defined benefit obligations

The cost of the leave encashment, defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are periodically reviewed at each reporting date.

c. Fair value measurement of financial instruments

When the fair value of the financial assets and liabilities recorded in the balance sheet cannot be measured based on the quoted market price in activate markets, their fair value is measured using valuation technique. The input to these models are taken from the observable market where possible, but this is not feasible, a review of judgment is required in establishing fair values. Changes in assumption relating to these assumption could affect the fair value of financial instrument.

d. Provision for litigations and contingencies

The provision for litigations and contingencies are determined based on evaluation made by the management of the present obligation arising from past events the settlement of which is expected to result in outflow of resources embodying economic benefits, which involves judgements around estimating the ultimate outcome of such past events and measurement of the obligation amount

e. Impairment of Financial and Non-Financial Assets

The impairment provision for financial assets are based on assumptions about risk of default and expected losses. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

The Group assesses at each reporting date whether there is an indication that a Non-financial asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount which is higher of an asset's or CGU's fair value less costs of disposal and its value in use. 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.

1.8 Fair Value Measurement

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 the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis as explained above, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

2 Significant Accounting Policies

2.1 Property, plant and equipment

Property, plant and equipment are stated at original cost net of tax/ duty credit availed, less accumulated depreciation and accumulated impairment losses. The cost of an asset includes the purchase cost of materials including import duties and non-refundable taxes, and any directly attributable costs of bringing an asset to the location and condition of its intended use. Interest on borrowings used to finance the construction of qualifying assets are capitalized as part of cost of the asset until such time that the asset is ready for its intended use. The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

When significant part of the property, plant and equipment are required to replace at intervals, the Group derecognized the replaced part and recognized the new parts with its own associated useful life and it depreciated accordingly. Likewise when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance cost are recognized in the statement of the profit and loss as incurred.

Internally manufactured property, plant and equipment are capitalised at factory cost including excise duty and or GST whatever is applicable.

Capital work in progress include property plant & equipment under installation/under development as at the balance sheet date and are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost and are transferred to respective capital asset when they are available for use.

Property, plant and equipment are derecognised from the financial statement, either on disposal or when no economic benefits are expected from its use or disposal. Gains or losses arising from disposal of property, plant and equipment are a recognized in the statement of profit and loss in the year of occurrence.

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Semac Consultants Private limited

Notes to the consolidated financial statements for the year ended March 31, 2020

2.2 Investment Property

Investment properties are properties, either land or building or both, held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost including transactions costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirement for cost model.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is de-recognised.

2.3Intangible assets

Capital expenditure on purchase and development of identifiable assets without physical substance is recognized as intangible assets in accordance with principles given under Ind AS-38 – Intangible Assets.

The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. Expenses Incurred during construction period, preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction / implementation, interest on borrowings to finance fixed assets and expenditure on start-up / commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets.

2.4Depreciation and amortization

Depreciation on property plant and equipment is provided on written down value method on the basis of useful life of assets at the rates prescribed in Schedule II to the Companies Act, 2013 except in case of overseas branch and subsidiary where depreciation is provided on a straight line basis over the useful life of assets as ascertained by the management. Property, Plant and Equipment which are added / disposed off during the year, depreciation is provided pro-rata basis with reference to the month of addition / deletion. The Holding Company has adopted the residual value of 2%.

The useful lives of intangible asset are assessed as either finite or indefinite. Intangible asset with a finite useful life are amortized over a period of 3 to 5 years on written down value basis and are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible asset with indefinite useful lives, if they are not amortised, but are tested for impairment either individually or at the cash generating unit level. The assessment of indefinite useful life is reviewed annually to determine whether the indefinite life continues to be supportable. Currently there are no intangible assets with indefinite useful life.

2.5Impairment of Non-financial assets

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Property, plant and equipment, intangible assets and assets classified as investment property with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit or loss.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

Impairment losses on continuing operations, including impairment on inventories are recognized in the statement of profit and loss, except for properties previously revalued with the revaluation taken to other comprehensive income. For such properties, the impairment is recognized in OCI up to the amount of any previous revaluation surplus.

2.6Leases

As a lessee

The Group's lease asset classes primarily consist of leases for land. The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY CHARTERED ACCOUNTANTS NEW DELHI

any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset are separately presented in the Balance Sheet and lease payments are classified as financing cash flows.

2.6 Government grants

Government grants are recognised at fair value when there is reasonable assurance that the grant would be received and the Holding Company would comply with all the conditions attached with them

Government grants are recognised in profit or loss on a systematic basis over the periods in which the HoldingCompany recognises as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the HoldingCompany should purchase, construct or otherwise acquire non-current assets are recognised as deferred revenue in the balance sheet and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Holding Company with no future related costs are recognised in profit or loss in the period in which they become receivable.

2.7Borrowing Cost

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of such asset till such time that is required to complete and prepare the asset to get ready for its intended use. Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds. Borrowing costs also include exchange differences to the extent regarded as an adjustment to the borrowing costs.

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

2.8Segment accounting and reporting

The chief operational decision maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss and is measured consistently with profit and loss in the financial statements.

The Operating Segments have been identified on the basis of the nature of products/ services.

I.Segment Revenue includes sales and other income directly identifiable with/ allocable to the segment including inter- segment revenue.

IiExpenses that are directly identifiable with/ allocable to the segments are considered for determining the segment result. Expenses not allocable to segments are included under unallocable expenditure

iii. Income not allocable to the segments is included in unallocable income

iv. Segment results includes margin on inter segment and sales which are reduced in arriving at the profit before tax.

v.Segment assets and Liabilities include those directly identifiable with the respective segments. Assets and liabilities not allocable to any segment are classified under unallocable category.

2.9Employee Benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (Ind AS)-19 - 'Employee Benefits'.

a. Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

b. Defined contribution plan

Retirement benefits in the form of provident fund, pension scheme and superannuation scheme and ESI are a defined contribution plan and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund.

c. Defined benefit plan

The Holding Company's liabilities on account of gratuity (partly funded) and earned leaves on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits'. Gratuity liability is funded on year-to-year basis by contribution to respective fund.The Holding Company's Employee Gratuity Fund is managed by Life Insurance Corporation The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Accumulated leaves, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Holding Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Holding Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

2.10Financial Instruments

(a) Financial Assets

Classification

The Group classified financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and contractual cash flow characteristics of the financial asset.

Initial Recognition and Measurement

The Group recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets (except for certain trade receivables) are recognized initially at fair value plus, for financial asset not subsequently measured at FVTPL, transaction costs that are directly attributable to the acquisition of financial assets. Trade receivables that do not contain a significant financing component (determined in accordance with IND AS 115 – Revenue Recognition) are initially measured at their transaction price and not at fair value.

Subsequent Measurement

For the purpose of subsequent measurement the financial assets are classified in three categories:

• At amortised cost for debt instruments only.

• At fair value through profit & loss account

• At fair value through other comprehensive income

Debt instrument at amortised cost

A "debts instrument" is measured at the amortised cost if both the following condition are met.

• The assets is held within a business model whose objective is to hold assets for collecting contractual cash flow, and

• Contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principle and interest (SPPI) on the principle amount outstanding.

After initial measurement, such financial assets are subsequently measurement at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount and premium and fee or costs that are an integral part of an EIR. The EIR amortisation is included in

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

Debt instrument at Fair value through Other Comprehensive Income

A financial asset should be measured at FVTOCI if both the following condition are met:

• The assets is held within a business model in which asset are managed both in order to collect contractual cash flows and for sale (business model test), and

• Contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principle and interest (SPPI) on the principle amount outstanding (contractual cash flow characteristics).

After initial measurement (at Fair value minus transaction cost), such financial assets are measured at Fair value with changes in fair value recognized in OCI except for :

(a) Interest calculated using EIR

(b) Foreign exchange gain and losses; and

(c) Impairment losses and gains

Debt instrument at Fair value through Profit or loss

Debt instruments included within the fair value through profit or loss (FVTPL) category are measured at fair value with all changes recognised in the statement of profit and loss.

Equity investments

All equity investments other than investment in subsidiaries, joint venture and associates are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group decides to classify the same either as at fair value through other comprehensive income (FVTOCI) or FVTPL. The Group makes such election on an instrument-by- instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then fair value changes on the instrument, excluding dividends, are recognised in other compressive income (OCI). There is no recycling of the amounts from OCI to statement of profit or loss, even on sale of such investments.

Equity instrument includes within the FVTPL category are measured at fair value with all changes recognised in the Statement of profit or loss.

Derecognition

A financial assets (or, where applicable, a part of a financial asset) is primarily derecognised when:

• The right to receive cash flows from the assets have expired or

• The Group has transferred substantially all the risks and rewards of the assets, or

• The Grouphas neither transferred nor retained substantially all the risks and rewards of the assets, but has transferred control of the assets.

Impairment of financial assets

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

The Group applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables and other contractual rights to receive cash or other financial asset.

Expected credit loss is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate. The Group estimates cash flows by considering all contractual terms of the financial instrument through the expected life of that financial instrument.

The Group measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses.

(b) Financial liabilities & Equity

Classification

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument

Initial recognition and measurement

The Group recognizes financial liability when it becomes a party to the contractual provisions of the instrument. All financial liability are recognized initially at fair value minus, for financial liability not subsequently measured at FVTPL, transaction costs that are directly attributable to the issue of financial liability

Subsequent Measurement of Financial Liabilty

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL

Financial Liability at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) Method. Gain and losses are recognised in statement of profit and loss when the liabilities are derecognised.

Amortised cost is calculated by taking into account any discount or premium on acquisition and transaction cost. The EIR amortization is included as finance cost in the statement of profit and loss.

This category generally applies to loans & borrowings.

Financial Liability at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Group as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Group entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Group's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

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 amount are recognised in the Statement of Profit and loss.

Offsetting of financial instrument

Financial Assets and Financial Liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

2.11Investments in Associate, Joint venture & Associate

Investments in equity shares of Subsidiaries, Joint Ventures & Associates are recorded at cost and reviewed for impairment at each balance sheet date.

2.12Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts and other incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes or other amounts collected from customers.

The specific recognition criteria described below must also be met before revenue is recognised.

Revenue from Services

(i) **Engineering consultancy and project management charges**
Revenue is recognised based on the performance of services as agreed in the contract with customers at a point in time.

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

(ii) **Works Contract Services**

The Group's contracts may include multiple goods or services that are accounted for as separate performance obligations if they are distinct - if a good or service is separately identifiable from other items in the contract and if a customer can benefit from it. Most of the Group's contracts include a single performance obligation because the promise to transfer the individual goods or services is not separately identifiable from other promises in the contract and therefore is not distinct.

The Group transfers control of the goods or services it provides to clients over time and therefore recognizes revenue progressively as the services are performed as per the terms mentioned under the contracts with customers. Revenue from fixed-fee contracts is recognized based on the percentage of completion method where the stage of completion is measured using costs incurred to date as a percentage of total estimated costs for each contract, and the percentage of completion is applied to total estimated revenue. When the contract outcome cannot be measured reliably, revenue is recognized only to the extent that the expenses incurred are eligible to be recovered.

Revenue is adjusted for the effects of a significant financing component when the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. Advance payments and retention money typically do not result in a significant financing component because the intent is to provide protection against the failure of one party to adequately complete some or all of its obligations under the contract.

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Contract assets represent unbilled amounts where the right to payment is subject to more than the passage of time. Contract assets are transferred to receivables when the right to consideration becomes unconditional.

Trade receivables

A receivable represents the Group's right to an amount of consideration that is unconditional i.e. only the passage of time is required before payment of consideration is due and the amount is billable.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration from the customer. Contract liabilities are recognised as revenue when the Group performs obligations under the contract.

Interest Income

Interest income is recognized on time apportionment basis. Effective interest method is used to compute the interest income on long terms loans and advances.

Dividends

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Dividend income is recognized when the right to receive is established, which is generally when shareholders approve the dividend.

2.13Foreign Currency Transactions

• Initial recognition

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

• Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

• Exchange differences

The gain or loss arising on translation of 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).

• Foreign Operations

In respect of overseas branch operation and subsidiary, the financial are converted in presentational currency using the following procedures.

a) Assets and liabilities for each balance sheet presented (i.e. including comparatives) shall be translated at the closing rate at the date of that balance sheet;

b) Income and expenses for each statement of profit and loss presented (i.e. including comparatives) shall be translated at exchange rates at the dates of the transactions or a rate that approximates the exchange rates at the dates of the transactions; and

c) All resulting exchange differences shall be recognised in other comprehensive income

2.14Taxes

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognized directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Holding Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Holding Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Holding Company recognizes MAT credit as an asset, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Holding Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Holding Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

2.15Provisions, contingent liabilities and contingent assets

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event and it is probable that the outflow of resources embodying economic benefits will be required to settle the obligation in respect of which reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, the expense relating to provision presented in the statement of profit & loss is net of any reimbursement.

If the effect of the time value of money is material, provisions are disclosed using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as finance cost.

Contingent liability is disclosed in the notes in case of:

Semac Consultants Private limited

Notes to the consolidated financial statements for the year ended March 31, 2020

• There is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group.

• A present obligation arising from past event, when it is not probable that as outflow of resources will be required to settle the obligation

• A present obligation arises from the past event, when no reliable estimate is possible.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

2.16Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

2.17Cash and cash equivalents

Cash and cash equivalents includes cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consists of cash and short term deposits, as defined above, net of outstanding bank overdraft as they being considered as integral part of the Group's cash management.

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

Notes To Consolidated Financial Statements For The Year Ended March 31, 2020

Note 3 Property, Plant & Equipment

(₹ in '000)

Particulars	Tangible Assets										Intangible Assets
	Leasehold Improvements	Buildings	Plant & Machinery	Electrical Installations	Computer (End-user Devices)	Computers (Servers & Networks)	Furniture & Fixtures	Office equipment	Vehicles	Total Tangible Assets	Computer Software
GROSS BLOCK											
as at March 31, 2018	2,646	7,723	9,399	1,800	46,303	884	25,048	20,696	41,888	**156,387**	**52,696**
Addition	1,191	-	1,429	-	882	374	5,331	1,287	940	11,434	325
Disposals / Adjustments	-	-	(411)	-	-	-	(10,485)	(753)	-	(11,650)	-
as at March 31, 2019	**3,837**	**7,723**	**10,416**	**1,800**	**47,185**	**1,258**	**19,894**	**21,230**	**42,828**	**156,171**	**53,021**
Addition	746	-	-	-	685	-	2,782	1,153	6,985	12,351	1,074
Disposals	-	-	(3,794)	-	-	-	(18)	(18)	(10,217)	(14,047)	-
as at March 31, 2020	**4,583**	**7,723**	**6,622**	**1,800**	**47,870**	**1,258**	**22,658**	**22,365**	**39,596**	**154,475**	**54,095**
DEPRECIATION											
as at March 31, 2018	2,593	3,990	8,531	1,699	43,279	821	21,754	19,568	35,220	**137,455**	**49,847**
Charge for the year	411	214	376	22	1,282	84	2,202	1,134	3,982	9,707	1,040
Disposals	-	-	(403)	-	-	-	(7,425)	(734)	-	(8,562)	-
Charged to opening reserves	-	-	-	-	(88)	-	(4)	(20)	(372)	(484)	(6)
as at March 31, 2019	**3,004**	**4,204**	**8,504**	**1,722**	**44,474**	**905**	**16,527**	**19,947**	**38,830**	**138,116**	**50,880**
Charge for the year	683	202	537	16	794	166	2,073	1,609	4,048	10,127	896
Disposals	-	-	(3,547)	-	-	-	(16)	(18)	(10,217)	(13,797)	-
Adjustment - FCTR	-	-	-	-	(139)	-	(25)	41	(337)	(460)	(0)
as at March 31, 2020	**3,687**	**4,406**	**5,494**	**1,738**	**45,129**	**1,071**	**18,559**	**21,579**	**32,324**	**133,986**	**51,776**
NET BLOCK											
as at March 31, 2019	833	3,519	1,912	78	2,711	353	3,367	1,283	3,998	18,055	2,141
as at March 31, 2020	**896**	**3,317**	**1,128**	**62**	**2,741**	**187**	**4,099**	**786**	**7,272**	**20,489**	**2,319**

(i) Foreign currency translation reserve on account of exchange difference arising due to different conversion rate taken for the opening balance and addition/ deletion considered on average exchange rates.

S.S. KOTHARI MEHTA & COMPANY * CHARTERED ACCOUNTANTS * NEW DELHI

SEMAC CONSULTANTS PVT. LTD. * GURGAON

SEMAC CONSULTANTS PRIVATE LIMITED

Notes To Consolidated Financial Statements For The Year Ended March 31, 2020

NOTE - 3.1 (₹ in '000)

Right of use assets

Particulars	Category of ROU
	Lease hold Premise
Balance as at 1 April, 2019	-
Reclassified on Adoption of Ind AS 116	1,624
Addition	22,861
Disposal	-
Balance as at 31st March 2020	**24,485**

Provision for depreciation

Particulars	Category of ROU
	Lease hold Premise
Balance as at 1 April, 2019	-
Reclassified on Adoption of Ind AS 116	-
Addition	6,586
Disposal	-
Balance as at 31st March 2020	**6,586**
Net Carrying Value as at 31st March 2020	**17,899**

The Group has taken office & residential premises on lease. These are accounted as per IND AS 116 & the management has considered all relevant facts and circumstances to classify some of the leases into short term. As a result Group elects not to apply the requirements of INDAS 116 and recognise the lease payments associated with those leases on straight-line basis over the lease term.

Interest charge for the year on lease liabilities **2,293**

Total cash outflow (payment) for leases

Leases for which Right of use assets is recognised **7,780**

Leases considered as short term **686**

Movement in Lease liabilites for the year ended 31st March 2020 :-

Particular	Total
Balance as at 1 April, 2019	-
Addition	22,861
Finance cost accrued during the period	2,293
Deletion	-
Payment of lease liability	7,780
Balance at the end	**17,373**

The Group has adopted Ind AS 116 "Leases" effective from April 1, 2019 and applied the same to lease contracts existing on April 1, 2019 with right of use asset recognised to an amount equal to adjusted lease liability. Accordingly the comparatives for the year ended March 31, 2019 have not been retrospectively adjusted.

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY CHARTERED ACCOUNTANTS NEW DELHI

4 Financial Asset : Non Current (₹ in '000)

4.1 Investment

		As at March 31, 2020	As at March 31, 2019
	Unquoted Investments		
(i)	**Investments in other body corporate (At Fair Value)**		
	128 (FY17-18 : 128) paid-up equity shares of Rs. 25/- each fully paid-up in Shamrao Vittal Co-op. Bank Ltd.	-	3
	74,050 (FY17-18: 74,050) fully paid up equity shares of Rs. 10/- each in AEC Infotech Pvt. Ltd.	-	666
	Quoted Investment		
	3,600 (FY17-18: 3600) fully paid up equity shares of Rs. 10/- each in Lakeland Hotels Ltd.	-	36
	Total	-	705
	Aggregate amount of quoted investments	-	36
	Market value of quoted investments	-	49
	Aggregate amount of unquoted investments	-	669

4.2 Loans

	As at March 31, 2020	As at March 31, 2019
Security deposits		
Unsecured, considered good		
- Rent deposit *	6,237	5,020
- Deposits with statutory authorities	25	25
Total	6,262	5,045

* Rent deposits with related parties amounts to Rs. 5,161 (in '000)
Also refer note 42

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

(₹ in '000)

5 Non current tax assets (net)

	As at March 31, 2020	As at March 31, 2019
Advance payment of taxes (net)	42,409	-
	42,409	-

6 Deferred Tax Assets

	As at March 31, 2020	As at March 31, 2019
Deferred tax asset (Net)	58,247	47,915
	58,247	47,915

(i) Movement in deferred tax items

FY 19-20	As at March 31, 2019	Recognised in Profit & Loss Account	Recognised in other comprehensive income	As at March 31, 2020
Deferred tax (liability) / asset in relation to:				
Expenses allowable on payment basis and others	14,450	(896)	-	13,554
Carry forward losses and unabsorbed depreciation	29,431	1,143	-	30,574
Right of use assets net off Lease Liabilities	-	146	-	146
Security Deposit Rent	-	886	-	886
Remeasurement of Defined Benefit Plan	(521)	-	(1,161)	(1,682)
Difference between Written Down Value as per books and as per Income Tax Act, 1961	3,896	583	-	4,479
Provision for doubtful debt	658	(24)	-	634
MAT Credit Entitement	-	-	-	9,655
Net Deferred tax (liability) / asset	**47,915**	**1,837**	**(1,161)**	**58,247**

FY 18-19	As at March 31, 2018	Recognised in Profit & Loss Account	Recognised in other comprehensive income	As at March 31, 2019
Deferred tax (liability) / asset on account of:				
Expenses allowable on payment basis and others	9,405	5,045	-	14,450
Carry forward losses and unabsorbed depreciation	35,197	(5,766)	-	29,431
Remeasurement of Defined Benefit Plan	(930)	-	409	(521)
Difference between Written Down Value as per books and as per Income Tax Act, 1961	2,997	899	-	3,896
Provision for doubtful debt	1,740	(1,082)	-	658
Net deferred tax (liability) / asset	**48,409**	**(903)**	**409**	**47,915**

7 Other non current asset

	As at March 31, 2020	As at March 31, 2019
Advance lease rent	-	1,623
Total	-	1,623

8 Financial Asset : Current

8.1 Investment

	As at March 31, 2020	As at March 31, 2019
Quoted investments		
(i) Investment in mutual funds (at FVTPL)		
HDFC liquid fund (growth)	30,533	-
Total	30,533	-

Also refer note 42

8.2 Trade receivables

	As at March 31, 2020	As at March 31, 2019
Trade receivable considered good-unsecured	330,582	137,296
Trade receivable which have significant increase in credit risk	-	-
Trade receivable-credit impaired	27,446	23,549
Less provision for ECL	(27,446)	(23,549)
	330,582	137,296

Also refer note 41 & 42

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY CHARTERED ACCOUNTANTS NEW DELHI

8.3 **Cash and cash equivalent**

	As at March 31, 2020	As at March 31, 2019
Balances with banks		
- in Current accounts	99,084	105,613
- in Fixed deposit with maturity of upto 3 months	23,690	56,195
Cash on hand	846	778
Total	**123,620**	**162,586**

Also refer note 42

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

8.4 Bank balance (₹ in '000)

	As at March 31, 2020	As at March 31, 2019
Balances with banks		
- in Fixed deposit with maturity of upto 3-12 months (under lien)	85,790	77,131
	85,790	77,131

Also refer note 42

8.5 Loans

	As at March 31, 2020	As at March 31, 2019
Loans to other parties (refer note i & ii)	105,987	39,215
Security deposit		
Earnest money deposit	2,799	3,044
Others.	1,290	1,375
Advance to employees	572	130
Total	110,648	43,764

Note

(i) Loan of Rs. 3.00 Crore was given to Daga World LLP, a Limited Liability Partnership firm on 13th May, 2020 for general corporate purposes for a period of two and half years at interest rate of 13% per annum

(ii) Loan of Rs 4.00 Crore was given to Trans Metalite India Ltd., a limited company on 7th January, 2020 for general corporate purposes for a period of six months at interest rate of 15% per annum.
Also refer note 42 & 47

8.6 Other financial assets

	As at March 31, 2020	As at March 31, 2019
Interest accrued on deposits with bank	4,136	4,806
Interest accrued on loan to others	1,507	-
Unbilled revenue	21,537	24,186
Total	27,180	28,992

Also refer note 42

9 Current tax asset (net)

	As at March 31, 2020	As at March 31, 2019
Advance payment of taxes (net)	34,301	126,073
Total	34,301	126,073

10 Contract assets

	As at March 31, 2020	As at March 31, 2019
Trade receivables	-	341,823
	-	341,823

Also refer note 41 & 42

11 Other current asset

	As at March 31, 2020	As at March 31, 2019
Advance to suppliers	11,318	25,500
Prepaid expenses	8,734	11,772
Other advances recoverable in kind	-	400
Balance with statutory authorities	11,994	24,065
Total	32,046	61,737

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

12 Equity Share Capital

(₹ in '000)

	As at March 31, 2020	As at March 31, 2019
Authorised:		
20,00,000 Equity Shares of Rs.10/- each	20,000	20,000
Issued, subscribed and fully paid up :		
18,20,892 (previous year 18,20,892) equity shares of Rs.10/- each	18,209	18,209
Total	18,209	18,209

(i) **Reconciliation of number and amount of equity shares outstanding:**

	No. of shares	Amount in '000
As at March 31, 2019	1,820,892	18,209
Movement during the year	-	-
As at March 31, 2020	1,820,892	18,209

(ii) **Details of shareholders holding more than 5% shares in the company**

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of shares	% of holding	No. of shares	% of holding
Revathi Equipment Ltd. (the Parent Company)	1,401,860	76.99%	1,401,860	76.99%
B. S. Aswathnarayan	97,390	5.35%	97,390	5.35%
T. S. Gururaj	95,851	5.26%	95,851	5.26%
	1,595,101	87.60%	1,595,101	87.60%

As per records of the Holding Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(iii) **Rights, preferences and restrictions attached to equity shares**

a) The Holding Company has one class of equity shares having par value of Rs 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Holding Company, the equity shareholders will be entitled to receive any of the remaining assets of the Holding Company in proportion to the number of equity shares held by the sharholders, after distribution of all preferential amounts.

b) During the year ended March 31, 2020 the amount of dividend per share recognised as distribution to equity shareholder was Rs. NIL (FY 18-19 Rs. NIL)

c) The Holding Company has not issued any shares for considration other than cash including bonus shares.

13 Other Equity

	As at March 31, 2020	As at March 31, 2019
A. <u>RESERVES & SURPLUS</u>		
General reserve		
Opening balance	164,127	164,127
Changes during the year	-	-
Closing Balance	164,127	164,127
Consolidation Adjustment Reserve	21,511	21,511
Legal reserve		
Opening balance	6,926	6,926
Changes during the year	-	-
Closing Balance	6,926	6,926
Retained earnings		
Opening balance	344,975	334,157
Add : (Loss)/Profit for the year	35,403	28,920
Dividend paid	-	(18,102)
Balance at the end of the year	380,378	344,975

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY CHARTERED ACCOUNTANTS NEW DELHI

(₹ in '000)

B. OTHER COMPREHENSIVE INCOME

Foreign currency translation reserve (FCTR)		
Opening balance	17,981	13,492
Additions during the period	247	4,489
Balance at the end of the year	18,228	17,981
Remeasurement of defined benefit plan		
Opening balance	6,926	4,515
Additions during the period	4,883	2,411
Balance at the end of the year	11,809	6,926
Total	602,979	562,446

Nature & purpose of reserves

i) General reserve :
General reserve represents the statutory reserve, this is in accordance with Indian Corporate Law wherein a portion of profit is apportioned to general reserve. Under Companies Act, 1956 it was mandatory to transfer the amount before Holding Company can declare dividend. However under Companies Act 2013 ("the Act"), transfer of any amount to general reserve is at the discretion of the Holding Company.

ii) Consolidation Adjustment Reserve
The Subsidiary Company at Muscat, had transferred retained earnings to the Share Capital as per the local laws applicable on it in the previous years. The shareholding agreement was updated to ensure the percentage holding of the Holding Company. Pending issuance of the share scrips in this respect, the same has not been recorded as investment and the difference has been taken to "Consolidation Adjustment Reserve".

iii) Legal reserve
Statutory/legal reserve is created as per the local laws of the country of incorporation of the subsidiary company.

iv) Retained earnings :
Retained earnings represents undistributed profits of the Group which can be distributed to its equity shareholders in accordance with the requirement of the applicable Act.

v) Other comprehensive income (OCI) reserves :
Other comprehensive income (OCI) reserve represent the balance in equity for items to be accounted in OCI. OCI is classified into (i) items that will not be reclassified to profit and loss, and (ii) items that will be reclassified to statement of profit and loss.

vi) Foreign curreny transaltion reserve :
Exchange differences relating to the translation of results and net assets of the Group's foreign operations from their functional currencies to the Group's presentation currency (i.e. Rupees) are recognised directly in the other comprehensive income and accumulated in foreign translation reserve. Exchange difference previously accumulated in the foreign currency trnslation reserve are reclassified to profit or loss on the disposal of the foreign operation.

14 Non-controlling interest

Opening balance	69,124	55,210
Additions during the period	5,585	13,914
Tax on dividend	-	-
Total	74,709	69,124

15 Financial liability : Non current

15.1 Borrowings

	As at March 31, 2020	As at March 31, 2019
Secured at amortised cost		
From bank		
- Term Loan	24	353
Less: Current maturity of Non-current borrowings	(24)	(315)
Total	-	38

Term loan from ICICI bank, taken @ 14.5% is secured by Mortgage of flat at Sikanderabad and is repayable in equated monthly instalments (EMI) of Rs. 0.29 thousands each (starting from November 2005 for a period of 177 months)

15.2 Other financial liability

	As at March 31, 2020	As at March 31, 2019
Retention money payable	48,633	60,395
Total	48,633	60,395

Also refer note 41 & 42

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

16 Non current provision

	As at March 31, 2020	As at March 31, 2019
Provision for employee benefits		
Provision for gratuity (Refer note 38)	30,342	34,015
Provision for leave salary (Refer note 38)	2,121	5,188
	32,463	**39,203**

17 Financial Liability : Current

17.1 Trade payables

		As at March 31, 2020	As at March 31, 2019
a)	Micro, small and medium enterprises (Refer Note 34)	7,465	-
b)	Others than Micro, small and medium enterprises	41,938	111,634
Total		49,403	111,634

Also refer note 41 & 42

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

(₹ in '000)

17.2 Other Financial Liability

	As at March 31, 2020	As at March 31, 2019
Current maturity of Non-current borrowings	24	315
Expenses payable	24,530	19,650
Total	24,554	19,965

Also refer note 41 & 42

18 Contract Liability

	As at March 31, 2020	As at March 31, 2019
Advance from customers	-	92,469
Total	-	92,469

19 Short term provisions

	As at March 31, 2020	As at March 31, 2019
Provision for employee benefits		
Provision for gratuity (Refer note 38)	2,098	4,553
Provision for leave salary (Refer note 38)	465	1,357
Provision for contingency *	12,400	12,400
Total	14,963	18,310

* Claim made by a client which is under dispute.

20 Other current liability

	As at March 31, 2020	As at March 31, 2019
Dividend Payable	2,091	9,123
Statutory liabilities	5,700	4,978
Employee related dues	31,247	48,992
Total	39,039	63,093

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY CHARTERED ACCOUNTANTS NEW DELHI

21 Revenue from operations

₹ in '000

Revenue from contracts with customers

	Year ended 31st March 2020	Year ended 31st March 2019

(i) Disaggregated revenue information

Set out below is the disaggregation of the Group's revenue from contracts with customers:

	Year ended 31st March 2020	Year ended 31st March 2019
Segment		
(a) Type of goods or services:		
(i) Sale of services		
Engineering consultancy and project management charges	448,781	537,028
Work contract services	389,896	814,397
Total revenue from contracts with customers	**838,677**	**1,351,425**

(b) Location:

	Year ended 31st March 2020	Year ended 31st March 2019
India	550,085	1,032,573
Outside India	301,634	318,852
Total revenue from contracts with customers	**851,719**	**1,351,425**

(c) Timing of revenue recognition:

	Year ended 31st March 2020	Year ended 31st March 2019
Services provided at a point in time	448,781	1,351,425
Services provided over the period of time	389,896	-
	838,677	**1,351,425**

(ii) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

	Year ended 31st March 2020	Year ended 31st March 2019
Trade receivables	330,582	137,296
Contract Assets	-	341,823
Contract liabilities:		
Advance from customers	-	92,469

(iii) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

	Year ended 31st March 2020	Year ended 31st March 2019
Revenue as per contracted price	838,677	1,351,425
Adjustments:		
Sales return	-	-
Revenue from contracts with customers	**838,677**	**1,351,425**

22 Other Income

	Year ended 31st March 2020	Year ended 31st March 2019
Interest Income from		
- Interest from FDs	5,280	6,152
- Income tax refund	2,939	-
- Loans & advances	5,279	4,885
Income from investments	457	-
Profit on sale of current investments	75	-
Bad debts recovered	40	-
Gain on foreign exchange fluctuation	6,859	6,474
Sundry balances/provision no longer required written back	5,991	2,686
Profit on sale of fixed assets (net)	1,063	-
Miscellaneous income	1,877	4,177
Tender document charges received	8,306	6,930
Total	**38,166**	**31,304**

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

23 Cost of services

₹ in '000

	Year ended 31st March 2020	Year ended 31st March 2019
Works contract expenses	236,683	651,944
Total	**236,683**	**651,944**

24 Employee benefit expense

	Year ended 31st March 2020	Year ended 31st March 2019
i. Salaries, wages, allowances & commission	336,168	375,584
ii. Contribution to gratuity, provident & other funds	14,303	14,394
iii. Staff welfare expenses	8,349	6,902
Total	**358,820**	**396,880**

25 Finance cost

	Year ended 31st March 2020	Year ended 31st March 2019
Interest expenses	27	76
Interest on delay in payment of statutory dues	574	535
Interest expenses - others	2,292	-
Total	**2,894**	**611**

26 Depreciation

	Year ended 31st March 2020	Year ended 31st March 2019
i. Tangible assets	10,127	9,756
ii. Intangible asset	896	991
iii. Right of use asset	6,586	-
Total	**17,609**	**10,747**

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

27 Other Expense

₹ in '000

	Year ended 31st March 2020	Year ended 31st March 2019
Power & fuel	3,856	2,804
Rent	11,464	24,443
Repairs on others	6,898	5,784
Insurance	16,140	15,120
Interest on delayed MSME payments	271	-
Rates & taxes	4,122	4,090
Bad debts written off	7,470	37,898
Provision for expected credit loss	2,220	-
Training & Seminar Expense	38	34
Travel & conveyance	24,869	27,436
Vehicle maintenance	5,347	5,274
Bank charges	2,518	5,425
Postage & telephone	4,910	5,411
Loss on Investment	706	1,172
Less: Impairment provision	-	(1,172)
Printing & stationery	2,650	3,525
Corporate Social Responsibilites	1,500	-
Audit fee & expenses	1,535	-
Sundry balances written off	24,711	8,442
Professional expense	78,292	109,560
Loss on sale of fixed assets (net)	189	966
Miscellaneous expenses	19,547	12,488
Tender Fee	106	278
Total	**219,359**	**268,978**

28 Tax Expense

Current tax	9,154	10,791
MAT Credit entitlement	(5,708)	(3,947)
- Income tax relating to earlier years	728	7,259
Deffered tax expense	(1,836)	903
	2,338	**15,006**

Income tax recognised in other comprehensive income

Deferred tax related to items recognised in other comprehensive income during the year:		
Items that will not be reclassified to Statement of Profit or Loss		
- Remeasurement of defined benefit obligations	(1,161)	409
Total income tax expense recognised in other comprehensive income	-	-
Total income tax expense recognised	1,177	15,415

29 Other Comprehensive Income

Item that will be reclassified to profit or loss		
Foreign currency translation reserve	2,093	8,759
Income tax relating to items that will be reclassified to profit or loss	-	-
Item that will not be reclassified to profit or loss		
Acturial gain/(loss) on defined benefit obligation	6,044	2,002
Income tax relating to items that will not be reclassified to profit or loss	(1,161)	
Total	**6,976**	**10,761**

29 Reconciliation of income tax expense and the accounting profit multiplied by Company's tax rate:

	27.82%	**27.82%**
Profit / (loss) before tax	47,523	55,571
Income tax expense calculated at 27.82% (including surcharge and education cess)	13,221	15,460
Effect of temporary differences	(454)	1,621
Effect of brought forward losses	(10,471)	(6,609)
Effect of earlier year taxes	-	7,259
Other adjustments	(1,564)	(3,134)
	733	**14,597**

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

Notes To Consolidated Financial Statements For The Year Ended March 31, 2020

₹ in '000

30 Earnings per share

	Unit of measurement	Year ended 31st March 2020	Year ended 31st March 2019
Face value of equity Shares (in Rs.)			
Total number of equity shares outstanding	Number	1,820,892	1,820,892
Weighted average number of equity shares in calculating basic and diluted EPS	Number	1,820,892	1,820,892
Countinued Operation			
Net profit for calculation of basic and diluted EPS	Rs in '000	39,141	38,563
EPS (Basic & Diluted)	in Rs	0.02	0.02
Discountinued Operation			
Net profit for calculation of basic and diluted EPS	Rs in '000	-	-
EPS (Basic & Diluted)	in Rs	-	-
Total Operations			
Net profit for calculation of basic and diluted EPS	Rs in '000	39,141	38,563
EPS (Basic & Diluted)	in Rs	0.02	0.02

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

31 Contingent liabilities (not provided for) in respect of:

(₹ in '000)

S.N.	Particulars	2019-20	2018-19
a)	Bank Guarantees	17,292	97,963
b)	Service tax demands	5,899	5,899
c)	TDS demands	1,421	1,380
d)	Employee visa guarantee	857	795
	Total	25,469	106,038
e)	The Honourable Supreme Court, has passed a decision on 28th February, 2019 in relation to inclusion of certain allowances within the scope of "Basic wages" for the purpose of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. The Group, based on legal advice, is awaiting further clarifications in this matter in order to reasonably assess the impact on its financial statements, if any. Accordingly, the applicability of the judgement to the Group, with respect to the period and the nature of allowances to be covered, and resultant impact on the past provident fund liability, cannot be reasonably ascertained, at present.		

32 Capital and other commitments:

(₹ in '000)

S.N.	Particulars	2019-20	2018-19
a)	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	Nil	Nil
b)	Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advances)	Nil	Nil

33 Remuneration paid to Auditors (excluding taxes):

(₹ in '000)

Particulars	2019-20	2018-19
Statutory auditor	1,170	1,109
Other services	120	120
Reimbursement of expenses	150	150
Total	1,440	1,379

34 Details of Dues to Micro and Small Enterprises as per MSMED Act, 2006 to the extent of information available with the holding company

(₹ in '000)

S.N.	Particulars	2019-20	2018-19
a)	Principal amount and Interest due thereon remaining unpaid to any supplier as at end of each accounting year	7,465	-
b)	Interest paid by the Holding Company in terms of Section 16 of the MSMED Act along with the amounts of the payment made to the supplier beyond the appointed day during the accounting year.	-	-
c)	the amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	271	-
d)	the amount of interest accrued and remaining unpaid	-	-
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of this Act.	-	-
	Total	7,737	-

35 Expenditure in foreign currency (accrual basis):

(₹ in '000)

Particulars	2019-20	2018-19
Travelling	3,761	4,689
Rent	6,078	10,150
Professional fee and other expenses	264,097	277,850
TOTAL	273,936	292,689

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

36 Earnings in foreign currency (accrual basis): ₹ in '000

Particulars	2019-20	2018-19
Engineering, consultancy, project management charges (including other income)	304,834	330,167

37 Segment Information

(i) General Disclosure

The Group operates mainly in one business segment viz. engineering, consultancy for commercial and industrial projects being primary segment and all other activities revolve around the main activity. The secondary segment is geographical, information related to which is given under.

The above reportable segments have been identified based on the significant components of the enterprise for which discrete financial information is available and are reviewed by the Chief operating decision maker (CODM) to assess the performance and allocate resources to the operating segments.

(ii) Entity wide disclosure required by IND AS 108 are made as follows:

a) Revenues (including other income) from sale of products/services to external customers

(₹ in '000)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
India	572,010	1,052,562
Outside India	304,834	330,167

b) Segment Assets

Total of non-current assets other than financial instruments, investment in subsidiaries, joint ventures and associate and deferred tax assets broken down by location of the assets, is shown below:

(₹ in '000)

Segment Assets	Year ended March 31, 2020	Year ended March 31, 2019
India	13,706	13,926
Outside India	9,100	6,270

(iii) Information about major customers:

Revenue from customers contributing more than 10% of Group's revenue is Rs. 1,99,094 thousands.

38 Gratuity and Other Post Employment Benefit Plans

Employee benefits

(i) Defined contribution plans :

The Provident Fund is a defined contribution scheme whereby the Holding Company deposits an amount determined as a fixed percentage of basic pay with the Regional Provident Fund Commissioner.

Contribution to defined contribution plans:

Particulars	2019-20	2018-19	2017-18	2016-17	2015-16
Provident fund	8,403	9,585	12,422	15,700	21,269

(ii) Defined benefit plans :

Gratuity (being partly funded) is computed as 15 days salary, for every recognized retirement/ termination / resignation. The Gratuity plan for the Holding Company is a defined benefit scheme where annual contributions as per actuarial valuation are charged to the Statement of profit and loss.

The Holding Company also has a leave encashment scheme with defined benefits for its employees. The Holding Company makes provision for such liability in the books of accounts on the basis of year end actuarial valuation. No fund has been created for this scheme.

For summarizing the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for the respective plans, the details are as under

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

A. Statement of profit and loss ₹ in '000

Net employee benefit expense

Particulars	2019-20		2018-19 (₹ in '000)	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Current Service cost	5,105	221	3,185	2,085
Net Interest cost	2,136	452	2,145	305
Expected return on plan assets	(192)	-	(184)	-
Net actuarial (gain) / loss to be recognized	(6,044)	(4,677)	(2,002)	(561)
Past service cost (vested benefits)	-	44	-	-
Expenses Recognized in the statement of Profit & Loss	1,005	(3,959)	3,145	1,828

B. Balance Sheet

(i) Details of Plan assets/ (liabilities) for gratuity and Leave Encashment

Particulars	2019-20		2018-19 (₹ in '000)	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Defined benefit obligation	34,574	2,586	41,099	6,545
Fair value of plan assets	2,133	-	2,532	-
Net Asset/(Liability) recognized in the Balance Sheet	32,440	2,586	38,567	6,545

(ii) Changes in the present value of the defined benefit obligation are as follows:

Particulars	2019-20		2018-19 (₹ in '000)	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Opening defined benefit obligation	41,099	6,545	42,417	4,853
Interest cost	2,136	452	2,145	305
Current service cost	5,105	221	3,185	2,085
Past service cost (vested benefits)	298	44	-	-
Actuarial (gains)/losses on obligation	(6,150)	(4,677)	(2,098)	(561)
Benefit paid	(7,914)	-	(4,551)	(136)
Closing defined benefit obligation	34,574	2,586	41,099	6,545

(iii) Changes in the fair value of plan assets (gratuity) are as follows:

Particulars	2019-20	(₹ in '000) 2018-19
Opening fair value of plan assets	2,532	3,063
Actual return on Plan Assets	192	184
Contribution during the year	7,662	3,138
Benefit paid	(8,146)	(3,757)
Actuarial gain / (loss) on plan assets	(105)	(96)
Closing fair value of plan assets	2,133	2,532

(iv) The principal assumptions used in determining gratuity obligations for the Holding Company's plans are shown below: ₹ in '000

Particulars	2019-20 %	2018-19 %
Discount rate (%)	7.55%	7.55%
Expected salary increase (%)	8.00%	8.00%
Demographic Assumptions		
Retirement Age (year)	60	60
Attrition / Withdrawal rate (per annum)	10.00%	10.00%
Mortality rate	100.00%	100.00%

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY ★ CHARTERED ACCOUNTANTS ★ NEW DELHI

The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. The above information is certified by Actuary.

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

Notes To Consolidated Financial Statements For The Year Ended March 31, 2020

(v) Sensitivity analysis of the defined benefit obligation:

Particulars	2019-20		2018-19	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Impact of the change in discount rate				
Present value of obligation at the end of the period	34,574	2,586	41,099	6,545
Impact due to increase of 0.50%	173	13	205	33
Impact due to decrease of 0.50%	(173)	(13)	(205)	(33)
Impact of the change in salary increase				
Present value of obligation at the end of the period	34,574	2,586	41,099	6,545
Impact due to increase of 0.50%	173	13	205	33
Impact due to decrease of 0.50%	(173)	(13)	(205)	(33)

Sensitivities due to mortality & withdrawals are insignificant & hence ignored.

(vi) Other comprehensive income (OCI):

(₹ in '000)

Particulars	2019-20		2018-19	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Net cumulative unrecognized actuarial (gain)/loss	(8,435)	(4,105)	(6,433)	(3,543)
Actuarial (gain)/loss for the year on PBO	(6,150)	(4,677)	(2,098)	(561)
Actuarial (gain)/loss for the year on plan asset	105	-	96	-
Unrecognized actuarial (gain)/loss at the end of the year	-	-	-	-
Total actuarial (gain)/loss at the end of the year	**(14,480)**	**(8,782)**	**(8,435)**	**(4,105)**

39 Related Party Transactions

a) List of Related Parties

₹ in '000

i. Parent company

Name	Status
Revathi Equipment Limited	Parent company
Renaissance Advanced Consultancy Ltd	Ultimate parent company

ii Key Management Personnel

Name	Status
Mr. Abhishek Dalmia	Director
Mrs. Deepali Dalmia	Director
Mr. Venkata Ramanan Bapoo	Director
Mr. Kishore Nanik Sidhwani	Additional Director, w.e.f. August 8, 2019
Mr. Venkatachalam Venkata Subramanian	Additional Director, w.e.f. August 8, 2019
Mr. Vikas Jain	Chief Financial officer and Company Secretary till September 25, 2018
Mr. Pawan Maini	Chief Executive Officer, till June 30, 2018

iii. Enterprises where Key managerial personnel or their relatives have significant influence:
- Semac Construction Technologies India LLP (SCTILLP), formerly known as Renaissance Construction Technologies India LLP (RCTILLP) (Associate of Parent Company w.e.f. 31.03.2020)
- SWBI Design Informatics Private Limited
- Radha Madhav Trust

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

b) The following transactions were carried out with related parties in the ordinary course of business:

(₹ in '000)

Nature of Relationship	Name of Related Party	Nature of Transaction	For the year ended 31-Mar-20	For the year ended 31-Mar-19
Key Managerial Personnel	Mr. Vikas Jain (CFO)	Salary & Perquisites	-	3,006
	Mr. Pawan Maini (CEO)		-	6,875
Enterprises where Key managerial personnel or their relatives have significant influence	Semac Construction Technologies India LLP (SCTILLP)	Professional fees / reimbursement of expenses (Income)	4,842	2,561
	Semac Construction Technologies India LLP (SCTILLP)	Professional fees / reimbursement of expenses (Expense)	52,625	123,063
	SWBI Design Informatics Private Limited	Office Rent, Maintenance, Power & Utility	7,322	5,575
		Security Deposit for rent & maintenance given	-	2,967
	Radha Madhav Trust	Office Rent, Maintenance, Power & Utility	4,690	-
		Security Deposit for rent & maintenance given	2,194	-
Parent company	Revathi Equipment Limited	Corporate guarantee for obtaining Non Fund Based credit facility from Lakshmi Vilas Bank Ltd.	150,000	-

₹ in '000

c) **Balances Outstanding at Year End:**

Nature of Relationship	Name of Related Party	Nature of Transaction	31-Mar-20	31-Mar-19
Enterprises where Key managerial personnel or their relatives have significant influence	Semac Construction Technologies India LLP (SCTILLP)	Trade Receivable	1,541	2,158
		Trade Payable	12,171	6,447
	SWBI Design Informatics Private Limited	Office Rent, Maintenance, Power & Utility Payable (last year Debit balance)	1,664	189

		Security Deposit for rent & maintenance recoverable (Debit balance)	2,967	2,967
	Radha Madhav Trust	Office Rent, Maintenance, Power & Utility Payable	1,185	-
		Security Deposit for rent & maintenance recoverable	2,194	-
Parent company	Revathi Equipment Limited	Corporate guarantee for obtaining Non Fund Based credit facility from Lakshmi Vilas Bank Ltd.	150,000	-

40 Expenditure incurred on Corporate Social Responsibilities

(a) Gross amount required to be spent by the Holding Company during the year ₹ 1500 (previous year ₹ "Nil")

(b) Amount spent during the year on

(₹ in '000)

CSR Activities	In Cash	Yet to be paid in cash	Total
(i) Construction / acquisition of any asset	-	-	-
(ii) On purpose other than (i) above	1,500 (-)	- (-)	1,500 (-)

(figure in bracket pertain to previous year)

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

Notes To Consolidated Financial Statements For The Year Ended March 31, 2020

41 Financial Risk Management

Financial Risk Factors

The Groups's operational activities expose to various financial risks i.e. market risk, credit risk and risk of liquidity. The Group realizes that risks are inherent and integral aspect of any business. The primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Group's senior management oversees the management of these risks and devise approrpiate risk management framework for the Group. The senior management provides assurance that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives

A 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. The Group is exposed to the risk of movements in interest rates and foreign currency exchange rates that affects its assets, liabilities and future transactions. The Group is exposed to following key market risks:

i. Interest Rate 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. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's short term borrowings obligations in the nature of cash credit.

₹ in '000

Particulars	Fixed Rate Borrowing	Variable Rate Borrowing	Total Borrowing
As at March 31, 2020	24	-	24
As at March 31, 2019	353	-	353

Sensitivity analysis - Since the Group does not have any variable rate borrowings, the analysis is not required to be given.

ii. Foreign Currency Risk :

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuates because of changes in foreign exchange rates. As the Group operates internationally through a branch office in Dubai it has exposure to the risk of change in foreign exchange on account of foreingn operations. In addition to this, the Group has also exported / imported professional and management services giving rise to foreing receivables / payables.

The details of foreign currency exposure is as follows:

Particulars	Trade Receivable		Trade Payables	
	In FC in '000	Rs in '000	In FC in '000	Rs in '000
Unhedged foreign currency exposures				
Foreign Exposure as at March 31, 2020				
US Dollars	806	60,566	106	7,948
Omani Rial	6	1,163	-	-
Euro	-	-	45	3,777
Foreign Exposure as at March 31, 2019				
US Dollars	726	50,297	104	7,232
Euro	-	-	45	3,537

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Rate Sensitivity

Sensitivity analysis is computed based on the changes in the income and expenses in foreign currency upon conversion into functional currency, due to exchange rate fluctuations between the previous reporting period and the current reporting period.

₹ in '000

Particulars	Increase / Decrease in basis points	Impact on Profit & Loss Account * For the year ended March 31, 2020	For the year ended March 31, 2019
USD Sensitivity	+ 50 basis points	4	3
	- 50 basis points	(4)	(3)
Euro Senitivity	+ 50 basis points	(0)	(0)
	- 50 basis points	0	0

* Holding all other variable constant

B Credit risk:

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities and from its financing activities, including deposits and other financial instruments.

To manage this, Group periodically assesses the financial reliability of customers, taking into account factors such as credit track record in the market and past dealings with the Group for extension of credit to customer Group monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. An impairment analysis is performed at each quarter end on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets as discussed below. The Group evaluates the concentration of risk with respect to trade receivables as low, the trade receivables are located in several jurisdictions and operate in largely independent markets.

The ageing of trade receivables/contract assets is given below:

₹ in '000

Particulars	As at March 31, 2020 Upto 6 months	More than 6 months	As at March 31, 2019 Upto 6 months	More than 6 months
Gross carrying amount (A)	179,277	178,752	310,960	194,240
Expected Credit Losses (B)	-	(27,446)	-	(26,081)
Net Carrying Amount (A-B)	**179,277**	**151,306**	**310,960**	**168,159**

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved authorities. Credit limits of all authorities are reviewed by the management on regular basis. All balances with banks and financial institutions is subject to low credit risk due to good credit ratings assigned to the Group. The Group's maximum exposure to credit risk for the components of the balance sheet at March 31, 2020 and March 31, 2019 is the carrying amounts.

C Liquidity risk:

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Group's cash flow is a mix of cash flow from collections from customers on account of engineering services. The other main component in liquidity is timing to call loans/ funds and optimization of repayments of loans installment, interest payments.

Following are the maturities of financial liabilities of the Group as at the year end.

₹ in '000

Contractual maturities of financial liabilities as on March 31, 2020

Particulars	Less than 3 months	3 months to 1 year	More than 1 year	Total
Trade payable	10,772	38,632	-	49,404
Other financial liability	3,798	20,756	66,005	90,559
Total	**14,570**	**59,388**	**66,005**	**139,963**

Contractual maturities of financial liabilities as on March 31, 2019

Particulars	Less than 3 months	3 months to 1 year	More than 1 year	Total
Trade payable	95,095	16,539	-	111,634
Other financial liability	4,585	15,381	60,433	80,398
Total	**99,680**	**31,920**	**60,433**	**192,032**

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

Notes To Consolidated Financial Statements For The Year Ended March 31, 2020

42 Financial Instrument - Disclosure

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard.

Financial Assets

₹ in '000

Sl. No	Particulars	Note	Fair value hierarchy	As at March 31, 2020 Carrying Amount	As at March 31, 2020 Fair Value	As at March 31, 2019 Carrying Amount	As at March 31, 2019 Fair Value
1	**Financial asset at FVTPL**						
	Current						
	Investments in Mutual Funds		Level 1	30,533	30,533	-	-
2	**Financial asset at FVTOCI**						
	Non Current						
	Investments in Equity Shares						
	Quoted		Level 1	-	-	36	49
	Unquoted		Level 2	-	-	669	669
3	**Financial assets designated at amortised cost**						
	Non Current						
a)	Loans		Level 3	6,262	-	5,045	-
	Current						
a)	Trade receivables		Level 3	330,582	-	137,296	-
b)	Contract assets		Level 3	-	-	341,823	-
c)	Cash and cash equivalents		Level 3	123,620	-	162,586	-
d)	Bank balances		Level 3	85,790	-	77,131	-
e)	Loans		Level 3	110,648	-	43,764	-
f)	Other financial assets		Level 3	27,180	-	28,992	-
	Total			714,615	30,533	797,342	718

Financial Liabilities

₹ in '000

Sl. No	Particulars	Note	Fair value hierarchy	As at March 31, 2020 Carrying Amount *	As at March 31, 2020 Fair	As at March 31, 2019 Carrying Amount *	As at March 31, 2019 Fair
1	**Financial liability designated at amortised cost**						
	Non Current						
a)	Borrowings		Level 3	-	-	38	-
b)	Other Financial Liability		Level 3	66,005	-	60,395	-
	Current						
a)	Borrowings			24	-	-	-
b)	Trade payables		Level 3	49,404	-	111,634	-
c)	Other financial liabilities		Level 3	24,530	-	19,965	-
	Total			139,963	-	192,032	-

SEMAC CONSULTANTS PVT. LTD. GURGAON

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

* The carrying amounts are considered to be the same as their fair values due to short term nature.

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 - Inputs other than quoted prices included within 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 assets or liabilities that are not based on observable market data (unobservable inputs).

43 Capital Management

For the purpose of the Group's capital management, equity includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders and net debt includes interest bearing loans and borrowings less current investments and cash and cash equivalents. The primary objective of the Group's capital management is to safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, internal accruals, long term borrowings and short term borrowings. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

Particulars	**As at March 31, 2020 ₹ in '000**	**As at March 31, 2019 ₹ in '000**
Debt (i)	24	353
Cash and cash equivalents (ii)	123,620	162,586
Net Debt	(123,596)	(162,233)
Total Equity (iii)	621,188	580,655
Net debt to equity ratio (Gearing Ratio)	(0.20)	(0.28)

(i) Debt is defined as long-term and short-term borrowings. Also refer note 17.2
(ii) Refer note 8.3
(iii) Refer note 12 & 13

44 Additional information as required by paragraph 2 of the general instructions for preparation of consolidated financial statements to Schedule III to the Companies Act, 2013

Name of the entity	March 31, 2020				March 31, 2019			
	Net assets, i.e. total assets minus total liabilities		Share in profit or loss		Net assets, i.e. total assets minus total liabilities		Share in profit or loss	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount
Subsidiary foreign								
Semac & Partners LLC	21%	146,466	22%	10,374	31.68%	205,880	51.95%	25,839
Non-controlling interest	11%	74,709	12%	5,585	10.64%	69,124	27.98%	13,914

45 The audited GST return for the year ended March 31, 2020 is pending for the filing as competent authority has extended the date of filing till June 30, 2020. The Holding Company is in process of reconciling the data of GSTR 2A with GSTR 3B. In view of the management on final reconciliation the impact will not be material.

46 The Group has adopted Ind AS 116 "Leases" effective from April 1, 2019 and applied the same to lease contracts existing on April 1, 2019 with right of use asset recognised to an amount equal to adjusted lease liability. Accordingly the comparatives for the year ended March 31, 2019 have not been retrospectively adjusted.

47 Information on details of loans under section 186 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014

(₹ in '000)

Particulars	**Purpose of the loan given**	**Outstanding as at 31st March 2020**	**Maximum Amount Outstanding during**	**Outstanding as at 31st March 2019**	**Maximum Amount Outstanding during**
Inter Corporate Loans					
Daga World LLP	Working capital	30,000	30,000	-	-
Trans Metalite India Ltd.	Working capital	40,000	40,000	-	-

Note: Advances to employee as per Holding Company's policy are not considered.

48 **Impact of COVID19** - The Group didn not had any impact on Revenues or Expenses for the financial year 2019-20. The Company faced weak collections during lockdown period (Apr'20 and May'20) as the customers were not operating their office fully.

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Neeraj Bansal
Partner
Membership No: 095960

Place : New Delhi
Date: June 15, 2020

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Place : New Delhi
Date: June 15, 2020

Independent Auditor's Report

To the Members of Semac Consultants Private Limited

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Semac Consultants Private Limited** ("the Company"), which comprise the balance sheet as at March 31, 2019, the statement of profit and loss (including other comprehensive income), cash flow statement and the statement of changes in equity for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), 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 standalone 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.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include in the standalone financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this Auditors' Report. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to report the matter to those charged with governance.

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

Management's Responsibility for the Standalone Financial Statements

The Company's 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) prescribed under Section 133 of the Act read with relevant Rules issued thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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 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 system in place and the operating effectiveness of such controls.

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

- 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 standalone 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.

Other Matters

We did not audit the financial statements and other financial information, in respect of Dubai branch of the Company whose financial statements reflect total assets of Rs. 9,409 thousands as at March 31, 2019, total revenue of Rs. 32,486 thousands and net cash inflows amounting to Rs. 25 thousands for the year ended on that date. These financial statements and other information have been audited by other auditor duly qualified to act as auditor in the country of incorporation of the said branch, whose financial statements, other financial information and auditor's reports have been furnished to us by the management and our opinion in so far it relates to that branch is based solely on the report of branch auditors.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
   a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
   c) The balance sheet, the statement of profit and loss (including other comprehensive income),

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

the cash flows statement and the statement of changes in equity dealt with by this Report are in agreement with the books of account;

d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with relevant Rules issued thereunder;

e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B";

g) In our opinion, and according to the information and explanations given to us, the provisions of section 197 of the Act are not applicable to the Company; and

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigation on its financial position in its standalone financial statements-Refer note 29 of the standalone Financial statements;

   ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;

   iii. There is no amount required to be transferred to Investor Education and Protection Fund by the Company.

For S. S. Kothari Mehta & Company
Chartered Accountants
Firm's Registration No. 000756N

Amit Goel

Amit Goel
Partner
Membership No. 500607

SEMAC CONSULTANTS PRIVATE LIMITED

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Place: New Delhi
Date: May 29, 2019

Annexure A to the Independent Auditor's Report to the members of Semac Consultants Private Limited dated May 29, 2019.

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order') issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section

(i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) The fixed assets are physically verified by the management according to a regular phased program designed to cover all items over a period of three years which, in our opinion, is reasonable having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the title deeds of all immovable properties are held in the name of the Company.

(ii) According to the information and explanations given to us, the Company does not hold any inventory. Accordingly, provisions of clauses 3 (ii) of the Order are not applicable to the Company.

iii) According to the information and explanations given to us, the Company has not granted loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, provisions of clauses 3 (iii) of the Order are not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, provisions of sections 185 and 186 of the Act, as applicable, in respect of loans to Directors, including entities in which they are interested and in respect of loans and advances given, investments made and guarantees given, have been complied with by the Company.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from public within the meaning of the directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other provisions of the Act and rules framed there under.

(vi) According to the information and explanations given to us, the Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/services. Accordingly, provisions of clauses 3 (vi) of the Order are not applicable.

(vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of employees' provident fund, employees' state insurance, income tax, goods & services tax, customs duty, cess and other material statutory dues as applicable with the appropriate authorities during the year. Further, there were no undisputed amounts outstanding as at March 31, 2019 for a period of more than six months from the date they became payable.

(b) According to the records of the Company, the details of dues of Income-tax, Customs Duty, and cess which have not been deposited on account of any dispute and the forum where the dispute is pending, are in respect of Service tax (The Finance Act, 1994) pertaining to Karnataka state

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

amounting to 5,899.42 (Rs in '000') for the period FY 2005-2009 at the forum of CESTAT (Appellate tribunal). No amounts have been deposited against the above mentioned dues.

(viii) According to the information and explanations given to us and as per the books and records examined by us, the Company has not defaulted on repayment of loans to banks and financial institutions. The Company has neither taken loan from the Government nor has it issued any debentures.

(ix) According to the information and explanations given by the management, the Company has not raised any money by way of initial public offer or further public offer during the financial year. Further, the term loans have been applied for the purposes for which those were obtained.

(x) In our opinion and on the basis of information and explanations given to us, no cases of fraud by the Company or fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the provisions of section 197 of the Act is not applicable to the Company. Accordingly, provisions of clauses 3 (xi) of the Order are not applicable.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company, therefore the provision of clause (xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with the related parties are in compliance with section 188 of the Act, where applicable, and the requisite details have been disclosed in the standalone financial statements, as required by the applicable Indian Accounting Standards. The provisions of section 177 of the Act are not applicable to the Company and hence not commented upon.

(xiv) According to the information and explanations given to us and on an overall examination of the books of account, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence not commented upon.

(xv) In our opinion and on the basis of information and explanations given to us, the Company has not entered into non-cash transactions with directors and persons connected with him as referred to in section 192 of Act.

(xvi) In our opinion and on the basis of information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

SEMAC CONSULTANTS PRIVATE LIMITED

For S. S. Kothari Mehta & Company
Chartered Accountants
Firm's Registration No. 000756N

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Amit Goel

Amit Goel
Partner
Membership No: 500607

Place: New Delhi
Date: May 29, 2019

Annexure B to the Independent Auditor's Report to the members of Semac Consultants Private Limited dated May 29, 2019

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **Semac Consultants Private Limited** (the **"Company"**) as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the "Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

An audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

SEMAC CONSULTANTS PRIVATE LIMITED

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
c) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India"

For S. S. Kothari Mehta & Company
Chartered Accountants
Firm's Registration No. 000756N

SEMAC CONSULTANTS PRIVATE LIMITED

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Amit Goel

Amit Goel
Partner
Membership No: 500607

Place: New Delhi
Date: May 29, 2019

Office Copy

SEMAC

Semac Consultants Private Limited

Standalone Financial Statements for FY2018-19

Statutory Auditors

S. S. Kothari Mehta & Co.

SEMAC CONSULTANTS PRIVATE LIMITED

Balance Sheet As At March 31, 2019

₹ in '000

	Note No.	As at March 31, 2019	As at March 31, 2018
ASSETS			
(1) **Non - current assets**			
Property, plant and equipment	3	13,427	12,031
Other intangible assets	3	2,141	2,768
Financial assets	4		
(i) Investments	4.1	1,368	1,368
(ii) Loans	4.2	5,045	5,142
Deffered tax asset	5	47,915	48,409
Other non current assets	6	1,623	60
		71,519	69,778
(2) **Current assets**			
Financial assets	7		
(i) Trade receivables	7.1	-	1,89,165
(ii) Cash and cash equivalents	7.2	1,29,880	1,24,976
(iii) Bank balances	7.3	77,131	47,231
(iv) Loans	7.4	4,441	29,041
(v) Other financial assets	7.5	28,992	88,471
Current tax assets (net)	8	1,31,951	77,673
Contract assets	9	3,41,823	-
Other current assets	10	54,627	85,855
		7,68,845	6,42,412
Total assets		8,40,364	7,12,190
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	11	18,209	18,209
Other equity	12	4,26,353	4,16,372
		4,44,562	4,34,581
LIABILITIES			
(1) **Non - current liabilities**			
Financial liabilities	13		
(i) Borrowings	13.1	38	353
(ii) Other financial liability	13.2	60,395	8,390
Provisions	14	29,827	28,120
		90,260	36,863
(2) **Current liabilities**			
Financial liabilities	15		
(i) Borrowings	15.1	32,311	27,155
(ii) Trade payables	15.2		
- Due to Micro, Small and Medium Enterprises		-	-
- Due to other than Micro, Small and Medium Enterprises		1,11,512	1,01,986
(iii) Other financial liabilities	15.3	19,236	43,390
Contract Liability	16	92,469	-
Provisions	17	18,310	17,330
Other current liabilities	18	31,704	50,885
		3,05,542	2,40,746
Total Equity & Liabilities		8,40,364	7,12,190
Significant Accounting Policies	1 & 2		

The accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Amit Goel

Amit Goel
Partner
Membership No: 500607

Place : Bengaluru
Date: May 29, 2019

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Deepali Dalmia

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Place : Bengaluru
Date: May 29, 2019

SEMAC CONSULTANTS PRIVATE LIMITED

SEMAC CONSULTANTS PRIVATE LIMITED
Statement Of Profit And Loss For The Year Ended March 31, 2019

₹ in '000

		Note No.	For the year ended March 31, 2019	For the year ended March 31, 2018
I	Revenue from operations	19	10,76,806	9,60,422
II	Other income	20	19,989	65,560
III	Total income (I + II)		10,96,795	10,25,982
IV	Expenses			
	Cost of services	21	6,51,944	5,35,084
	Employee benefits expenses	22	2,36,978	3,09,451
	Finance costs	23	3,003	3,373
	Depreciation and amortization expenses	24	6,079	6,055
	Other expenses	25	1,79,617	1,81,929
	Total expenses		10,77,621	10,35,892
V	Profit / (loss) before exceptional items and tax (I - III)		19,174	(9,910)
VI	Exceptional items		-	-
VII	**Profit / (loss) before tax (V + VI)**		19,174	(9,910)
VIII	**Tax expense**			
	(1) Current tax	26	3,947	-
	(2) MAT Credit entitlement		(3,947)	-
	(3) Deferred tax	26	903	(7,986)
	(4) Tax related to earlier year		7,259	-
	Total Tax Expense		8,162	(7,986)
IX	Profit / (loss) from continuing operations (VII - VIII)		11,012	(1,924)
X	Profit / (loss) from discontinued operations (VII - VIII)		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit / (loss) from discontinued operations (after tax) (X - XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		11,012	(1,924)
XIV	Other comprehensive income	27		
A	(i) Items that will be reclassified to profit or loss		(3,442)	(1,815)
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
B	(i) Items that will not be reclassified to profit or loss		2,002	3,576
	(ii) Income tax relating to items that will not be reclassified to profit or loss		409	(930)
	Total		(1,031)	831
XV	**Total comprehensive income for the period (XIII + XIV)**		9,981	(1,093)
XVI	Earnings per equity share (basic& diluted)	28		
	For continuing operations			
	(Face value of ₹ 10 each)		6.05	(1.06)
	For discontinued operations			
	(Face value of ₹ 10 each)		-	-
	For continued & discontinued operations			
	(Face value of ₹ 10 each)		6.05	(1.06)
	Significant accounting policies	1 & 2		

The accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Amit Goel

Amit Goel
Partner
Membership No: 500607

Place : Bengaluru
Date: May 29, 2019

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Place : Bengaluru
Date: May 29, 2019

SEMAC CONSULTANTS PRIVATE LIMITED

SEMAC CONSULTANTS PRIVATE LIMITED
Cash Flow Statement For The Year Ended March 31, 2019

₹ in '000

		2018-19	2017-18
A.	**Cash Flow from Operating Activities**		
	Net Profit before tax	**19,174**	**(9,910)**
	Adjustments:		
	Depreciation and amortization	6,079	6,055
	Sundry balances written off	839	7,433
	Bad debts/ advances written off	22,309	8,803
	Finance cost	3,003	3,373
	Interest income	(8,543)	(16,419)
	Sundry balances/provision no longer required written back	(2,686)	(3,337)
	(Profit)/loss on sale of investment	-	301
	(Profit)/loss on sale of fixed assets	966	(157)
	Operating profit before working capital changes	**41,141**	**(3,858)**
	Adjustments for working capital changes :		
	Increase/ (decrease) in trade payables	12,212	(10,118)
	(Increase)/ decrease in trade receivables	(1,75,806)	48,139
	(Increase)/ decrease in other financial assets	16,638	34,550
	(Increase)/ decrease in loans and other current assets	54,363	(76,021)
	Increase/ (decrease) in provisions	1,247	(10,586)
	Increase/ (decrease) in other current liabilities	1,01,112	35,409
	Cash Generated from Operations	**50,907**	**17,515**
	Direct taxes paid net of refund	(61,537)	(5,763)
	Net Cash from Operating activities	**(10,630)**	**11,752**
B	**Cash Flow from Investing Activities**		
	Purchase of fixed assets	(9,937)	(3,471)
	Proceeds from sale of fixed assets	2,122	(157)
	Fixed deposits made	(29,900)	-
	Dividend received	43,912	-
	(Purchase)/ sale of investments (net)	-	29,397
	(Profit)/ loss on sale of investments	-	301
	Interest Received	7,472	15,309
	Net Cash (used in)/generated from Investing Activities	**13,669**	**41,380**
C	**Cash Flow from Financing Activities**		
	Proceeds from Short term Borrowings	5,156	(12,740)
	Repayment of Long term Borrowings	(288)	(345)
	Finance Cost	(3,003)	(3,373)
	Net cash from / (used in) financing activities	**1,865**	**(16,459)**
	Net increase in cash and cash equivalents (A+B+C)	**4,904**	**36,674**
	Cash and cash equivalents (Opening Balance)	**1,24,976**	**88,302**
	Cash and cash equivalents (Closing Balance)*	**1,29,880**	**1,24,976**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

SEMAC CONSULTANTS PRIVATE LIMITED
Cash Flow Statement for the year ended March 31, 2019

₹ in '000

Components of Cash & Cash Equivalents	2018-19	2017-18
Balances with banks		
- in Current Accounts	99,710	82,068
- On cash credit accounts		
- Deposits with original maturity of less than 3 months	30,000	42,817
Cash on hand	170	91
Cheques in hand		
Net Cash & Cash Equivalents	1,29,880	1,24,976

Note:
1) Cash & cash equivalents components are as per note 7.2
2) Previous year figures have been regrouped/restated wherever considered necessary

As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Amit Goel

Amit Goel
Partner
Membership No: 500607

Place : Bengaluru
Date: May 29, 2019

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia

Deepali Dalmia
DIN : 00017415

Place : Bengaluru
Date: May 29, 2019

SEMAC CONSULTANTS PRIVATE LIMITED

SEMAC CONSULTANTS PRIVATE LIMITED

Statement Of Changes In Equity For The Year Ended March 31, 2019

A. Equity Share Capital ₹ in '000

Particulars	As at March 31, 2017	Changes during the year	As at March 31, 2018	Changes during the year	As at March 31, 2019
18,20,892 (previous year 18,20,892) equity shares of ₹10/- each	18,209	-	18,209	-	18,209

B. Other Equity ₹ in '000

Particulars	Reserves and Surplus		Items of Other Comprehensive Income		Total
	General Reserve	Retained earnings	Foreign Curreny Translation	Acturial Gain / Loss	
As at March 31, 2017	**1,64,127**	**2,48,651**	**2,819**	**1,868**	**4,17,465**
Additions during the year	-	(1,924)	(1,815)	2,646	**(1,093)**
As at March 31, 2018	**1,64,127**	**2,46,727**	**1,004**	**4,514**	**4,16,372**
Additions during the year	-	11,012	(3,442)	2,411	9,981
As at March 31, 2019	**1,64,127**	**2,57,739**	**(2,438)**	**6,925**	**4,26,353**

Nature of reserves

i General reserve represents the statutory reserve, this is in accordance with Indian Corporate Law wherein a portion of profit is apportioned to general reserve. Under Companies Act, 1956 it was mandatory to transfer the amount before a company can declare dividend. However under Companies Act 2013 ("the Act"), transfer of any amount to general reserve is at the discretion of the Company.

ii Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Act.

iii Other comprehensive income (OCI) reserve represent the balance in equity for items to be accounted in OCI. OCI is classified into (i) items that will not be reclassified to profit and loss, and (ii) items that will be reclassified to statement of profit and loss.

The accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Amit Goel

Amit Goel
Partner
Membership No: 500607

Place : Bengaluru
Date: May 29, 2019

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia

Deepali Dalmia
DIN : 00017415

Place : Bengaluru
Date: May 29, 2019

SEMAC CONSULTANTS PRIVATE LIMITED

Semac Consultants Private Limited
Notes to financial statements for the year ended March 31, 2019

Basis of accounting and preparation of Financial Statements

1.1 Corporate overview

Semac Consultants Private Limited ("the Company") was incorporated as a private company and registered on Jan 16, 1987 under the Companies Act 1956 (super ceded by Companies, Act 2013). The Company is a subsidiary of Revathi Equipment Limited which is currently listed on Bombay Stock Exchange and National Stock Exchange. The Company is engaged in design engineering consulting, with the end-to-end capabilities across architecture, structural, electrical, public health engineering (PHE), fire protection, heating ventilation and air conditioning (HVAC), lead certifications and energy audit domains.
These financial statements were approved and adopted by board of directors of the Company in their meeting held on May 29, 2019.

1.2 Statement of compliance

The financial statements have been prepared in accordance with Ind ASs notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 as amended from time to time.

1.3 Basis of preparation of accounts

These financial statements have been prepared complying in all material respects with the Indian Accounting Standards notified under Section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rule 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 as amended from time to time. The financial statements comply with IND AS notified by Ministry of Company Affairs ("MCA"). The Company has consistently applied the accounting policies used in the preparation of financial statements of all the periods presented.

The financial statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:
• Certain financial assets and liabilities measured at fair value
• Defined benefit plans as per actuarial valuation."

1.4 Operating cycle

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with the Schedule III to the Act. Based on the nature of services and time between the acquisition of assets for providing of services and their realisation in Cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities.

1.5 Functional and presentation currency

The financial statements are presented in Indian rupees (₹), which is the functional currency of the parent company. All the financial information presented in Indian rupees (₹), has been rounded off to the nearest thousand.

1.6 Use of judgement, estimates and assumptions

The preparation of financial statements in conformity with Ind AS requires the Management to make judgement, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities and contingent assets at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon the Management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

a. Property, plant and equipment and intangible assets

The useful life and residual value of plant, property equipment and intangible assets are determined based on technical evaluation made by the management of the expected usage of the asset, the physical wear and tear and technical or commercial obsolescence of the asset. Due to the judgements involved in such estimations, the useful life and residual value are sensitive to the actual usage in future period.

b. Recognition and measurement of defined benefit obligations

The cost of the leave encashment, defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are periodically reviewed at each reporting date.

c. Fair value measurement of financial instruments

When the fair value of the financial assets and liabilities recorded in the balance sheet cannot be measured based on the quoted market price in activate markets, their fair value is measured using valuation technique. The input to these models is taken from the observable market where possible, but this is not feasible, a review of judgment is required in establishing fair values. Changes in assumption relating to these assumptions could affect the fair value of financial instrument.

d. Provision for litigations and contingencies

The provision for litigations and contingencies are determined based on evaluation made by the management of the present obligation arising from past events the settlement of which is expected to result in outflow of resources embodying economic benefits, which involves judgements around estimating the ultimate outcome of such past events and measurement of the obligation amount.

e. Impairment of Financial and Non-Financial Assets

The impairment provision for financial assets are based on assumptions about risk of default and expected losses. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

The Company assesses at each reporting date whether there is an indication that a Non-financial asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount which is higher of an asset's or CGU's fair value less costs of disposal and its value in use. 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.

1.7 Fair value measurement

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:

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

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

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis as explained above, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

1.8 Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, had notified following new and amendments to Ind ASs which are effective from April 1, 2019:

(1) W.e.f. April 1, 2019 Ind AS 116-Leases will replace existing leases standard, Ind AS 17-Leases. Lessee will follow Single Lease Accounting. There is no classification as operating lease or financial lease for lessee. Under Ind AS 116, lessee will recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Lessee would recognise depreciation expense on the right of use of asset and interest expense on the lease liability, classify the lease payment into principal and

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

interest component. Management is currently reviewing the operating lease contracts in place to determine the impact of this standard.

(2) The following standards or amendments made in below mentioned standards are not expected to have a material impact over financial statements:

- Ind AS 12-Income Taxes: Amendments relating to income tax consequences of dividend and uncertainty over income tax treatments.
- Ind AS 109: Prepayment features with negative compensation
- Ind AS 19: Plan amendments, curtailments and settlements
- Ind AS 23: Borrowing Costs
- Ind AS 28: Long-term Interests in Associates and Joint Ventures
- Ind AS 103: Business Combinations and Ind AS 111: Joint Arrangements.

Significant Accounting Policies

2.1 Property, plant and equipment.

"Property, plant and equipment are stated at original cost net of tax/ duty credit availed, less accumulated depreciation and accumulated impairment losses. The cost of an asset includes the purchase cost of materials including import duties and non-refundable taxes, and any directly attributable costs of bringing an asset to the location and condition of its intended use. Interest on borrowings used to finance the construction of qualifying assets are capitalized as part of cost of the asset until such time that the asset is ready for its intended use. The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

When significant part of the property, plant and equipment are required to replace at intervals, the company derecognized the replaced part and recognized the new parts with its own associated useful life and it depreciated accordingly. When a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance cost are recognized in the statement of the profit and loss as incurred.

Internally manufactured property, plant and equipment are capitalised at factory cost including excise duty and or GST whatever is applicable.

Capital work-in-progress/intangible assets under installation/development as at the balance sheet date are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost and are transferred to respective capital asset when they are available for use.

Property, plant and equipment are derecognised from the financial statement, either on disposal or when no economic benefits are expected from its use or disposal. Losses arising in the case of retirement of property, plant and equipment and gain or losses arising from disposal of property, plant and equipment are a recognized in the statement of profit and loss in the year of occurrence."

Investment Property

Investment properties are properties, either land or building or both, held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost including transactions costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirement for cost model.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is de-recognised.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

2.2 Intangible assets

Capital expenditure on purchase and development of identifiable assets without physical substance is recognized as intangible assets in accordance with principles given under Ind AS-38 – Intangible Assets.

The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. Expenses incurred during construction period, preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction / implementation, interest on borrowings to finance fixed assets and expenditure on start-up / commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets.

2.3 Depreciation and amortization

Depreciation on property plant and equipment is provided on straight line method on the basis of useful life of assets at the rates prescribed in Schedule II to the Companies Act, 2013. Property, Plant and Equipment which are added / disposed off during the year, depreciation is provided pro-rata basis with reference to the month of addition / deletion.

The useful lives of intangible asset are assessed as either finite or indefinite. Intangible asset with a finite useful life are amortized over a period of 3 to 5 years on a straight-line basis & technical

knowhow are amortised over the period of three years on straight-line basis and are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible asset with indefinite useful lives, if they are not amortised, but are tested for impairment either individually or at the cash generating unit level. The assessment of indefinite useful life is reviewed annually to determine whether the indefinite life continues to be supportable. Currently there are no intangible assets with indefinite useful life.

2.4 Impairment of Non-financial assets

Property, plant and equipment, intangible assets and assets classified as investment property with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit or loss.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Impairment losses on continuing operations, including impairment on inventories are recognized in the statement of profit and loss, except for properties previously revalued with the revaluation taken to other comprehensive income. For such properties, the impairment is recognized in OCI up to the amount of any previous revaluation surplus.

2.5 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 April 2015, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Where the Company is the lessee

Finance leases are capitalized as assets at the commencement of the lease, at an amount equal to the fair value of leased asset or present value of the minimum lease payments, whichever is lower, valued at the inception date. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized as finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the company's general policy on borrowing cost. A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognized as an operating expense in the statement of profit and loss on a straight-line basis over the lease term.

Where the Company is the lessor

Rental Income from operating leases is recognized on a straight-line basis over the term of the relevant lease, costs including depreciation are recognized as an expense in the statement of profit and loss. Initial direct costs incurred in negotiating and arranging an operating lease are recognized immediately in the statement of profit and loss.

2.6 Borrowing cost

"Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of such asset till such time that is required to complete and prepare the asset to get ready for its intended use. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Borrowing costs also include exchange differences to the extent regarded as an adjustment to the borrowing costs."

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use.

2.7 Segment accounting and reporting

The chief operational decision maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss and is measured consistently with profit and loss in the financial statements.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

The Operating Segments have been identified on the basis of the nature of products/ services.

i. Segment Revenue includes sales and other income directly identifiable with/ allocable to the segment including inter- segment revenue.

ii. Expenses that are directly identifiable with/ allocable to the segments are considered for determining the segment result. Expenses not allocable to segments are included under unallocable expenditure.

iii. Income not allocable to the segments is included in unallocable income

iv. Segment results includes margin on inter segment and sales which are reduced in arriving at the profit before tax of the company.

v. Segment assets and Liabilities include those directly identifiable with the respective segments. Assets and liabilities not allocable to any segment are classified under unallocable category.

2.8 Employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (Ind AS)-19-Employee Benefits'.

a. Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

b. Defined contribution plan

Retirement benefits in the form of provident fund, pension scheme and superannuation scheme and ESI are a defined contribution plan and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund.

c. Defined benefit plan

The Company's liabilities on account of gratuity and earned leaves on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits'. Gratuity liability is funded on year-to-year basis by contribution to respective fund. The Company's Employee Gratuity Fund is managed by Life Insurance Corporation. The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Accumulated leaves, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

2.9 Financial instruments

(a) Financial assets

Classification

The company classified financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and contractual cash flow characteristics of the financial asset.

Initial recognition and measurement

The company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets (except for certain trade receivables) are recognized initially at fair value plus, for financial asset not subsequently measured at FVTPL, transaction costs that are directly attributable to the acquisition of financial assets. Trade receivables that do not contain a significant financing component (determined in accordance with IND AS 115 – Revenue Recognition) are initially measured at their transaction price and not at fair value.

Subsequent measurement

For the purpose of subsequent measurement the financial assets are classified in three categories:

• At amortised cost - For debt instruments only.

• At fair value through profit & loss account

• At fair value through other comprehensive income

Debt instrument at amortised cost

A "debts instrument" is measured at the amortised cost if both the following condition are met.

• The asset is held within a business model whose objective is to hold assets for collecting contractual cash flow, and

• Contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principle and interest (SPPI) on the principle amount outstanding.

After initial measurement, such financial assets are subsequently measurement at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount and premium and fee or costs that are an integral part of an EIR. The EIR amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

Debt instrument at Fair value through Other Comprehensive Income

A financial asset should be measured at FVTOCI if both the following condition are met:

• The assets is held within a business model in which asset are managed both in order to collect contractual cash flows and for sale (business model test), and

• Contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principle and interest (SPPI) on the principle amount outstanding (contractual cash flow characteristics).

After initial measurement (at Fair value minus transaction cost), such financial assets are measured at Fair value with changes in fair value recognized in OCI except for:

(a) Interest calculated using EIR

(b) Foreign exchange gain and losses

(c) Impairment losses and gains

Debt instrument at fair value through profit or loss

Debt instruments included within the fair value through profit or loss (FVTPL) category are measured at fair value with all changes recognised in the statement of profit and loss.

Equity investments

All equity investments other than investment in subsidiaries, joint venture and associates are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the company decides to classify the same either as at fair value through other comprehensive income (FVTOCI) or FVTPL. The company makes such election on an instrument-by- instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then fair value changes on the instrument, excluding dividends, are recognised in other compressive income (OCI). There is no recycling of the amounts from OCI to statement of profit or loss, even on sale of such investments.

Equity instrument includes within the FVTPL category are measured at fair value with all changes recognised in the Statement of profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised when:

• The right to receive cash flows from the assets have expired or

• The company has transferred substantially all the risks and rewards of the assets, or

• The company has neither transferred nor retained substantially all the risks and rewards of the assets but has transferred control of the assets.

Impairment of financial assets

The company applies 'simplified approach' measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

• Financial assets that are debt instrument and are measured at amortised cost e.g. loans, debt securities, deposits, and bank balance.

• Trade receivables

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime expected credit loss at each reporting date, right from its initial recognition.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

(b) Financial liabilities & equity

Classification

Debt and equity instruments issued by the company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument

Initial recognition and measurement

The company recognizes financial liability when it becomes a party to the contractual provisions of the instrument. All financial liability are recognized initially at fair value minus, for financial liability not subsequently measured at FVTPL, transaction costs that are directly attributable to the issue of financial liability

Subsequent measurement of financial liability

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL

Financial liability at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) Method. Gain and losses are recognised in statement of profit and loss when the liabilities are derecognised.

Amortised cost is calculated by taking into account any discount or premium on acquisition and transaction cost. The EIR amortization is included as finance cost in the statement of profit and loss.

This category generally applies to loans & borrowings.

Financial Liability at FVTPL

"Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability"

Equity instruments

"An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a company entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments."

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 amount are recognised in the Statement of Profit and loss.

Offsetting of financial instrument

Financial Assets and Financial Liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

2.10 Investments in Associate, Joint venture & Associate

Investments in equity shares of Subsidiaries, Joint Ventures & Associates are recorded at cost and reviewed for impairment at each balance sheet date.

2.11 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Ind AS 115 "Revenue from Contracts with Customers" provides a control-based revenue recognition model and provides a five step application approach to be followed for revenue recognition.

- Identify the contract(s) with customer(s);
- Identify the performance obligations under the contract(s)
- Determine the transaction price
- Allocate the transaction price to the performance obligations in the contract(s)
- Recognise revenue, when or as the entity satisfies a performance obligation.

Sale of services

Revenues from sale of services are recognized as per the term of contract with customers based on stage of completion when the outcome of the transactions involving rendering of services can be estimated reliably. Percentage-of-completion method requires the Company to estimate the services performed to date as a proportion of the total services to be performed.

Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividends

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Insurance claim

Insurance and other claims are accounted for as and when admitted by the appropriate authorities in view of uncertainty involved in ascertainment of final claim.

2.12 Foreign currency transactions

Standalone financial statements have been presented in Indian Rupees (₹ '000'), which is the Company's functional and presentation currency.

- **Initial recognition**

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

- **Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

- **Exchange differences**

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).

- **Foreign operations**

In respect of overseas branch operation, the financial of branch are converted in functional currency using the following procedures.

a) Assets and liabilities for each balance sheet presented (ie including comparatives) shall be translated at the closing rate at the date of that balance sheet;

b) Income and expenses for each statement of profit and loss presented (ie including comparatives) shall be translated at exchange rates at the dates of the transactions or a rate that approximates the exchange rates at the dates of the transactions; and

c) All resulting exchange differences shall be recognised in other comprehensive income

2.13 Taxes

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognized directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates

S.S. KOTHARI MEHTA & CO.
NEW DELHI
CHARTERED ACCOUNTANTS

positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

2.14 Provisions, contingent liabilities and contingent assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that the outflow of resources embodying economic benefits will be required to settled the obligation in respect of which reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the expense relating to provision presented in the statement of profit & loss is net of any reimbursement.

If the effect of the time value of money is material, provisions are disclosed using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as finance cost.

Contingent liability is disclosed in the notes in case of:

• There is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

- A present obligation arising from past event, when it is not probable that as outflow of resources will be required to settle the obligation

- A present obligation arises from the past event, when no reliable estimate is possible

- A present obligation arises from the past event, unless the probability of outflow are remote

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.
Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

2.15 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

2.16 Cash and cash equivalents

Cash and cash equivalents includes cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consists of cash and short term deposits, as defined above, net of outstanding bank overdraft as they being considered as integral part of the Company's cash management.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

Notes To Financial Statements For The Year Ended March 31, 2019

NOTE - 3

Property, Plant & Equipment

(₹ in '000)

Particulars	Tangible Assets									Total
	Lease hold Improvements	Buildings	Plant & Machinery	Electrical Installation	Computers (End-user Devices)	Computers (Servers & Networks)	General Furniture & Fittings	Office equipments	Motor Vehicle-Cars	Tangible Asset
GROSS BLOCK										
as at March 31, 2017	2,646	7,723	9,345	2,578	57,582	1,205	22,095	14,767	6,905	**1,24,847**
Addition	-	-	70	-	2,010	-	255	256	1,481	4,072
Disposals / Adjustments	-	-	(16)	(778)	(14,618)	(321)	(524)	(1,636)	(6,598)	(24,491)
as at March 31, 2018	**2,646**	**7,723**	**9,399**	**1,800**	**44,974**	**884**	**21,827**	**13,387**	**1,789**	**1,04,429**
Addition	1,191	-	1,429	-	598	374	4,747	1,274	-	9,612
Disposals / Adjustments	-	-	(411)	-	-	-	(10,485)	(753)	-	(11,650)
as at March 31, 2019	**3,837**	**7,723**	**10,416**	**1,800**	**45,571**	**1,258**	**16,089**	**13,908**	**1,789**	**1,02,391**
DEPRECIATION										
as at March 31, 2017	2,592	3,764	8,273	2,413	55,271	1,072	17,809	13,907	6,403	**1,11,504**
Charge for the year	2	227	272	38	2,038	60	1,331	194	150	4,312
Disposals	-	-	(14)	(752)	(14,030)	(311)	(513)	(1,596)	(6,200)	(23,417)
as at March 31, 2018	**2,593**	**3,990**	**8,531**	**1,699**	**43,279**	**821**	**18,626**	**12,505**	**353**	**92,398**
Charge for the year	411	214	376	22	1,282	84	1,981	444	313	5,128
Disposals	-	-	(403)	-	-	-	(7,425)	(734)	-	(8,562)
as at March 31, 2019	**3,004**	**4,204**	**8,504**	**1,722**	**44,562**	**905**	**13,182**	**12,215**	**666**	**88,964**
NET BLOCK										
as at March 31, 2018	53	3,732	868	101	1,695	63	3,201	882	1,436	12,031
as at March 31, 2019	**833**	**3,519**	**1,912**	**78**	**1,009**	**353**	**2,907**	**1,693**	**1,123**	**13,427**

Intangible Asset

(₹ in '000)

Particulars	Amount
GROSS BLOCK	
as at March 31, 2017	47,472
Addition	786
Disposals / Adjustments	(19)
as at March 31, 2018	48,239
Addition	325
Disposals / Adjustments	-
as at March 31, 2019	48,564
DEPRECIATION	
as at March 31, 2017	43,747
Charge for the year	1,743
Disposals	(19)
as at March 31, 2018	45,471
Charge for the year	952
Disposals	-
as at March 31, 2019	46,423
NET BLOCK	
as at March 31, 2018	2,768
as at March 31, 2019	2,141

SEMAC CONSULTANTS PRIVATE LIMITED

4 Financial Asset : Non Current

4.1 Investment

(₹ in '000)

		As at March 31, 2019	As at March 31, 2018
	Unquoted Investments		
(i)	**Investments in Subsidiaries (At Cost)**		
	1,63,150 (FY17-18 : 1,63,150) equity shares of Omani Riyal 1/- each fully paid-up in Semac Oman - LLC, Muscat, Sultanate of Oman	663	663
(ii)	**Investments in Joint Venture (At Cost)***		
	98 (FY 17-18: 98) paid-up shares of Qatari Riyal 1000/- each fully paid-up in Semac Qatar WLL, Doha	-	1,172
	Less : Impairment in value *	-	(1,172)
(iii)	**Investments in other body corporate (At Fair Value)**		
	128 (FY17-18: 128) paid-up equity shares of Rs. 25/- each fully paid-up in Shamrao Vittal Co-op. Bank Ltd.	3	3
	74,050 (FY17-18 : 74,050) fully paid up equity shares of Rs. 10/- each in AEC Infotech Pvt. Ltd.	666	666
	Quoted Investment		
	3,600 (FY 17-18: 3600) fully paid up equity shares of Rs. 10/- each in Lakeland Hotels Ltd.	36	36
	Total	**1,368**	**1,368**
	Aggregate amount of quoted investments	36	36
	Market value of quoted investments	49	56
	Aggregate amount of unquoted investments	1,332	2,504
	Provision for diminution in investment	-	(1,172)

*Investment in Semac Qatar W.L.L , a joint venture with a controlling share of 49 % has been written off during the year

4.2 Loans

	As at March 31, 2019	As at March 31, 2018
Loans to related party		
- Unsecured, considered doubtful	-	862
Less : Provision for doubtful debts	-	(862)
Security deposits		
Unsecured, considered good		
- Rent deposit	5,020	5,117
- Deposits with statutory authorities	25	25
Total	**5,045**	**5,142**

SEMAC CONSULTANTS PRIVATE LIMITED

S.S. KOTHARI NEW DELHI CHARTERED ACCOUNTANTS

(₹ in '000)

5 Deferred Tax Assets

	As at March 31, 2019	As at March 31, 2018
Deferred tax asset (Net)	47,915	48,409
	47,915	**48,409**

(i) Movement in deferred tax items

FY 18-19	As at March 31, 2018	Recognised in Profit & Loss Account	Recognised in other comprehensive income	As at March 31, 2019
Deferred tax (liability) / asset in relation to :				
Expenses allowable on payment basis and others	9,405	5,045	-	14,450
Carry forward losses and unabsorbed depreciation	39,317	(5,766)	-	33,551
Remeasurement of Defined Benefit Obligations	(930)	-	409	(521)
Difference between Written Down Value as per books and as per Income Tax Act, 1961	(1,123)	899	-	(224)
Provision for doubtful debt	1,740	(1,082)	-	658
Net Deferred tax (liability) / asset	**48,409**	**(903)**	**409**	**47,915**

FY 17-18	As at March 31, 2017	Recognised in Profit & Loss Account	Recognised in other comprehensive income	As at 31st March, 2018
Deferred tax (liability) / asset in relation to :				
Expenses allowable on payment basis and others	16,714	(7,309)		9,405
Carry forward losses and unabsorbed depreciation	22,782	16,534	-	39,317
Remeasurement of Defined Benefit Obligations	-	-	(930)	(930)
Difference between Written Down Value as per books and as per Income Tax Act, 1961	-	(1,123)	-	(1,123)
Provision for doubtful debt	1,856	(116)	-	1,740
Net Deferred tax (liability) / asset	**41,352**	**7,986**	**(930)**	**48,409**

6 Other non current asset

	As at March 31, 2019	As at March 31, 2018
Advance lease rent	1,623	60
Total	**1,623**	**60**

7 Financial Asset : Current

7.1 Trade receivables

	As at March 31, 2019	As at March 31, 2018
Trade receivable considered good-secured	-	-
Trade receivable considered good-unsecured	-	1,89,165
Trade receivable which have significant increase in credit risk	-	-
Trade receivable-credit impaired	-	6,692
Less provision for ECL	-	(6,692)
	-	**1,89,165**

a) Amount receivable from customers is considered due on raising of invoice.

7.2 Cash and cash equivalents

	As at March 31, 2019	As at March 31, 2018
Balances with banks		
- in Current accounts	99,710	82,068
- in Fixed deposit with maturity of upto 3 months	30,000	42,817
Cash on hand	170	91
Total	**1,29,880**	**1,24,976**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

(₹ in '000)

7.3 Bank balance

	As at March 31, 2019	As at March 31, 2018
Balances with banks		
- in Fixed deposit with maturity of upto 3-12 months (under lien)	77,131	47,131
- in Fixed deposit with maturity of upto 3-12 months	-	100
	77,131	47,231

7.4 Loans

	As at March 31, 2019	As at March 31, 2018
Unsecured, considered good unless otherwise stated		
Related parties		
Loan to holding company	-	9
Loans to other parties (refer note i)	-	25,000
Security deposit		
Earnest money deposit	3,044	2,302
Others.	1,267	618
Advance to employees	130	1,112
Total	4,441	29,041

Note

(i) Loan was given to Vasundhara International, a sole proprietary concern on 3rd April, 2017 for general corporate purposes for a period of two years at interest rate of 13% per annum and was received during the current year

7.5 Other financial assets

	As at March 31, 2019	As at March 31, 2018
Interest accrued on loan to Holding Company	-	1,191
Interest accrued on deposits with bank	4,806	1,813
Interest accrued on loan to others	-	731
Unbilled revenue	24,186	40,824
Dividend Receivable	-	43,912
Total	28,992	88,471

8 Current tax asset (net)

	As at March 31, 2019	As at March 31, 2018
Advance payment of taxes (net)	1,31,951	77,673
Total	1,31,951	77,673

9 Contract assets

	As at March 31, 2019	As at March 31, 2018
Trade receivables	3,41,823	-
	3,41,823	-

10 Other current assets

	As at March 31, 2019	As at March 31, 2018
Advance to suppliers	25,500	17,655
Prepaid expenses	4,662	5,496
Other advances recoverable in kind	400	400
Balance with statutory authorities	24,065	62,304
Total	54,627	85,855

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

(₹ in '000)

11 Equity Share Capital

	As at March 31, 2019	As at March 31, 2018
Authorised:		
20,00,000 Equity Shares of Rs.10/- each	20,000	20,000
Issued, subscribed and fully paid up :		
18,20,892 (previous year 18,20,892) equity shares of Rs.10/- each	18,209	18,209
Total	18,209	18,209

(i) **Reconciliation of number and amount of equity shares outstanding:**

	No. of shares	Amount in ('000)
As at March 31, 2018	18,20,892	18,209
Movement during the year	-	-
As at March 31, 2019	18,20,892	18,209

(ii) **Details of shareholders holding more than 5% shares in the company**

Particulars	As at March 31, 2019		As at March 31, 2018	
	No. of shares	% of holding	No. of shares	% of holding
Revathi Equipment Ltd. (the Holding Company)	14,01,860	76.99%	14,01,860	76.99%
B. S. Aswathnarayan	97,390	5.35%	97,390	5.35%
T. S. Gururaj	95,851	5.26%	95,851	5.26%
	15,95,101	87.60%	15,95,101	87.60%

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(iii) **Rights, preferences and restrictions attached to equity shares**

a) The Company has one class of equity shares having par value of Rs 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation the equity shareholders are eligible to receive the remaining assets after discharging all liabilities of the Company, in proportion to their shareholding.

b) During the year ended March 31, 2019 the amount of dividend per share recognised as distribution to equity shareholder was Rs. NIL (FY 17-18 Rs. NIL)

c) The Company has not issued any shares for considration other than cash including bonus share and shares brought back during the period of five years immediately preceeding the reporting date.

12 OTHER EQUITY

	As at March 31, 2019	As at March 31, 2018
A. RESERVES & SURPLUS		
General reserve		
Opening balance	1,64,127	1,64,127
Changes during the year	-	-
Closing Balance	1,64,127	1,64,127
Retained earnings		
Opening balance	2,46,727	2,48,651
Add : (Loss)/Profit for the year	11,012	(1,924)
Balance at the end of the year	2,57,739	2,46,727
B. OTHER COMPREHENSIVE INCOME		
Foreign currency translation reserve (FCTR)		
Opening balance	1,004	2,819
Additions during the period	(3,442)	(1,815)
Balance at the end of the year	(2,438)	1,004
Actuarial Gain/(Loss)		
Opening balance	4,514	1,868
Additions during the period	2,411	2,646
Balance at the end of the year	6,925	4,514
Total	4,26,353	4,16,372

S.S. KOTHARI MEHTA NEW DELHI CHARTERED

SEMAC CONSULTANTS PRIVATE LIMITED

(₹ in '000)

13 Financial liability : Non current

13.1 Borrowings

	As at March 31, 2019	As at March 31, 2018
Secured at amortised cost		
From bank		
- Term Loan	353	641
Less: Current maturity of long term borrowings	(315)	(288)
Total	38	353

(i) Term loan from ICICI bank, taken @ 14.5% is secured by Mortgage of flat at Sikanderabad and is repayable in equated monthly instalments (EMI) of Rs. 0.29 thousands (starting from November 2005 for a period of 177 months)

13.2 Other financial liability

	As at March 31, 2019	As at March 31, 2018
Retention money payable	60,395	8,390
Total	60,395	8,390

14 Non current provision

	As at March 31, 2019	As at March 31, 2018
Provision for employee benefits		
Provision for gratuity (Refer note 36)	24,639	24,563
Provision for leave salary (Refer note 36)	5,188	3,557
	29,827	28,120

15 Financial Liability : Current

15.1 Borrowings

	As at March 31, 2019	As at March 31, 2018
Unsecured - at amortised cost		
- From related party (refer note (i))	32,311	27,155
Total	32,311	27,155

Note

(i) The loan is taken from the subsidiary company carrying interest @ 8% p.a and is repayable on demand.

15.2 Trade payables

	As at March 31, 2019	As at March 31, 2018
a) Micro, small and medium enterprises*	-	-
b) Others than Micro, small and medium enterprises	1,11,512	1,01,986
Total	1,11,512	1,01,986

* Based on the information availaible with the company, there are no supplier as defined under the " Micro, Small and Medium Enterprise Development Act, 2006". Hence the disclosure as required in section 22 of the said Act has not been given in these accounts. This information has been relied on by the auditors.

15.3 Other Financial Liability

	As at March 31, 2019	As at March 31, 2018
Current maturities of long term borrowings	315	288
Expenses payable	18,921	43,102
Total	19,236	43,390

16 Contract Liability

	As at March 31, 2019	As at March 31, 2018
Advance from customers	92,469	-
Total	92,469	-

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

(₹ in '000)

17 Short term provisions

	As at March 31, 2019	As at March 31, 2018
Provision for employee benefits		
Provision for gratuity (Refer note 36)	4,553	3,634
Provision for leave salary (Refer note 36)	1,357	1,296
Provision for contingency *	12,400	12,400
Total	**18,310**	**17,330**

*Claim made by a client which is under dispute.

18 Other current liability

	As at March 31, 2019	As at March 31, 2018
Statutory liabilities	4,978	30,091
Employee related dues	26,726	20,794
Total	**31,704**	**50,885**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

19 Revenue from operations

(₹ in '000)

	Year ended March 31, 2019	Year ended March 31, 2018
Revenue from contracts with customers		
(i) Disaggregated revenue information		
Set out below is the disaggregation of the Company's revenue from contracts with customers:		
Segment		
(a) **Type of goods or services:**		
(i) **Sale of services**		
Engineering consultancy and project management charges	2,62,409	3,14,263
Work contract services	8,14,397	6,46,159
Total revenue from contracts with customers	**10,76,806**	**9,60,422**
(b) **Location:**		
India	10,32,573	9,02,555
Outside India	44,233	57,867
Total revenue from contracts with customers	**10,76,806**	**9,60,422**
(c) **Timing of revenue recognition:**		
Services provided at a point in time	10,76,806	9,60,422
	10,76,806	**9,60,422**

(ii) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

	Year ended March 31, 2019	Year ended March 31, 2018
Trade receivables	-	1,89,165
Contract liabilities:		
Advance from customers	92,469	-

(iii) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

	Year ended March 31, 2019	Year ended March 31, 2018
Revenue as per contracted price	10,76,806	9,60,422
Adjustments:		
Sales return	-	-
Revenue from contracts with customers	**10,76,806**	**9,60,422**

(iv) The transaction price allocated to the remaining performance obligation (unsatisfied or partially unsatisfied) as at March 31, 2019 are, as follows:

Advance from customers (Refer note 16)	92,469	-

Management expects that the entire transaction price allotted to the unsatisfied contract as at the end of the reporting period will be recognised as revenue during the next financial year.

20 Other Income

	Year ended March 31, 2019	Year ended March 31, 2018
Interest Income from		
- Interest from FDs	6,152	7,075
- Income tax refund	-	2,881
- Loans & advances	2,391	6,463
Dividend Income	-	43,912
Bad debts recovered	-	410
Gain on foreign exchange fluctuation	6,474	-
Sundry balances/provision no longer required written back	2,686	3,337
Profit on sale of fixed assets (net)	-	157
Miscellaneous income	2,286	1,325
Total	**19,989**	**65,560**

21 Cost of services

	Year ended March 31, 2019	Year ended March 31, 2018
Works contract expenses	6,51,944	5,35,084
Total	**6,51,944**	**5,35,084**

SEMAC CONSULTANTS PRIVATE LIMITED

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

(₹ in '000)

22 **Employee benefit expense**

		Year ended March 31, 2019	Year ended March 31, 2018
i.	Salaries, wages, allowances & commission	2,21,370	2,83,292
ii.	Contribution to gratuity, provident & other funds	13,837	22,840
iii.	Staff welfare expenses	1,771	3,319
	Total	**2,36,978**	**3,09,451**

23 **Finance cost**

	Year ended March 31, 2019	Year ended March 31, 2018
Interest expenses	2,468	3,030
Interest on delay in payment of statutory dues	535	343
Total	**3,003**	**3,373**

24 **Depreciation**

		Year ended March 31, 2019	Year ended March 31, 2018
i.	Tangible assets	5,127	4,312
ii.	Intangible asset	952	1,743
	Total	**6,079**	**6,055**

25 **Other Expense**

	Year ended March 31, 2019	Year ended March 31, 2018
Power & fuel	2,327	3,888
Rent	15,654	16,882
Repairs on others	4,225	4,744
Insurance	1,401	1,140
Rates & taxes	2,691	3,545
Bad debts written off	22,309	8,803
Training & Seminar Expense	34	819
Travel & conveyance	23,519	27,350
Vehicle maintenance	57	528
Bank charges	5,409	3,197
Postage & telephone	3,014	4,040
Loss on Investment	1,172	301
Less: Impairment provision	(1,172)	-
Printing & stationery	2,190	3,115
Loss on foreign exchange fluctuation	-	166
Corporate social responsibilites	-	150
Audit fee & expenses	1,086	992
Sundry balances written off	839	7,433
Professional expense	88,503	89,528
Loss on sale of fixed assets (Net)	966	-
Miscellaneous expenses	5,393	5,307
Total	**1,79,617**	**1,81,929**

26 **Tax Expense**

Current tax	3,947	-
MAT Credit entitlement	(3,947)	-
- Income tax relating to earlier years	7,259	-
Deffered tax expense	903	(7,986)
	8,162	**(7,986)**

SEMAC CONSULTANTS PRIVATE LIMITED

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Income tax recognised in other comprehensive income

(₹ in '000)

	Year ended 31st March 2019	Year ended 31st March 2018
Deferred tax related to items recognised in other comprehensive income during the year:		
Items that will not be reclassified to profit or loss		
- Remeasurement of defined benefit obligations	409	930
Total income tax expense recognised in other comprehensive income		
Total income tax expense recognised	8,571	(7,056)

27 Other Comprehensive Income

Item that will be reclassified to Statement of Profit or Loss		
Foreign currency translation reserve	(3,442)	(1,815)
Item that will not be reclassified to profit or loss		
Acturial gain / (loss) on defined benefit obligation	2,002	3,576
Income tax relating to items that will not be reclassified to profit or loss	409	(930)
Total	(1,031)	831

27.1 Reconciliation of income tax expense and the accounting profit multiplied by Company's tax rate:

	27.82%	**27.82%**
Profit / (loss) before tax	**21,176**	**(6,334)**
Income tax expense calculated at 27.82% (including surcharge and education cess) (March 31, 2018: 27.82%)	5,891	-
Effect of temporary differences	1,621	(7,986)
Effect of brought forward losses	(6,609)	-
Effect of earlier year taxes	7,259	-
Other adjustments	(409)	(930)
	7,753	(8,916)

28 Earnings per share

	Unit of measurement	Year ended March 31, 2019	Year ended March 31, 2018
Face value of equity Shares (in Rs.)			
Total number of equity shares outstanding	Number	18,20,892	18,20,892
Weighted average number of equity shares in calculating basic and diluted EPS	Number	18,20,892	18,20,892
Countinued Operation			
Net profit for calculation of basic and diluted EPS	Rs in '000	11,012	(1,925)
EPS (Basic & Diluted)	Rs in '000	6.05	(1.06)
Discountinued Operation			
Net profit for calculation of basic and diluted EPS	Rs in '000	-	-
EPS (Basic & Diluted)	Rs in '000	-	-
Total Operations			
Net profit for calculation of basic and diluted EPS	Rs in '000	11,012	(1,925)
EPS (Basic & Diluted)	Rs in '000	6.05	(1.06)

SEMAC CONSULTANTS PRIVATE LIMITED

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

29 Contingent liabilities (not provided for) in respect of:

(₹ in '000)

S.N.	Particulars	2018-19	2017-18
a)	Bank Guarantees	71,768	28,017
b)	Service tax demands	5,899	5,899
c)	TDS demands	1,380	1,577
d)	Employee visa guarantee	795	744
e)	Claims against company not acknowledged as debts	-	11,772
	Total	79,843	48,008
f)	The Honourable Supreme Court, has passed a decision on 28th February, 2019 in relation to inclusion of certain allowances within the scope of "Basic wages" for the purpose of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. The Company, based on legal advice, is awaiting further clarifications in this matter in order to reasonably assess the impact on its financial statements, if any. Accordingly, the applicability of the judgement to the Company, with respect to the period and the nature of allowances to be covered, and resultant impact on the past provident fund liability, cannot be reasonably ascertained, at present.		

30 Capital and other commitments:

(₹ in '000)

S.N.	Particulars	2018-19	2017-18
a)	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	Nil	Nil
b)	Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advances)	Nil	Nil

31 Remuneration paid to Auditors (excluding taxes):

(₹ in '000)

Particulars	2018-19	2017-18
Statutory auditor	675	675
Other services	120	120
Reimbursement of expenses	150	150
Total	945	945

32 Details of Dues to Micro and Small Enterprises as per MSMED Act, 2006 to the extent of information available with the Company

(₹ in '000)

S.N.	Particulars	2018-19	2017-18
a)	Principal amount and Interest due thereon remaining unpaid to any supplier as at end of each accounting year		
b)	Interest paid by the Company in terms of Section 16 of the MSMED Act along with the amounts of the payment made to the supplier beyond the appointed day during the accounting year.	-	-
c)	the amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-
d)	the amount of interest accrued and remaining unpaid	-	-
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of this Act.	-	-
	Total	-	-

33 Expenditure in foreign currency (accrual basis):

(₹ in '000)

Particulars	2018-19	2017-18
Travelling	770	1,429
Rent	1,361	1,626
Professional fee and other expenses	39,020	44,229
TOTAL	41,151	47,284

S.S. KOTHARI CHARTERED ACCOUNTANTS NEW DELHI

SEMAC CONSULTANTS PRIVATE LIMITED

34 Earnings in foreign currency (accrual basis):

(₹ in '000)

Particulars	2018-19	2017-18
Engineering, consultancy, project management charges (including other income)	44,233	60,670

35 Segment Information

(i) General Disclosure

The company operates mainly in one business segment viz. engineering, consultancy for commercial and industrial projects being primary segment and all other activities revolve around the main activity. The secondary segment is geographical, information related to which is given under.

The above reportable segments have been identified based on the significant components of the enterprise for which discrete financial information is available and are reviewed by the Chief operating decision maker (CODM) to assess the performance and allocate resources to the operating segments.

(ii) Entity wide disclosure required by IND AS 108 are made as follows:

a) **Revenues (including other income) from sale of products/services to external customers**

(₹ in '000)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
India	10,52,562	9,68,116
Outside India	44,233	57,867

b) **Segment Assets**

Total of non-current assets other than financial instruments, investment in subsidiaries, joint ventures and associate and deferred tax assets broken down by location of the assets, is shown below:

(₹ in '000)

Segment Assets	Year ended March 31, 2019	Year ended March 31, 2018
India	13,926	12,859
Outside India	1,642	1,940

(iii) Information about major customers:

Revenue from customers contributing more than 10% of company's revenue is Rs 6,57,788 thousands.

36 Gratuity and Other Post Employment Benefit Plans

Gratuity

Gratuity (being partly administered by a Trust) is computed as 15 days salary, for every recognized retirement / termination / resignation. The Gratuity plan for the company is a defined benefit scheme where annual contributions as per actuarial valuation are charged to the Statement of profit and loss.

The Provident Fund is a defined contribution scheme whereby the company deposits an amount determined as a fixed percentage of basic pay with the Regional Provident Fund Commissioner.

The Company also has a leave encashment scheme with defined benefits for its employees. The Company makes provision for such liability in the books of accounts on the basis of year end actuarial valuation. No fund has been created for this scheme.

For summarizing the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for the respective plans, the details are as under

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

A. Statement of profit and loss

Net employee benefit expense

(₹ in '000)

Particulars	2018-19		2017-18	
	Gratuity (funded)	Leave encashment	Gratuity (funded)	Leave encashment
Current Service cost	4,296	2,085	3,740	1,887
Net Interest cost	2,145	305	2,715	193
Expected return on plan assets	(184)	-	(264)	-
Net actuarial (gain) / loss to be recognized	(2,002)	(561)	(3,576)	(743)
Past service cost (vested benefits)	-	-	2,485	-
Expenses Recognized in the statement of Profit & Loss	4,255	1,828	5,100	1,337

B. Balance Sheet

(i) Details of Plan assets/ (liabilities) for gratuity and Leave Encashment

(₹ in '000)

Particulars	2018-19		2017-18	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Defined benefit obligation	31,723	6,545	31,260	4,853
Fair value of plan assets	2,532	-	3,063	-
Net Asset/(Liability) recognized in the Balance Sheet	29,191	6,545	28,197	4,853

(ii) Changes in the present value of the defined benefit obligation are as follows:

(₹ in '000)

Particulars	2018-19		2017-18	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Opening defined benefit obligation	31,260	4,853	41,786	4,055
Interest cost	2,145	305	2,715	193
Current service cost	4,296	2,085	3,740	1,887
Past service cost (vested benefits)	-	-	2,485	-
Actuarial (gains)/losses on obligation	(2,098)	(561)	(3,771)	(743)
Benefit paid	(3,880)	(136)	(15,695)	(539)
Closing defined benefit obligation	31,723	6,545	31,260	4,853

(iii) Changes in the fair value of plan assets (gratuity) are as follows:

(₹ in '000)

Particulars	2018-19	2017-18
Opening fair value of plan assets	3,063	3,780
Actual return on Plan Assets	184	264
Contribution during the year	3,138	14,125
Benefit paid	(3,757)	(14,911)
Actuarial gain / (loss) on plan assets	(96)	(195)
Closing fair value of plan assets	2,532	3,063

S.S. KOTHARI M... CHARTERED AC...

SEMAC CONSULTANTS PRIVATE LIMITED

(₹ in '000)

(iv) The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Particulars	2018-19 %	2017-18 %
Discount rate (%)	7.55%	7.35%
Expected salary increase (%)	8.00%	8.00%
Demographic Assumptions		
Retirement Age (year)	60	60
Attrition / Withdrawal rate (per annum)	10.00%	20.00%
Mortality rate	100.00%	100.00%

The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. The above information is certified by Actuary.

v. Contribution to defined contribution plans:

Particulars	2018-19	2017-18
Provident fund	9,585	12,422

vi Sensitivity analysis of the defined benefit obligation:

Particulars	2018-19		2017-18	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Impact of the change in discount rate				
Present value of obligation at the end of the period	31,723	6,545	31,260	4,853
Impact due to increase of 0.50%	159	33	156	24
Impact due to decrease of 0.50%	(159)	(33)	(156)	(24)
Impact of the change in salary increase				
Present value of obligation at the end of the period	31,723	6,545	31,260	4,853
Impact due to increase of 0.50%	159	33	156	24
Impact due to decrease of 0.50%	(159)	(33)	(156)	(24)

Sensitivities due to mortality & withdrawals are insignificant & hence ignored.

vii Other comprehensive income (OCI):

(₹ in '000)

Particulars	2018-19		2017-18	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Net cumulative unrecognized actuarial (gain)/loss	(6,433)	(3,543)	(2,857)	(2,800)
Actuarial (gain)/loss for the year on PBO	(2,098)	(561)	(3,771)	(743)
Actuarial (gain)/loss for the year on plan asset	96	-	195	-
Unrecognized actuarial (gain)/loss at the end of the year	-	-	-	-
Total actuarial (gain)/loss at the end of the year	**(8,435)**	**(4,105)**	**(6,433)**	**(3,543)**

37 Related Party Transactions

a) List of Related Parties

i. Subsidiaries, Associates and Joint Venture of the Company

Name	**Status**
Semac Qatar WLL	Joint Venture (Qatar)
Semac & Partners LLC	Subsidiary Company (Muscat)

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

(₹ in '000)

ii. Holding company

Name	Status
Revathi Equipment Limited	Holding Company
Renaissance Advanced Consultancy Ltd	Ultimate Holding company

iii Key Management Personnel of the Company

Name	Status
Mr. Chaitanya Dalmia	Director till March 31, 2018
Mr. Abhishek Dalmia	Additional Director, w.e.f. December 1, 2017
Mrs. Deepali Dalmia	Additional Director, w.e.f. March 31, 2018
Mr. Vikas Jain	Chief Financial officer and Company Secretary till September 25, 2018
Mr. Pawan Maini	Chief Executive Officer, till June 30, 2018

iv. Enterprises where Key managerial personnel or their relatives have significant influence:
- Semac Construction Technologies India LLP (SCTILLP), formerly Renaissance Construction Technologies India LLP (RCTILLP)
- SWBI Design Informatics Private Limited

b) The following transactions were carried out with related parties in the ordinary course of business:

(₹ in '000)

Nature of Relationship	Name of Related Party	Nature of Transaction	For the year ended 31-Mar-19	For the year ended 31-Mar-18
Key Managerial Personnel	Mr. Vikas Jain (CFO)	Salary & Perquisites	3,006	5,913
	Mr. Pawan Maini (CEO)		6,875	27,500
Enterprises where Key managerial personnel or their relatives have significant influence	Semac Construction Technologies India LLP (SCTILLP)	Professional fees / reimbursement of expenses (Income)	2,561	-
	Semac Construction Technologies India LLP (SCTILLP)	Professional fees / reimbursement of expenses (Expense)	1,23,063	1,03,587
	SWBI Design Informatics Private Limited	Office Rent, Maintenance, Power & Utility	5,575	-
		Security Deposit for rent & maintenance given	2,967	-
Holding company	Revathi Equipment Limited	Interest Income	-	1,277
Subsidiaries, Associates and Joint Venture of the Company	Semac LLC	Interest Expense	2,395	1,844
		Dividend Income	-	43,912
		Professional charges/reimbursement of expenses claimed	12,675	2,107

(₹ in '000)

c) **Balances Outstanding at Year End:**

Nature of Relationship	Name of Related Party	Nature of Transaction	31-Mar-19	31-Mar-18
Enterprises where Key managerial personnel or their relatives have significant influence	Semac Construction Technologies India LLP (SCTILLP)	Trade Receivable	2,158	5,671
		Trade Payable	6,447	5,633
	SWBI Design Informatics Private Limited	Office Rent, Maintenance, Power & Utility Payable (Debit balance)	189	-
		Security Deposit for rent & maintenance recoverable (Debit balance)	2,967	-
Holding company	Revathi Equipment Limited	Advance Given	-	9
		Interest Receivable	-	1,191
Subsidiaries, Associates and Joint Venture of the Company	Semac LLC	Loan taken	32,311	27,155
		Trade Receivable	1,667	1,327
		Dividend Receivable	-	43,912
		Investment	663	663
	Semac Qatar WLL	Short term loans	-	862
		Provision for Diminution	-	(862)
		Net Amount	-	-
		Trade receivables	-	188
		Provision for Doubtful Debts	-	(188)
		Net Amount	-	-
		Investments	-	1,172
		Less: Provision	-	(1,172)
		Net Amount	-	-

38 Leases

(i) **Obligations under finance leases**
The company has no leasing arrangement in the nature of finance lease except land.

(ii) **Operating lease arrangements**
Office premises are taken on operating lease. There is no escalation clause in the lease agreement

(a) **Payments recognised as expense**

Particulars	2018-19	2017-18
Lease rent recognised during the year	15,654	16,882

(b) **Non-cancellable operating lease commitments**
All the operating lease arrangements are cancellable, having a lease period of 3-5 years and are usually renewable by mutual consent on mutually agreeable terms.

(₹ in '000)

39 Disclosures as required by Indian Accounting Standard (Ind AS) 37:- Provisions, Contingent liabilities and Contingent assets :

There are no present obligations requiring provisions in accordance with the guiding principles as enunciated in Ind As 'Provisions, Contingent Liabilities & Contingent Assets except as given under

Due to ongoing legal proceeding with the Semac Qatar W.L.L. , a joint venture with a controlling share of 49 %, during the previous years the company has created the provision for the loan and receivables in accordance with the requirement of Ind AS 37 and has written off the same during current year.

40 Impairment Review

Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or groups of CGUs within the Company at which the assets are monitored for internal management purposes, within an operating segment. The impairment assessment is based on higher of value in use and value from sale calculations. During the year, the testing did not result in any impairment in the carrying amount of other assets. The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations are:-

(i) Operating margins (Earnings before interest and taxes), (ii) Discount Rate, (iii) Growth Rates and (iv) Capital Expenditure

41 Expenditure incurred on Corporate Social Responsibilities

(a) Gross amount required to be spent by the company during the year ₹ "Nil" (previous year ₹ 100)

(b) Amount spent during the year on

(₹ in '000)

CSR Activities	In Cash	Yet to be paid in cash	Total
(i) Construction / acquisition of any asset	-	-	-
(ii) On purpose other than (i) above	- (150)	- -	- (150)

(figure in bracket pertain to previous year)

42 Events occurring After the Balance Sheet date

No adjusting or significant non adjusting events have occurred between the reporting date and date of authorization of financial statements

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

43 Financial Risk Management

Financial Risk Factors

The Company's operational activities expose to various financial risks i.e. market risk, credit risk and risk of liquidity. The Company realizes that risks are inherent and integral aspect of any business. The primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Company's senior management oversees the management of these risks and devise approrpiate risk management framework for the Company. The senior management provides assurance that the 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

A 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. The Company is exposed to the risk of movements in interest rates and foreign currency exchange rates that affects its assets, liabilities and future transactions. The Company is exposed to following key market risks:

i. Interest Rate 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. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term borrowings obligations in the nature of cash credit.

₹ in '000

Particulars	Fixed Rate Borrowing	Variable Rate Borrowing	Total Borrowing
As at March 31, 2019	32,664	-	32,664
As at March 31, 2018	27,796	-	27,796

Sensitivity analysis - For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year.

Sensitivity on variable rate borrowings	Impact on Profit & Loss Account	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest rate increase by 0.25%	-	-
Interest rate decrease by 0.25%	-	-

ii. Foreign Currency Risk :

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuates because of changes in foreign exchange rates. As the Company operates internationally through a branch office in Dubai it has exposure to the risk of change in foreign exchange on account of foreingn operations. In addition to this, the entity has also exported / imported professional and management services giving rise to foreing receivables / payables.

The details of foreign currency exposure is as follows:

Particulars	Trade Receivable		Trade Payables	
	In FC in '000	Rs in '000	In FC in '000	Rs in '000
Unhedged foreign currency exposures				
Foreign Exposure as at March 31, 2019				
US Dollars	726	50,297	104	7,232
Euro	-	-	45	3,537
Foreign Exposure as at March 31, 2018				
US Dollars	763	49,448	104	6,763
Euro	-	-	45	3,633

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

Rate Sensitivity

Sensitivity analysis is computed based on the changes in the income and expenses in foreign currency upon conversion into functional currency, due to exchange rate fluctuations between the previous reporting period and the current reporting period.

₹ in '000

Particulars	Increase / Decrease in basis points	Impact on Profit & Loss Account: For the year ended March 31, 2019	Impact on Profit & Loss Account: For the year ended March 31, 2018
USD Sensitivity	+ 50 basis points	3	3
	- 50 basis points	(3)	(3)
Euro Senitivity	+ 50 basis points	(0)	(0)
	- 50 basis points	0	0

* Holding all other variable constant

B Credit risk:

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and advances to suppliers) and from its financing activities, including deposits and other financial instruments

To manage this, Company periodically assesses the financial reliability of customers, taking into account factors such as credit track record in the market and past dealings with the Company for extension of credit to customer Company monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. An impairment analysis is performed at each quarter end on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets as discussed below. The Company evaluates the concentration of risk with respect to trade receivables as low, the trade receivables are located in several jurisdictions and operate in largely independent markets.

The ageing of trade receivables/contract assets is given below:

₹ in '000

Particulars	As at March 31, 2019: Upto 6 months	As at March 31, 2019: More than 6 months	As at March 31, 2018: Upto 6 months	As at March 31, 2018: More than 6 months
Gross carrying amount (A)	2,59,931	84,424	91,134	1,04,723
Expected Credit Losses (B)	(2,532)	-	(6,692)	-
Net Carrying Amount (A-B)	**2,57,399**	**84,424**	**84,442**	**1,04,723**

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved authorities. Credit limits of all authorities are reviewed by the management on regular basis. All balances with banks and financial institutions is subject to low credit risk due to good credit ratings assigned to the Company. The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2019 and March 31, 2018 is the carrying amounts.

C Liquidity risk:

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company's cash flow is a mix of cash flow from collections from customers on account of engineering services. The other main component in liquidity is timing to call loans/ funds and optimization of repayments of loans installment, interest payments.

Table hereunder provides the current ratios of the Company as at the year end

₹ in '000

Particulars	As at March 31, 2019	As at March 31, 2018
Total current assets	7,68,845	6,42,412
Total current liabilities	3,05,542	2,40,746
Current ratio	2.52	2.67

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

The table below summarises the maturity profile of the Company's financial liabilities based on contracted undiscounted payments (excluding transaction cost on borrowings).

(₹ in '000)

	Particulars	Payable on demand	Less than 1 year	More than 1 year	Total
I	**As at March 31, 2019**				
(i)	Borrowings	32,311	315	353	32,979
(ii)	Other Financial Liability	18,921	-	60,395	79,316
(iii)	Trade and other payable	-	1,11,512	-	1,11,512
	Total	**51,232**	**1,11,827**	**60,748**	**2,23,807**
II	**As at March 31, 2018**				
(i)	Borrowings	27,155	288	641	28,084
(ii)	Other Financial Liability	43,102	-	8,390	51,492
(iii)	Trade and other payable	-	1,01,986	-	1,01,986
	Total	**70,257**	**1,02,274**	**9,031**	**1,81,562**

44 Financial Instrument - Disclosure

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

Financial Assets (₹ in '000)

Sl. No	Particulars	Note	Fair value hierarchy	As at March 31, 2019		As at March 31, 2018	
				Carrying Amount	Fair Value	Carrying Amount	Fair Value
1	**Financial asset at FVTPL**						
	Current						
	Investments in Mutual Funds	A		-		-	
2	**Financial asset at FVTOCI**	B					
	Non Current						
	Investments in Equity Shares						
	Quoted		Level 1	36	49	36	56
	Unquoted		Level 2	669	669	669	669
3	**Financial assets designated at amortised cost**						
	Non Current						
a)	Loans		Level 3	5,045		5,142	
	Current						
a)	Contract Assets		Level 3	3,41,823		-	
b)	Trade receivables		Level 3	-		1,89,165	
c)	Cash and cash equivalents		Level 3	1,29,880		1,24,976	
d)	Bank balances		Level 3	77,131		47,231	
e)	Loans		Level 3	4,441		29,041	
f)	Other financial assets		Level 3	28,992		88,471	
4	**Investment in subsidiary companies and associate (At Cost)**	C		663		663	
	Total		-	**5,88,680**	**718**	**4,85,394**	**725**

Financial Liabilities (₹ in '000)

Sl. No	Particulars	Note	Fair value hierarchy	As at March 31, 2019		As at March 31, 2018	
				Carrying Amount	Fair Value	Carrying Amount	Fair Value
1	**Financial liability designated at amortised cost**	D					
	Non Current						
a)	Borrowings		Level 3	38	-	353	-
b)	Other Financial Liability		Level 3	60,395	-	8,390	-
	Current						
a)	Borrowings		Level 3	32,311	-	27,155	-
b)	Trade payables		Level 3	1,11,512	-	1,01,986	-
c)	Other financial liabilities		Level 3	19,236	-	43,390	-
	Total			**2,23,492**	-	**1,81,274**	-

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

A Company has opted to fair value its Financial asset through profit & loss.

B Company has opted to fair value its financial asset through other comprehensive income.

C As per Para D-15 of Appendix D of Ind AS 101, the first time adopter may chose to measure its investment in subsidiaries, JVs and Associates at cost or at fair value. Company has opted to value its investments in subsidiaries, JVs and Associates at cost.

D Company has adopted effective rate of interest for calculating interest. This has been calculated as the weighted average of effective interest rates calculated for each loan. In addition processing fees and transaction cost relating to each loan has also been considered for calculating effective interest rate.

* The carrying amounts are considered to be the same as their fair values due to short term nature.

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within 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 assets or liabilities that are not based on observable market data (unobservable inputs).

45 Capital Management

For the purpose of the Company's capital management, equity includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders and net debt includes interest bearing loans and borrowings less current investments and cash and cash equivalents. The primary objective of the Company's capital management is to safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, internal accruals, long term borrowings and short term borrowings. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

Particulars	**As at March 31, 2019 (₹ in '000)**	**As at March 31, 2018 (₹ in '000)**
Debt (i)	32,664	27,796
Cash and cash equivalents	1,29,880	1,24,976
Net Debt	(97,216)	(97,180)
Total Equity	4,44,562	4,34,581
Net debt to equity ratio (Gearing Ratio)	(0.22)	(0.22)

(i) Debt is defined as long-term and short-term borrowings

46 The audited GST return for the year ended March 31, 2018 is pending for the filing as competent authority has extended the date of filing till June 30, 2019. The company is in process of reconciling the data of GSTR 2A with GSTR 3B. In view of the management on final reconciliation the impact will not be material.

47 Previous year figures have been regrouped/rearranged wherever necessary to confirm to current year presentation

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Amit Goel
Partner
Membership No: 500607

Place : Bengaluru
Date: May 29, 2019

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Place : Bengaluru
Date: May 29, 2019

SEMAC

Semac Consultants Private Limited

Consolidated Financial Statements for FY2018-19

Statutory Auditors

S. S. Kothari Mehta & Co.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SEMAC CONSULTANTS PRIVATE LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Semac Consultants Private Limited** ("the Company" or "Holding Company") and its subsidiary (the Company and its subsidiary together referred to as "the Group"), which comprise the consolidated balance sheet as at March 31, 2019, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows for the year ended on that date, and notes to the consolidated financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors on separate financial statements of the subsidiary referred to in the other matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards ('Ind AS') prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2019, the consolidated profit, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in 'Other Matters' paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

Plot No. 68, Okhla Industrial Area, Phase-III, New Delhi-110020
Tel: +91-11-4670 8888 E-mail: info@sskmin.com
www.sskmin.com

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiary and branch office audited by other auditor, to the extent it relates to this entity and, in doing so, place reliance on the work of other auditor and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far it relates to the subsidiary and branch office as mentioned above, is traced from their financial statements audited by other auditors.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to report the matter to those charged with governance.

Responsibility of the Management and those charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 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 consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the company included in the Group are also responsible for overseeing the financial reporting process of the Group.

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

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

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

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

- Identify and assess the risks of material misstatement of the consolidated 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls system 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 ability of the Group 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 consolidated 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 Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entity or business activities within the Group to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated Ind AS financial statements of which we are the independent auditors. For the other entity or business activities included in the consolidated Ind AS financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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.

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

Other Matters

(i) We did not audit the financial statements and other financial information, in respect of one subsidiary incorporated outside India whose financial statements/financial information include total assets of Rs. 2,49,161 thousands as at March 31, 2019, total revenue of Rs. 2,74,619 thousands and net cash outflows amounting to Rs. 15,499 thousands for the year ended on that date, as considered in these consolidated Ind AS financial statements. These financial statements and other information have been audited by other auditor, whose financial statements, other financial information and audit reports have been furnished to us by the management and our opinion in so far as it relates to that subsidiary is based solely on the report of the other auditor.

(ii) We did not audit the financial statements and other financial information, in respect of Dubai branch of the Holding Company whose financial statements reflect total assets of Rs. 9,409 thousands as at March 31, 2019, total revenue of Rs. 32,486 thousands and net cash inflows amounting to Rs. 25 thousands for the year ended on that date. These financial statements and other information have been audited by other auditor duly qualified to act as auditor in the country of incorporation of the said branch, whose financial statements, other financial information and auditor's reports have been furnished to us by the management and our opinion in so far as it relates that branch is based solely on the report of the branch auditor.

Our opinion on the consolidated Ind AS financial statements above and our report on the Other Legal and Regulatory Requirement below, is not modified in respect of above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the considerations of the report of the other auditors on separate financial statements of the subsidiary referred to in the Other Matters paragraph above we report, to the extent applicable, that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;

c) The consolidated balance sheet, the consolidated statement of profit and loss including (including other comprehensive income), consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

d) In our opinion, the aforesaid consolidated financial statements comply with the specified under Section 133 of the Act, read with relevant rules issued thereunder;

S.S. KOTHARI MEHTA & COMPANY * NEW DELHI * CHARTERED ACCOUNTANTS

e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2019 and taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting of those companies, for reasons stated therein.

g) In our opinion, and according to the information and explanations given to us, the provisions of section 197 of the Act are not applicable to the Company;

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statement disclose the impact of pending litigations as at March 31, 2019 on the consolidated financial position of the Group -Refer Note 30 to the consolidated financial statements;

ii. The Group did not have any long term contracts including derivative contracts for which there were any material foreseeable losses; and

iii. There is no amount required to be transferred to Investor Education and Protection Fund by the Holding Company.

For S.S. Kothari Mehta & Company
Chartered Accountants
Firm's Registration No. 000756N

Amit Goel
Partner
Membership No. 500607

Place: New Delhi
Date: May 29, 2019

Annexure A to the Independent Auditor's Report to the members of Semac Consultants Private Limited dated May 29, 2019 on its Consolidated Financial Statements.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section.

Our reporting on the internal financial controls over financial reporting is not applicable in respect of one audited subsidiary company incorporated outside India.

In conjunction with our audit of the consolidated financial statement of **Semac Consultants Private Limited** as of and for the year ended March 31, 2019, we have audited the Internal Financial Controls over Financial Reporting of Semac Consultants Private Limited (hereinafter referred to as the "Holding Company"), which is the Company incorporated in India, for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 ("the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Holding Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

S. KOTHARI MEHTA & COMPANY ★ NEW DELHI ★ CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED ★

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

c) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the holding company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S. S. Kothari Mehta & Company
Chartered Accountants
Firm Registration No. 000756N

Amit Goel

Amit Goel
Partner
Membership No: - 500607

Place: New Delhi
Date: May 29, 2019

SEMAC CONSULTANTS PRIVATE LIMITED

Consolidated Balance Sheet As At March 31, 2019

₹ in '000

	Note No.	As at March 31, 2019	As at March 31, 2018
ASSETS			
(1) **Non - current assets**			
Property, plant and equipment	3	18,055	18,932
Other intangible assets	3	2,141	2,849
Financial assets	4		
(i) Investments	4.1	705	706
(ii) Loans	4.2	5,045	5,142
Deffered tax asset	5	47,915	48,409
Other non current assets	6	1,623	60
		75,484	76,098
(2) **Current assets**			
Financial assets	7		
(i) Trade receivables	7.1	1,37,296	3,01,275
(ii) Cash and cash equivalents	7.2	1,62,586	1,73,181
(iii) Bank balances	7.3	77,131	71,169
(iv) Loans	7.4	43,764	70,763
(v) Other financial assets	7.5	28,992	44,559
Current tax assets (net)	8	1,26,073	75,414
Contract assets	9	3,41,823	-
Other current assets	10	61,737	94,459
		9,79,402	8,30,820
Total assets		10,54,886	9,06,918
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	11	18,209	18,209
Other equity	12	5,62,446	5,44,728
Non-controlling interest	13	69,124	55,210
		6,49,779	6,18,147
LIABILITIES			
(1) **Non - current liabilities**			
Financial liabilities	14		
(i) Borrowings	14.1	38	353
(ii) Other financial liability	14.2	60,395	8,390
Provisions	15	39,203	39,277
		99,636	48,020
(2) **Current liabilities**			
Financial liabilities	16		
(i) Trade payables	16.1		
- Due to Micro, Small and Medium Enterprises		-	-
- Due to other than Micro, Small and Medium Enterprises		1,11,634	1,02,005
(ii) Other financial liabilities	16.2	19,965	59,937
Contract Liability	17	92,469	-
Provisions	18	18,310	17,330
Other current liabilities	19	63,093	61,479
		3,05,471	2,40,751
Total Equity & Liabilities		10,54,886	9,06,918
Significant Accounting Policies	1 & 2		

The accompanying notes form an integral part of these consolidated financial statements

As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Amit Goel

Amit Goel
Partner
Membership No: 500607

Place : Bengaluru
Date: May 29, 2019

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia

Deepali Dalmia
DIN : 00017415

Place : Bengaluru
Date: May 29, 2019

SEMAC CONSULTANTS PRIVATE LIMITED

SEMAC CONSULTANTS PRIVATE LIMITED

Consolidated Statement Of Profit And Loss For The Year Ended March 31, 2019

₹ in '000

		Note No.	For the year ended March 31, 2019	For the year ended March 31, 2018
I	Revenue from operations	20	13,51,425	11,63,777
II	Other income	21	31,304	27,644
III	Total income (I + II)		13,82,729	11,91,421
IV	Expenses			
	Cost of services	22	6,51,944	5,35,084
	Employee benefits expenses	23	3,96,880	4,56,453
	Finance costs	24	611	1,529
	Depreciation and amortization expenses	25	10,747	11,837
	Other expenses	26	2,68,978	2,25,280
	Total expenses		13,29,160	12,30,183
V	Profit / (loss) before exceptional items and tax (I - III)		53,569	(38,762)
VI	Exceptional items		-	-
VII	**Profit / (loss) before tax (V + VI)**		53,569	(38,762)
VIII	**Tax expense**			
	(1) Current tax	27	10,791	2,259
	(2) MAT Credit entitlement	27	(3,947)	-
	(3) Deferred tax	27	903	(7,986)
	(4) Tax related to earlier year	27	7,259	529
	Total Tax Expense		15,006	(5,198)
IX	Profit / (loss) from continuing operations (VII - VIII)		38,563	(33,564)
X	Profit / (loss) from discontinued operations (VII - VIII)		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit / (loss) from discontinued operations (after tax) (X - XI)		-	-
XIII	Profit / (loss) for the period before non-controlling interest (IX + XII)		38,563	(33,564)
XIV	Non-controlling interest		9,643	4,295
XV	Profit / (loss) for the period after non-controlling interest (XIII - XIV)		28,920	(37,859)
XVI	Other comprehensive income	28		
A	(i) Items that will be reclassified to profit or loss		8,759	(773)
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
B	(i) Items that will not be reclassified to profit or loss		2,002	3,576
	(ii) Income tax relating to items that will not be reclassified to profit or loss		409	(930)
	Total		11,170	1,873
XVII	Non-controlling interest		4,270	5,337
XVIII	Other comprehensive income after non-controlling nterest		6,900	(3,464)
XIX	Total comprehensive income for the period (XIII + XIV)			
	Non-controlling interest		13,914	9,632
	Other than non-controlling interest		35,820	(41,323)
			49,734	(31,691)
XVI	Earnings per equity share (basic& diluted)	29		
	For continuing operations (Face value of ₹ 10 each)		0.02	(0.02)
	For discontinued operations (Face value of ₹ 10 each)		-	-
	For continued & discontinued operations (Face value of ₹ 10 each)		0.02	(0.02)
	Significant accounting policies	1 & 2		

The accompanying notes form an integral part of these consolidated financial statements

As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Amit Goel

Amit Goel
Partner
Membership No: 500607

Place : Bengaluru
Date: May 29, 2019

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia

Deepali Dalmia
DIN : 00017415

Place : Bengaluru
Date: May 29, 2019

SEMAC CONSULTANTS PRIVATE LIMITED

SEMAC CONSULTANTS PRIVATE LIMITED

Consolidated Cash Flow Statement For The Year Ended March 31, 2019

(₹ in '000)

	2018-19	2017-18
A Cash Flow from Operating Activities		
Net Profit before tax	53,569	(38,762)
Adjustments:		
Depreciation and amortization	10,747	11,837
Sundry balances written off	8,442	7,433
Bad debts/ advances written off	37,898	13,941
Finance cost	611	1,529
Interest income	(11,037)	(19,000)
Sundry balances/provision no longer required written back	(2,686)	(3,337)
Foreign currency translation	8,269	(773)
(Profit)/loss on sale of investment	-	301
(Profit)/loss on sale of fixed assets and assets written off	966	(741)
Operating profit before working capital changes	**1,06,779**	**(27,572)**
Adjustments for working capital changes :		
Increase/ (decrease) in trade payables	12,315	(10,317)
(Increase)/ decrease in trade receivables	(2,24,184)	6,603
(Increase)/ decrease in other financial assets	16,638	22,868
(Increase)/ decrease in loans and other current assets	58,255	(45,967)
Increase/ (decrease) in provisions	2,908	(4,937)
Increase/ (decrease) in other current liabilities	1,06,090	42,369
Cash Generated from Operations	**78,801**	**(16,953)**
Direct taxes paid net of refund	(64,762)	(10,681)
Net Cash from Operating activities	**14,039**	**(27,634)**
B Cash Flow from Investing Activities		
Purchase of fixed assets	(11,759)	(5,424)
Proceeds from sale of fixed assets	2,122	(741)
(Purchase)/ sale of investments (net)	-	29,397
Fixed deposits made	(5,962)	-
(Profit)/ loss on sale of investments	-	301
Interest Received	9,966	17,890
Net Cash used in Investing Activities	**(5,633)**	**41,424**
C Cash Flow from Financing Activities		
Proceeds from Short term Borrowings	-	(20,010)
(Repayment) of Long term Borrowings	(288)	(345)
Dividend paid	(18,102)	-
Finance Cost	(611)	(1,529)
Net cash from / (used in) financing activities	**(19,002)**	**(21,885)**
Net increase in cash and cash equivalents (A+B+C)	**(10,595)**	**(8,095)**
Cash and cash equivalents (Opening Balance)	**1,73,181**	**1,81,276**
Cash and cash equivalents (Closing Balance)*	**1,62,586**	**1,73,181**

SEMAC CONSULTANTS PRIVATE LIMITED

SEMAC CONSULTANTS PRIVATE LIMITED

Cash Flow Statement for the year ended March 31, 2019

(₹ in '000)

	2018-19	2017-18
Components of Cash & Cash Equivalents		
Balances with banks		
- in Current Accounts	1,05,613	1,30,244
- On cash credit accounts		
- Deposits with original maturity of less than 3 months	56,195	42,816
Cash on hand	778	121
Cheques in hand	-	-
Net Cash & Cash Equivalents	**1,62,586**	**1,73,181**

Note:

1) Cash & cash equivalents components are as per Note 7.2

2) Previous year figures have been regrouped/restated wherever considered necessary

As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Amit Goel
Partner
Membership No: 500607

Place : Bengaluru
Date: May 29, 2019

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Place : Bengaluru
Date: May 29, 2019

SEMAC CONSULTANTS PRIVATE LIMITED

Consolidated Statement Of Changes In Equity For The Year Ended March 31, 2019

₹ in '000

A. Equity Share Capital

Particulars	As at March 31, 2017	Changes during the	As at March 31, 2018	Changes during the year	As at March 31, 2019
18,20,892 (previous year 18,20,892) equity shares of ₹10/- each	18,209	-	18,209	-	18,209

B. Other Equity

Particulars	Reserves and Surplus				Items of Other Comprehensive Income		Total	Non controlling interest
	General reserve	Consolidation adjustment reserve	Legal / statutory reserve	Retained earnings	Foreign curreny transaltion reserve	Acturial Gain / Loss		
As at March 31, 2017	1,64,127	21,511	6,926	3,72,015	14,630	1,868	5,81,078	50,551
Additions during the year	-	-	-	(37,859)	(1,138)	2,646	(36,350)	4,659
As at March 31, 2018	1,64,127	21,511	6,926	3,34,157	13,492	4,515	5,44,728	55,210
Additions during the year	-	-	-	28,920	4,489	2,411	35,820	13,914
Dividend paid by subsidiary				(18,102)			(18,102)	
As at March 31, 2019	1,64,127	21,511	6,926	3,44,975	17,981	6,926	5,62,446	69,124

Nature of reserves

i General reserve represents the statutory reserve, this is in accordance with Indian Corporate Law wherein a portion of profit is apportioned to general reserve. Under Companies Act, 1956 it was mandatory to transfer the amount before a company can declare dividend. However under Companies Act 2013 ("the Act"), transfer of any amount to general reserve is at the discretion of the Company.

ii Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Act.

iii Statutory/legal reserve is created as per the local laws of the country of incorporation of the subsidiary company.

iv Other comprehensive income (OCI) reserve represent the balance in equity for items to be accounted in OCI. OCI is classified into (i) items that will not be reclassified to profit and loss, and (ii) items that will be reclassified to statement of profit and loss

The accompanying notes form an integral part of these consolidated financial statements

As per our report of even date

For S.S. Kothari Mehta & Company
Chartered Accountants
FRN - 000756N

Amit Goel
Partner
Membership No: 500607

Place : Bengaluru
Date: May 29, 2019

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Place : Bengaluru
Date: May 29, 2019

SEMAC CONSULTANTS PRIVATE LIMITED

Semac Consultants Private limited

Notes to the consolidated financial statements for the year ended March 31, 2019

1. Basis of accounting and preparation of Financial Statements

1.1 Corporate overview

Semac Consultants Private Limited ("the company") was incorporated as a private company and registered on Jan 16, 1987 under the Companies Act 1956 (superceded by Companies, Act 2013). The company is a subsidiary of Revathi equipment limited which is currently listed on Bombay Stock Exchange and National Stock Exchange. The company is engaged in design engineering consulting, with the end-to-end capabilities across architecture, structural, electrical, public health engineering (PHE), fire protection, heating ventilation and air conditioning (HVAC), lead certifications and energy audit domains.

The Subsidiary which has been included in these Consolidated Financial Statements:

Name of Company	Country of Incorporation	% Voting Power
Semac & Partners LLC	Muscat - Sultanate of Oman	65%

These financial statements were approved and adopted by board of directors of the Company in their meeting held on May 29, 2019.

1.2 Statement of Compliance

The consolidated financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 as amended from time to time.

1.3 Basis of preparation of accounts

These financial statements have been prepared complying in all material respects with the Indian Accounting Standards notified under Section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rule 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 as amended from time to time. The financial statements comply with IND AS notified by Ministry of Company Affairs ("MCA"). The Company has consistently applied the accounting policies used in the preparation of financial statements of all the periods presented.

The financial statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities measured at fair value
- Defined benefit plans as per actuarial valuation

1.4 Principle of Consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiary as at March 31, 2019 (referred to as "Group") and has been prepared in accordance with the requirement of Indian Accounting Standard (Ind AS).

As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements, otherwise as stated elsewhere.

SEMAC CONSULTANTS PRIVATE LIMITED

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on March 31. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Consolidation Procedure

(i) The financial statements of the Company and its subsidiary are consolidated on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with the Indian Accounting Standard (Ind AS-110) – "Consolidated Financial Statements".

(ii) The difference between the cost of investment in the subsidiary over the net assets at the time of acquisition of shares in the subsidiary is recognised in the financial statements as Goodwill or Capital Reserve as the case may be. Such goodwill/capital reserve has been consolidated based on the audited financial statement of the subsidiary as on the reporting date immediately preceding the date on which the holding-subsidiary relationship came into existence.

(iii) Non controlling Interest in the net assets of the consolidated subsidiary consists of (a) the amount of equity attributable to the minority share at the date on which investment in a subsidiary is made and (b) the minorities' share of movements in equity since the date the parent-subsidiary relationship came into existence.

(iv) The Group has adopted Indian Accounting Standard 19 (Ind AS 19) on "Employee Benefits". These consolidated financial statements include the obligations as per requirements of this standard except for overseas branch, subsidiary incorporated outside India who have determined the valuation / provision for employee benefits as per requirements of their respective countries. In the opinion of the management, the impact of this deviation is not material.

(v) The Subsidiary at Muscat as per local law have transferred certain portion of its' net income to Legal/Statutory Reserve. These reserves are not available for distribution except in the circumstances stipulated and the same has been disclosed as Legal/Statutory Reserve.

(vi) Semac & Partners LLC (Muscat), has capitalised retained earnings to the Share Capital in earlier years as per the local laws applicable to it in the previous years. The shareholding agreement was updated to ensure the percentage holding of the holding Company. Pending issuance of the share scripts in this respect, the same has not been recorded as investment and the difference has been taken to "Consolidation Adjustment Reserve."

1.5 Operating cycle

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with the Schedule III to the Act. Based on the nature of services and time between the acquisition of assets for providing of services and their realisation in Cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities.

SEMAC CONSULTANTS PRIVATE LIMITED

1.6 Functional and presentation currency

The financial statements are presented in Indian rupees, which is the functional currency of the parent company. All the financial information presented in Indian rupees, has been rounded to the nearest thousand.

1.7 Use of judgment, estimates and assumptions

The preparation of financial statements in conformity with Ind AS requires the Management to make judgement, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities and contingent assets at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon the Management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods

a. Property, plant and equipment and intangible assets

The useful life and residual value of plant, property equipment and intangible assets are determined based on technical evaluation made by the management of the expected usage of the asset, the physical wear and tear and technical or commercial obsolescence of the asset. Due to the judgements involved in such estimations, the useful life and residual value are sensitive to the actual usage in future period.

b. Recognition and measurement of defined benefit obligations

The cost of the leave encashment, defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are periodically reviewed at each reporting date.

c. Fair value measurement of financial instruments

When the fair value of the financial assets and liabilities recorded in the balance sheet cannot be measured based on the quoted market price in activate markets, their fair value is measured using valuation technique. The input to these models are taken from the observable market where possible, but this is not feasible, a review of judgment is required in establishing fair values. Changes in assumption relating to these assumption could affect the fair value of financial instrument.

d. Provision for litigations and contingencies

The provision for litigations and contingencies are determined based on evaluation made by the management of the present obligation arising from past events the settlement of which is expected to result in outflow of resources embodying economic benefits, which involves judgements around estimating the ultimate outcome of such past events and measurement of the obligation amount

e. Impairment of Financial and Non-Financial Assets

The impairment provision for financial assets are based on assumptions about risk of default and expected losses. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

The Company assesses at each reporting date whether there is an indication that a Non-financial asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount which is higher of an asset's or CGU's fair value less costs of disposal and its value in use. 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.

1.8 Fair Value Measurement

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 the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis as explained above, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

1.9 Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, had notified following new and amendments to Ind ASs which are effective from April 1, 2019:

W.e.f. April 1, 2019 Ind AS 116-Leases will replace existing leases standard, Ind AS 17-Leases. Lessee will follow Single Lease Accounting. There is no classification as operating lease or financial lease for lessee. Under Ind AS 116, lessee will recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Lessee would recognise depreciation expense on the right of use of asset and interest expense on the lease liability, classify the lease payment into principal and interest component. Management is currently reviewing the operating lease contracts in place to determine the impact of this standard.

The following standards or amendments made in below mentioned standards are not expected to have a material impact over financial statements:

- Ind AS 12-Income Taxes: Amendments relating to income tax consequences of dividend and uncertainty over income tax treatments.
- Ind AS 109: Prepayment features with negative compensation
- Ind AS 19: Plan amendments, curtailments and settlements
- Ind AS 23: Borrowing Costs
- Ind AS 28: Long-term Interests in Associates and Joint Ventures
- Ind AS 103: Business Combinations and Ind AS 111: Joint Arrangements.

2 Significant Accounting Policies

2.1 Property, plant and equipment

Property, plant and equipment are stated at original cost net of tax/ duty credit availed, less accumulated depreciation and accumulated impairment losses. The cost of an asset includes the purchase cost of materials including import duties and non-refundable taxes, and any directly attributable costs of bringing an asset to the location and condition of its intended use. Interest on borrowings used to finance the construction of qualifying assets are capitalized as part of cost of the asset until such time that the asset is ready for its intended use. The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

When significant part of the property, plant and equipment are required to replace at intervals, the company derecognized the replaced part and recognized the new parts with its own associated useful life and it depreciated accordingly. Likewise when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance cost are recognized in the statement of the profit and loss as incurred.

Internally manufactured property, plant and equipment are capitalised at factory cost including excise duty and or GST whatever is applicable.

Capital work in progress include property plant & equipment under installation/under development as at the balance sheet date and are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost and are transferred to respective capital asset when they are available for use.

Property, plant and equipment are derecognised from the financial statement, either on disposal or when no economic benefits are expected from its use or disposal. Losses arising in the case of retirement of property, plant and equipment and gain or losses arising from disposal of property, plant and equipment are a recognized in the statement of profit and loss in the year of occurrence.

2.2 Investment Property

Investment properties are properties, either land or building or both, held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost including transactions costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirement for cost model.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is de-recognised.

2.3 Intangible assets

Capital expenditure on purchase and development of identifiable assets without physical substance is recognized as intangible assets in accordance with principles given under Ind AS-38 – Intangible Assets.

The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. Expenses Incurred during construction period, preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction / implementation, interest on borrowings to finance fixed assets and expenditure on start-up / commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets.

2.4 Depreciation and amortization

Depreciation on property plant and equipment is provided on written down value method on the basis of useful life of assets at the rates prescribed in Schedule II to the Companies Act, 2013 except in case of overseas branch and subsidiary where depreciation is provided on a straight line basis over the useful life of assets as ascertained by the management. Property, Plant and Equipment which are added / disposed off during the year, depreciation is provided pro-rata basis with reference to the month of addition / deletion. The company has adopted the residual value of 2%.

The useful lives of intangible asset are assessed as either finite or indefinite. Intangible asset with a finite useful life are amortized over a period of 3 to 5 years on written down value basis and are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible asset with indefinite useful lives, if they are not amortised, but are tested for impairment either individually or at the cash generating unit level. The assessment of indefinite useful life is reviewed annually to determine whether the indefinite life continues to be supportable. Currently there are no intangible assets with indefinite useful life.

2.5 Impairment of Non-financial assets

Property, plant and equipment, intangible assets and assets classified as investment property with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit or loss.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

Impairment losses on continuing operations, including impairment on inventories are recognized in the statement of profit and loss, except for properties previously revalued with the revaluation taken to other comprehensive income. For such properties, the impairment is recognized in OCI up to the amount of any previous revaluation surplus.

2.6 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 April 2016, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Where the Company is the lessee

Finance leases are capitalized as assets at the commencement of the lease, at an amount equal to the fair value of leased asset or present value of the minimum lease payments, whichever is lower, valued at the inception date. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized as finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the company's general policy on borrowing cost. A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognized as an operating expense in the statement of profit and loss on a straight-line basis over the lease term.

Where the Company is the lessor

Rental Income from operating leases is recognized on a straight-line basis over the term of the relevant lease, costs including depreciation are recognized as an expense in the statement of profit and loss. Initial direct costs incurred in negotiating and arranging an operating lease are recognized immediately in the statement of profit and loss.

2.6 Government grants

Government grants are recognised at fair value when there is reasonable assurance that the grant would be received and the Company would comply with all the conditions attached with them

Government grants are recognised in profit or loss on a systematic basis over the periods in which the company recognises as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the company should purchase, construct or otherwise acquire non-current assets are recognised as deferred revenue in the balance sheet and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the company with no future related costs are recognised in profit or loss in the period in which they become receivable.

2.7 Borrowing Cost

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of such asset till such time that is required to complete and prepare the asset to get ready for its intended use. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Borrowing costs also include exchange differences to the extent regarded as an adjustment to the borrowing costs.

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use

2.8 Segment accounting and reporting

The chief operational decision maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss and is measured consistently with profit and loss in the financial statements.

The Operating Segments have been identified on the basis of the nature of products/ services.

I.Segment Revenue includes sales and other income directly identifiable with/ allocable to the segment including inter- segment revenue.

Ii Expenses that are directly identifiable with/ allocable to the segments are considered for determining the segment result. Expenses not allocable to segments are included under unallocable expenditure

iii. Income not allocable to the segments is included in unallocable income

iv. Segment results includes margin on inter segment and sales which are reduced in arriving at the profit before tax of the company.

v.Segment assets and Liabilities include those directly identifiable with the respective segments. Assets and liabilities not allocable to any segment are classified under unallocable category.

2.9 Employee Benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (Ind AS)-19 - 'Employee Benefits'.

a. Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

b. Defined contribution plan

Retirement benefits in the form of provident fund , pension scheme and superannuation scheme and ESI are a defined contribution plan and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund.

c. Defined benefit plan

The Company's liabilities on account of gratuity and earned leaves on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits'. Gratuity liability is funded on year-to-year basis by contribution to respective fund. The Company's Employee Gratuity Fund is managed by Life Insurance Corporation The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Accumulated leaves, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

2.10 Financial Instruments

(a) Financial Assets

Classification

The company classified financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and contractual cash flow characteristics of the financial asset.

Initial Recognition and Measurement

The company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets (except for certain trade receivables) are recognized initially at fair value plus, for financial asset not subsequently measured at FVTPL, transaction costs that are directly attributable to the acquisition of financial assets. Trade receivables that do not contain a significant financing component (determined in accordance with IND AS 115 – Revenue Recognition) are initially measured at their transaction price and not at fair value.

Subsequent Measurement

For the purpose of subsequent measurement the financial assets are classified in three categories:

• At amortised cost for debt instruments only.

• At fair value through profit & loss account

• At fair value through other comprehensive income

Debt instrument at amortised cost

A "debts instrument" is measured at the amortised cost if both the following condition are met.

• The assets is held within a business model whose objective is to hold assets for collecting contractual cash flow, and

• Contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principle and interest (SPPI) on the principle amount outstanding.

After initial measurement, such financial assets are subsequently measurement at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount and premium and fee or costs that are an integral part of an EIR. The EIR amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

Debt instrument at Fair value through Other Comprehensive Income

A financial asset should be measured at FVTOCI if both the following condition are met:

• The assets is held within a business model in which asset are managed both in order to collect contractual cash flows and for sale (business model test), and

• Contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principle and interest (SPPI) on the principle amount outstanding (contractual cash flow characteristics).

After initial measurement (at Fair value minus transaction cost), such financial assets are measured at Fair value with changes in fair value recognized in OCI except for :

(a) Interest calculated using EIR

(b) Foreign exchange gain and losses; and

(c) Impairment losses and gains

Debt instrument at Fair value through Profit or loss

Debt instruments included within the fair value through profit or loss (FVTPL) category are measured at fair value with all changes recognised in the statement of profit and loss.

Equity investments

All equity investments other than investment in subsidiaries, joint venture and associates are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the company decides to classify the same either as at fair value through other comprehensive income (FVTOCI) or FVTPL. The company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then fair value changes on the instrument, excluding dividends, are recognised in other compressive income (OCI). There is no recycling of the amounts from OCI to statement of profit or loss, even on sale of such investments.

Equity instrument includes within the FVTPL category are measured at fair value with all changes recognised in the Statement of profit or loss.

Derecognition

A financial assets (or, where applicable, a part of a financial asset) is primarily derecognised when:

• The right to receive cash flows from the assets have expired or

• The company has transferred substantially all the risks and rewards of the assets, or

• The company has neither transferred nor retained substantially all the risks and rewards of the assets, but has transferred control of the assets.

Impairment of financial assets

The company applies 'simplified approach' measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

• Financial assets that are debt instrument and are measured at amortised cost e.g. loans, debt securities, deposits, and bank balance.

• Trade receivables

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognizes Impairment loss allowance based on lifetime expected credit loss at each reporting date, right from its initial recognition.

(b) Financial liabilities & Equity

Classification

Debt and equity instruments issued by the company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument

Initial recognition and measurement

The company recognizes financial liability when it becomes a party to the contractual provisions of the instrument. All financial liability are recognized initially at fair value minus, for financial liability not subsequently measured at FVTPL, transaction costs that are directly attributable to the issue of financial liability

Subsequent Measurement of Financial Liabilty

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL

Financial Liability at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) Method. Gain and losses are recognised in statement of profit and loss when the liabilities are derecognised.

Amortised cost is calculated by taking into account any discount or premium on acquisition and transaction cost. The EIR amortization is included as finance cost in the statement of profit and loss.

This category generally applies to loans & borrowings.

Financial Liability at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a company entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

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 amount are recognised in the Statement of Profit and loss.

Offsetting of financial instrument

Financial Assets and Financial Liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

2.11 Investments in Associate, Joint venture & Associate

Investments in equity shares of Subsidiaries, Joint Ventures & Associates are recorded at cost and reviewed for impairment at each balance sheet date.

2.12 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Ind AS 115 "Revenue from Contracts with Customers" provides a control-based revenue recognition model and provides a five step application approach to be followed for revenue recognition.

- Identify the contract(s) with customer(s);
- Identify the performance obligations under the contract(s)
- Determine the transaction price
- Allocate the transaction price to the performance obligations in the contract(s)
- Recognize revenue, when or as the entity satisfies a performance obligation.

Sale of Services

Revenues from sale of services are recognized as per the term of contract with customers based on stage of completion when the outcome of the transactions involving rendering of services can be estimated reliably. Percentage-of-completion method requires the Company to estimate the services performed to date as a proportion of the total services to be performed.

Interest Income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividends

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

Insurance claim

Insurance and other claims are accounted for as and when admitted by the appropriate authorities in view of uncertainty involved in ascertainment of final claim.

2.13 Foreign Currency Transactions

- **Initial recognition**

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

- **Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

- **Exchange differences**

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).

- **Foreign Operations**

In respect of overseas branch operation and subsidiary, the financial are converted in functional currency using the following procedures.

a) Assets and liabilities for each balance sheet presented (i.e. including comparatives) shall be translated at the closing rate at the date of that balance sheet;

b) Income and expenses for each statement of profit and loss presented (i.e. including comparatives) shall be translated at exchange rates at the dates of the transactions or a rate that approximates the exchange rates at the dates of the transactions; and

c) All resulting exchange differences shall be recognised in other comprehensive income

2.14 Taxes

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognized directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

2.15 Provisions, contingent liabilities and contingent assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that the outflow of resources embodying economic benefits will be required to settle the obligation in respect of which reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the expense relating to provision presented in the statement of profit & loss is net of any reimbursement.

If the effect of the time value of money is material, provisions are disclosed using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as finance cost.

Contingent liability is disclosed in the notes in case of:

• There is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

• A present obligation arising from past event, when it is not probable that as outflow of resources will be required to settle the obligation

• A present obligation arises from the past event, when no reliable estimate is possible

• A present obligation arises from the past event, unless the probability of outflow are remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

2.16 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

2.17 Cash and cash equivalents

Cash and cash equivalents includes cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consists of cash and short term deposits, as defined above, net of outstanding bank overdraft as they being considered as integral part of the Company's cash management.

SEMAC CONSULTANTS PRIVATE LIMITED
Notes To Consolidated Financial Statements For The Year Ended March 31, 2019

Note 3 Property, Plant & Equipment

(₹ in '000)

Particulars	Tangible Assets									Total Tangible Assets
	Leasehold Improvements	Buildings	Plant & Machinery	Electrical Installations	Computer (End-user Devices)	Computers (Servers & Networks)	Furniture & Fixtures	Office equipment	Vehicles	
GROSS BLOCK										
as at March 31, 2017	2,646	7,723	9,345	2,578	58,906	1,205	25,303	22,036	43,730	1,73,471
Addition	-	-	70	-	2,010	-	255	266	4,575	7,176
Disposals / Adjustments	-	-	(16)	(778)	(14,613)	(321)	(510)	(1,605)	(6,416)	(24,260)
as at March 31, 2018	2,646	7,723	9,399	1,800	46,303	884	25,048	20,696	41,888	1,56,387
Addition	1,191	-	1,429	-	882	374	5,331	1,287	940	11,434
Disposals	-	-	(411)	-	-	-	(10,485)	(753)	-	(11,650)
as at March 31, 2019	3,837	7,723	10,416	1,800	47,185	1,258	19,894	21,230	42,828	1,56,171
DEPRECIATION										
as at March 31, 2017	2,592	3,764	8,273	2,413	55,271	1,072	20,796	20,332	36,380	1,50,893
Charge for the year	2	227	272	38	2,038	60	1,457	799	4,873	9,766
Disposals	-	-	(14)	(752)	(14,030)	(311)	(513)	(1,596)	(6,200)	(23,417)
Charged to opening reserves	-		-	-	-	-	14	32	167	212
as at March 31, 2018	2,593	3,990	8,531	1,699	43,279	821	21,754	19,568	35,220	1,37,455
Charge for the year	411	214	376	22	1,282	84	2,202	1,134	3,982	9,707
Disposals	-	-	(403)	-	-	-	(7,425)	(734)	-	(8,562)
Adjustment - FCTR	-	-	-	-	(88)	-	(4)	(20)	(372)	(484)
as at March 31, 2019	3,004	4,204	8,504	1,722	44,474	905	16,527	19,947	38,830	1,38,116
NET BLOCK										
as at March 31, 2018	53	3,732	868	101	3,024	63	3,294	1,129	6,668	18,932
as at March 31, 2019	833	3,519	1,912	78	2,711	353	3,367	1,283	3,998	18,055

Intangible Asset

(₹ in '000)

Particulars	Amount
GROSS BLOCK	
as at March 31, 2017	51,910
Addition	786
Disposals / Adjustments	0
as at March 31, 2018	52,696
Addition	325
Disposals	-
as at March 31, 2019	53,021
DEPRECIATION	
as at March 31, 2017	47,775
Charge for the year	2,071
Disposals	(18)
Charged to opening reserves	20
as at March 31, 2018	49,847
Charge for the year	1,040
Disposals	-
Adjustment - FCTR	(6)
as at March 31, 2019	50,880
NET BLOCK	
as at March 31, 2018	2,849
as at March 31, 2019	2,141

(i) Foreign currency translation reserve on account of exchange difference arising due to different conversion rate taken for the opening balance and addition/ deletion considered on average exchange rates.The same is included in Adjustment - FCTR

SEMAC CONSULTANTS PRIVATE LIMITED

(₹ in '000)

4 Financial Asset : Non Current

4.1 Investment

		As at March 31, 2019	As at March 31, 2018
	Unquoted Investments		
(i)	**Investments in Joint Venture (At Cost)***		
	98 (FY 17-18 : 98) paid-up shares of Qatari Riyal 1000/- each fully paid-up in Semac Qatar WLL, Doha	-	1,172
	Less : Impairment in value *		(1,172)
(iii)	**Investments in other body corporate (At Fair Value)**		
	128 (FY17-18 : 128) paid-up equity shares of Rs. 25/- each fully paid-up in Shamrao Vittal Co-op. Bank Ltd.	3	3
	74,050 (FY17-18: 74,050) fully paid up equity shares of Rs. 10/- each in AEC Infotech Pvt. Ltd.	666	666
	Quoted Investment		
	3,600 (FY17-18: 3600) fully paid up equity shares of Rs. 10/- each in Lakeland Hotels Ltd.	36	36
	Total	705	706
	Aggregate amount of quoted investments	36	36
	Market value of quoted investments	49	56
	Aggregate amount of unquoted investments	669	2,504
	Provision for diminution in investment	-	(1,172)

*Investment in Semac Qatar W.L.L , a joint venture with a controlling share of 49 % has been written off during the year

4.2 Loans

	As at March 31, 2019	As at March 31, 2018
Loans to related party		
- Unsecured, considered doubtful	-	862
Less : Provision for doubtful debts	-	(862)
Security deposits		
Unsecured, considered good		
- Rent deposit	5,020	5,117
- Deposits with statutory authorities	25	25
Total	5,045	5,142

SEMAC CONSULTANTS PRIVATE LIMITED

NEW DELHI

(₹ in '000)

5 Deferred Tax Assets

	As at March 31, 2019	As at March 31, 2018
Deferred tax asset (Net)	47,915	48,409
	47,915	48,409

(i) Movement in deferred tax items

FY 18-19	As at March 31, 2018	Recognised in Profit & Loss Account	Recognised in other comprehensive income	As at March 31, 2019
Deferred tax (liability) / asset in relation to:				
Expenses allowable on payment basis and others	9,405	5,045	-	14,450
Carry forward losses and unabsorbed depreciation	39,317	(5,766)	-	33,551
Remeasurement of Defined Benefit Obligations	(930)	-	409	(521)
Difference between Written Down Value as per books and as per Income Tax Act, 1961	(1,123)	899	-	(224)
Provision for doubtful debt	1,740	(1,082)	-	658
Net Deferred tax (liability) / asset	**48,409**	**(903)**	**409**	**47,915**

FY 17-18	As at March 31, 2017	Recognised in Profit & Loss Account	Recognised in other comprehensive income	As at March 31, 2018
Deferred tax (liability) / asset on account of:				
Expenses allowable on payment basis and others	16,714	(7,309)		9,405
Carry forward losses and unabsorbed depreciation	22,782	16,534	-	39,317
Difference between Written Down Value as per books and as per Income Tax Act, 1961	-	-	(930)	(930)
Provision for doubtful debt	-	(1,123)	-	(1,123)
	1,856	(116)	-	1,740
Net deferred tax (liability) / asset	**41,352**	**7,986**	**(930)**	**48,409**

6 Other non current asset

	As at March 31, 2019	As at March 31, 2018
Advance lease rent	1,623	60
Total	**1,623**	**60**

7 Financial Asset : Current

7.1 Trade receivables

	As at March 31, 2019	As at March 31, 2018
Trade receivable considered good-secured	-	-
Trade receivable considered good-unsecured	1,37,296	3,01,275
Trade receivable which have significant increase in credit risk		-
Trade receivable-credit impaired	23,549	15,217
Less provision for ECL	(23,549)	(15,217)
	1,37,296	3,01,275

a) Amount receivable from customers is considered due on raising of invoice.

7.2 Cash and cash equivalent

	As at March 31, 2019	As at March 31, 2018
Balances with banks		
- in Current accounts	1,05,613	1,30,244
- in Fixed deposit with maturity of upto 3 months	56,195	42,816
Cash on hand	778	121
Total	**1,62,586**	**1,73,181**

(₹ in '000)

7.3 Bank balance

	As at March 31, 2019	As at March 31, 2018
Balances with banks		
- in Fixed deposit with maturity of upto 3-12 months (under lien)	77,131	71,069
- in Fixed deposit with maturity of upto 3-12 months	-	100
	77,131	71,169

7.4 Loans

	As at March 31, 2019	As at March 31, 2018
Unsecured, considered good unless otherwise stated		
Related parties		
Loan to holding company	-	9
Loan to subsidiaries, joint venture and associates	-	41,097
Loans to other parties (refer note i)	39,215	25,000
Security deposit		
Earnest money deposit	3,044	2,302
Others.	1,375	719
Advance to employees	130	1,636
Total	43,764	70,763

Note

(i) Loan was given to Vasundhara International, a sole proprietary concern on 3rd April, 2017 for general corporate purposes for a period of two years at interest rate of 13% per annum and was received during the current year

7.5 Other financial assets

	As at March 31, 2019	As at March 31, 2018
Interest accrued on loan to Holding Company	-	1,191
Interest accrued on deposits with bank	4,806	1,813
Interest accrued on loan to others	-	731
Unbilled revenue	24,186	40,824
Total	28,992	44,559

8 Current tax asset (net)

	As at March 31, 2019	As at March 31, 2018
Advance payment of taxes (net)	1,26,073	75,414
Total	1,26,073	75,414

9 Contract assets

	As at 31st March, 2019	As at 31st March, 2018
Trade receivables	3,41,823	-
	3,41,823	-

10 Other current asset

	As at March 31, 2019	As at March 31, 2018
Advance to suppliers	25,500	17,655
Prepaid expenses	11,772	14,100
Other advances recoverable in kind	400	400
Balance with statutory authorities	24,065	62,304
Total	61,737	94,459

SEMAC CONSULTANTS PRIVATE LIMITED

(₹ in '000)

11 Equity Share Capital

	As at March 31, 2019	As at March 31, 2018
Authorised:		
20,00,000 Equity Shares of Rs.10/- each	20,000	20,000
Issued, subscribed and fully paid up :		
18,20,892 (previous year 18,20,892) equity shares of Rs.10/- each	18,209	18,209
Total	**18,209**	**18,209**

(i) **Reconciliation of number and amount of equity shares outstanding:**

	No. of shares	Amount in '000
As at March 31, 2018	18,20,892	18,209
Movement during the year	-	-
As at March 31, 2019	18,20,892	18,209

(ii) **Details of shareholders holding more than 5% shares in the company**

Particulars	As at March 31, 2019		As at March 31, 2018	
	No. of shares	% of holding	No. of shares	% of holding
Revathi Equipment Ltd. (the Holding Company)	14,01,860	76.99%	14,01,860	76.99%
B. S. Aswathnarayan	97,390	5.35%	97,390	5.35%
T. S. Gururaj	95,851	5.26%	95,851	5.26%
	15,95,101	87.60%	15,95,101	87.60%

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(iii) **Rights, preferences and restrictions attached to equity shares**

a) The Holding Company has one class of equity shares having par value of Rs 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation the equity shareholders are eligible to receive the remaining assets after discharging all liabilities of the Company, in proportion to their shareholding.

b) During the year ended March 31, 2019 the amount of dividend per share recognised as distribution to equity shareholder was Rs. NIL (FY 17-18 Rs. NIL)

c) The Company has not issued any shares for consideration other than cash including bonus share and shares brought back during the period of five years immediately preceeding the reporting date.

12 Other Equity

	As at March 31, 2019	As at March 31, 2018
A. **RESERVES & SURPLUS**		
General reserve		
Opening balance	1,64,127	1,64,127
Changes during the year	-	-
Closing Balance	**1,64,127**	**1,64,127**
Consolidation Adjustment Reserve	**21,511**	**21,511**
Legal reserve		
Opening balance	6,926	6,926
Changes during the year	-	-
Closing Balance	**6,926**	**6,926**
Retained earnings		
Opening balance	3,34,157	3,72,015
Add : (Loss)/Profit for the year	28,920	(37,859)
Dividend paid	(18,102)	-
Balance at the end of the year	**3,44,975**	**3,34,157**

SEMAC CONSULTANTS PRIVATE LIMITED

(₹ in '000)

B. OTHER COMPREHENSIVE INCOME

Foreign currency translation reserve (FCTR)		
Opening balance	13,492	14,630
Additions during the period	4,489	(1,138)
Balance at the end of the year	17,981	13,492
Actuarial Gain/(Loss)		
Opening balance	4,515	1,868
Additions during the period	2,411	2,646
Balance at the end of the year	6,926	4,515
Total	5,62,446	5,44,728

13 Non-controlling interest

Opening balance	55,210	50,551
Additions during the period	13,914	4,659
Total	69,124	55,210

14 Financial liability : Non current

14.1 Borrowings

	As at March 31, 2019	As at March 31, 2018
Secured at amortised cost		
From bank		
- Term Loan	353	641
Less: Current maturity of long term borrowings	(315)	(288)
Total	38	353

(i) Term loan from ICICI bank, taken @ 14.5% is secured by Mortgage of flat at Sikanderabad and is repayable in equated monthly instalments (EMI) of Rs. 0.29 thousands each (starting from November 2005 for a period of 177 months)

14.2 Other financial liability

	As at March 31, 2019	As at March 31, 2018
Retention money payable	60,395	8,390
Total	60,395	8,390

15 Non current provision

	As at March 31, 2019	As at March 31, 2018
Provision for employee benefits		
Provision for gratuity (Refer note 37)	34,015	35,720
Provision for leave salary (Refer note 37)	5,188	3,557
	39,203	39,277

16 Financial Liability : Current

16.1 Trade payables

	As at March 31, 2019	As at March 31, 2018
a) Micro, small and medium enterprises*	-	-
b) Others than Micro, small and medium enterprises	1,11,634	1,02,005
Total	1,11,634	1,02,005

* Based on the information availaible with the company, there are no supplier as defined under the " Micro, Small and Medium Enterprise Development Act, 2006". Hence the disclosure as required in section 22 of the said Act has not been given in these accounts. This information has been relied on by the auditors.

SEMAC CONSULTANTS PRIVATE LIMITED

(₹ in '000)

16.2 Other Financial Liability

	As at March 31, 2019	As at March 31, 2018
Current maturities of long term borrowings	315	288
Expenses payable	19,650	57,871
Others	-	1,778
Total	19,965	59,937

17 Contract Liability

	As at March 31, 2019	As at March 31, 2018
Advance from customers	92,469	-
Total	92,469	-

18 Short term provisions

	As at March 31, 2019	As at March 31, 2018
Provision for employee benefits		
Provision for gratuity (Refer note 37)	4,553	3,634
Provision for leave salary (Refer note 37)	1,357	1,296
Provision for contingency *	12,400	12,400
Total	18,310	17,330

*Claim made by a client which is under dispute.

19 Other current liability

	As at March 31, 2019	As at March 31, 2018
Dividend Payable	9,123	-
Statutory liabilities	4,978	30,091
Employee related dues	48,992	31,388
Total	63,093	61,479

SEMAC CONSULTANTS PRIVATE LIMITED

₹ in '000

20 Revenue from operations

Revenue from contracts with customers	Year ended 31st March 2019	Year ended 31st March 2018

(i) Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers:

Segment		
(a) Type of goods or services:		
(i) **Sale of services**		
Engineering consultancy and project management charges	5,37,028	5,17,618
Work contract services	8,14,397	6,46,159
Total	**13,51,425**	**11,63,777**

(b) Location:	Year ended 31st March 2019	Year ended 31st March 2018
India	10,32,573	8,91,649
Outside India	3,18,852	2,72,128
Total revenue from contracts with customers	**13,51,424**	**11,63,777**

(c) Timing of revenue recognition:		
Services provided at a point in time	13,51,425	11,63,777
	13,51,425	**11,63,777**

(ii) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

	Year ended 31st March 2019	Year ended 31st March 2018
Trade receivables	1,37,296	3,01,275
Contract liabilities:		
Advance from customers	92,469	-

(iii) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

	Year ended 31st March 2019	Year ended 31st March 2018
Revenue as per contracted price	13,51,425	11,63,777
Adjustments:		
Sales return		-
Revenue from contracts with customers	**13,51,425**	**11,63,777**

(iv) The transaction price allocated to the remaining performance obligation (unsatisfied or partially unsatisfied) as at March 31, 2019 are, as follows:

Advance from customers (Refer note 17)	92,469	-

Management expects that the entire transaction price allotted to the unsatisfied contract as at the end of the reporting period will be recognised as revenue during the next financial year.

21 Other Income

	Year ended 31st March 2019	Year ended 31st March 2018
Interest Income from		
- Interest from FDs	6,152	7,075
- Income tax refund	-	2,881
- Loans & advances	4,885	9,044
Bad debts recovered	-	410
Gain on foreign exchange fluctuation	6,474	-
Sundry balances/provision no longer required written back	2,686	3,337
Profit on sale of fixed assets (net)	-	741
Miscellaneous income	4,177	1,715
Tender document charges received	6,930	2,441
Total	**31,304**	**27,644**

SEMAC CONSULTANTS PRIVATE LIMITED

₹ in '000

22 Cost of services

	Year ended 31st March 2019	Year ended 31st March 2018
Works contract expenses	6,51,944	5,35,084
Total	**6,51,944**	**5,35,084**

23 Employee benefit expense

	Year ended 31st March 2019	Year ended 31st March 2018
i. Salaries, wages, allowances & commission	3,75,584	4,09,958
ii. Contribution to gratuity, provident & other funds	14,394	37,376
iii. Staff welfare expenses	6,902	9,119
Total	**3,96,880**	**4,56,453**

24 Finance cost

	Year ended 31st March 2019	Year ended 31st March 2018
Interest expenses	76	1,186
Interest on delay in payment of statutory dues	535	344
Total	**611**	**1,529**

25 Depreciation

	Year ended 31st March 2019	Year ended 31st March 2018
i. Tangible assets	9,756	9,766
ii. Intangible asset	991	2,071
Total	**10,747**	**11,837**

SEMAC CONSULTANTS PRIVATE LIMITED

₹ in '000

26 Other Expense

	Year ended 31st March 2019	Year ended 31st March 2018
Bad debts written off	37,898	13,941
Bank charges	5,425	4,353
Corporate Social Responsibilites	-	150
Foreign exchange difference (loss)	-	166
Insurance	15,120	7,954
Loss on sale of fixed assets (net)	966	-
Loss on Investment	1,172	301
Less: Impairment provision	(1,172)	-
Postage & telephone	5,411	6,253
Power & fuel	2,804	4,350
Printing & stationery	3,525	4,130
Professional expense	1,09,560	98,541
Rates & taxes	4,090	6,035
Rent	24,443	22,354
Repairs on others	5,784	5,766
Sundry balances written off	8,442	7,433
Tender Fee	278	221
Training & Seminar Expense	34	819
Travel & conveyance	27,436	30,548
Vehicle maintenance	5,274	4,634
Miscellaneous expenses	12,488	7,331
Total	**2,68,978**	**2,25,280**

27 Tax Expense

Current tax	10,791	2,259
MAT Credit entitlement	(3,947)	-
- Income tax relating to earlier years	7,259	529
Deffered tax expense	903	(7,986)
	15,006	**(5,198)**

Income tax recognised in other comprehensive income

Deferred tax related to items recognised in other comprehensive income during the year:		
Items that will not be reclassified to Statement of Profit or Loss		
- Remeasurement of defined benefit obligations	409	930
Total income tax expense recognised in other comprehensive income	-	-
Total income tax expense recognised	15,415	(4,269)

28 Other Comprehensive Income

Item that will be reclassified to profit or loss		
Foreign currency translation reserve	8,759	(773)
Item that will not be reclassified to profit or loss		
Acturial gain/(loss) on defined benefit obligation	2,002	3,576
Total	**10,761**	**2,803**

28.1 Reconciliation of income tax expense and the accounting profit multiplied by Company's tax rate:

	27.82%	**27.82%**
Profit / (loss) before tax	**55,571**	**(35,186)**
Income tax expense calculated at 27.82% (including surcharge and education cess) (March 31, 2018: 27.82%)	15,460	-
Effect of temporary differences	1,621	(7,986)
Effect of brought forward losses	(6,609)	-
Effect of earlier year taxes	7,259	529
Other adjustments	(3,134)	1,329
	14,597	**(6,128)**

SEMAC CONSULTANTS PRIVATE LIMITED *

₹ in '000

29 Earnings per share

	Unit of measurement	Year ended March 31, 2019	Year ended March 31, 2018
Face value of equity Shares (in Rs.)			
Total number of equity shares outstanding	Number	18,20,892	18,20,892
Weighted average number of equity shares in calculating basic and diluted EPS	Number	18,20,892	18,20,892
Countinued Operation			
Net profit for calculation of basic and diluted EPS	Rs in '000	38,563	(33,564)
EPS (Basic & Diluted)	Rs in '000	0.02	(0.02)
Discountinued Operation			
Net profit for calculation of basic and diluted EPS	Rs in '000	-	-
EPS (Basic & Diluted)	Rs in '000	-	-
Total Operations			
Net profit for calculation of basic and diluted EPS	Rs in '000	38,563	(33,564)
EPS (Basic & Diluted)	Rs in '000	0.02	(0.02)

SEMAC CONSULTANTS PRIVATE LIMITED

S.S. KOTHARI MEHTA & CO. NEW DELHI

₹ in '000

30 Contingent liabilities (not provided for) in respect of:

(₹ in '000)

S.N.	Particulars	2018-19	2017-18
a)	Bank Guarantees	97,963	51,955
b)	Service tax demands	5,899	5,899
c)	TDS demands	1,380	1,577
d)	Employee visa guarantee	795	744
e)	Claims against company not acknowledged as debts	-	11,772
	Total	1,06,038	71,947
f)	The Honourable Supreme Court, has passed a decision on 28th February, 2019 in relation to inclusion of certain allowances within the scope of "Basic wages" for the purpose of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. The Holding Company, based on legal advice, is awaiting further clarifications in this matter in order to reasonably assess the impact on its financial statements, if any. Accordingly, the applicability of the judgement to the Holding Company, with respect to the period and the nature of allowances to be covered, and resultant impact on the past provident fund liability, cannot be reasonably ascertained, at present.		

31 Capital and other commitments:

(₹ in '000)

S.N.	Particulars	2018-19	2017-18
a)	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	Nil	Nil
b)	Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advances)	Nil	Nil

32 Remuneration paid to Auditors (excluding taxes):

(₹ in '000)

Particulars	2018-19	2017-18
Statutory auditor	1,109	842
Other services	120	120
Reimbursement of expenses	150	150
Total	1,379	1,112

33 Details of Dues to Micro and Small Enterprises as per MSMED Act, 2006 to the extent of information available with the Company

(₹ in '000)

S.N.	Particulars	2018-19	2017-18
a)	Principal amount and Interest due thereon remaining unpaid to any supplier as at end of each accounting year		
b)	Interest paid by the Company in terms of Section 16 of the MSMED Act along with the amounts of the payment made to the supplier beyond the appointed day during the accounting year.	-	-
c)	the amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-
d)	the amount of interest accrued and remaining unpaid	-	
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of this Act.	-	-
	Total	-	-

34 Expenditure in foreign currency (accrual basis):

(₹ in '000)

Particulars	2018-19	2017-18
Travelling	4,689	4,627
Rent	10,150	7,098
Professional fee and other expenses	2,77,850	2,33,635
TOTAL	2,92,689	2,45,360

NEW DELHI

SEMAC CONSULTANTS PRIVATE LIMITED

₹ in '000

35 Earnings in foreign currency (accrual basis):

Particulars	2018-19	2017-18
Engineering, consultancy, project management charges (including other income)	3,30,167	2,72,128

36 Segment Information

(i) General Disclosure

The company operates mainly in one business segment viz. engineering, consultancy for commercial and industrial projects being primary segment and all other activities revolve around the main activity. The secondary segment is geographical, information related to which is given under.

The above reportable segments have been identified based on the significant components of the enterprise for which discrete financial information is available and are reviewed by the Chief operating decision maker (CODM) to assess the performance and allocate resources to the operating segments.

(ii) Entity wide disclosure required by IND AS 108 are made as follows:

a) **Revenues (including other income) from sale of products/services to external customers**

(₹ in '000)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
India	10,52,562	9,19,293
Outside India	3,30,167	2,72,128

b) **Segment Assets**

Total of non-current assets other than financial instruments, investment in subsidiaries, joint ventures and associate and deferred tax assets broken down by location of the assets, is shown below:

(₹ in '000)

Segment Assets	Year ended March 31, 2019	Year ended March 31, 2018
India	13,926	12,859
Outside India	6,270	8,923

(iii) Information about major customers:

Revenue from customers contributing more than 10% of company's revenue is Rs 6,57,788 thousands.

37 Gratuity and Other Post Employment Benefit Plans

Gratuity

Gratuity (being partly administered by a Trust) is computed as 15 days salary, for every recognized retirement / termination / resignation. The Gratuity plan for the company is a defined benefit scheme where annual contributions as per actuarial valuation are charged to the Statement of profit and loss.

The Provident Fund is a defined contribution scheme whereby the company deposits an amount determined as a fixed percentage of basic pay with the Regional Provident Fund Commissioner.

The Company also has a leave encashment scheme with defined benefits for its employees. The Company makes provision for such liability in the books of accounts on the basis of year end actuarial valuation. No fund has been created for this scheme.

For summarizing the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for the respective plans, the details are as under

SEMAC CONSULTANTS PRIVATE LIMITED

₹ in '000

A. Statement of profit and loss

Net employee benefit expense

(₹ in '000)

Particulars	2018-19		2017-18	
	Gratuity (funded)	Leave encashment	Gratuity (funded)	Leave encashment
Current Service cost	3,185	2,085	7,903	12,260
Net Interest cost	2,145	305	2,715	193
Expected return on plan assets	(184)	-	(264)	-
Net actuarial (gain) / loss to be recognized	(2,002)	(561)	(3,576)	(743)
Past service cost (vested benefits)	-	-	2,596	(191)
Expenses Recognized in the statement of Profit & Loss	3,145	1,828	9,373	11,519

B. Balance Sheet

(i) Details of Plan assets/ (liabilities) for gratuity and Leave Encashment

(₹ in '000)

Particulars	2018-19		2017-18	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Defined benefit obligation	41,099	6,545	39,489	4,899
Fair value of plan assets	2,532	-	3,063	-
Net Asset/(Liability) recognized in the Balance Sheet	38,567	6,545	36,426	4,899

(ii) Changes in the present value of the defined benefit obligation are as follows:

(₹ in '000)

Particulars	2018-19		2017-18	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Opening defined benefit obligation	42,417	4,853	48,698	4,381
Interest cost	2,145	305	2,715	193
Current service cost	3,185	2,085	7,903	12,260
Past service cost (vested benefits)	-	-	2,596	(191)
Actuarial (gains)/losses on obligation	(2,098)	(561)	(3,771)	(743)
Benefit paid	(4,551)	(136)	(15,724)	(11,001)
Closing defined benefit obligation	41,099	6,545	42,417	4,899

(iii) Changes in the fair value of plan assets (gratuity) are as follows:

(₹ in '000)

Particulars	2018-19	2017-18
Opening fair value of plan assets	3,063	3,780
Actual return on Plan Assets	184	264
Contribution during the year	3,138	14,125
Benefit paid	(3,757)	(14,911)
Actuarial gain / (loss) on plan assets	(96)	(195)
Closing fair value of plan assets	2,532	3,063

SEMAC CONSULTANTS PRIVATE LIMITED

₹ in '000

(iv) **The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:**

Particulars	2018-19 %	2017-18 %
Discount rate (%)	7.55%	7.35%
Expected salary increase (%)	8.00%	8.00%
Demographic Assumptions		
Retirement Age (year)	60	60
Attrition / Withdrawal rate (per annum)	10.00%	20.00%

The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. The above information is certified by Actuary.

v. **Contribution to defined contribution plans:**

Particulars	2018-19	2017-18
Provident fund	9,585	12,422

vi **Sensitivity analysis of the defined benefit obligation:**

Particulars	2018-19		2017-18	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Impact of the change in discount rate				
Present value of obligation at the end of the period	41,099	6,545	42,417	4,899
Impact due to increase of 0.50%	205	33	212	24
Impact due to decrease of 0.50%	(205)	(33)	(212)	(24)
Impact of the change in salary increase				
Present value of obligation at the end of the period	41,099	6,545	42,417	4,899
Impact due to increase of 0.50%	205	33	212	24
Impact due to decrease of 0.50%	(205)	(33)	(212)	(24)

Sensitivities due to mortality & withdrawals are insignificant & hence ignored.

vii **Other comprehensive income (OCI):**

(₹ in '000)

Particulars	2018-19		2017-18	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Net cumulative unrecognized actuarial (gain)/loss	(6,433)	(3,543)	(2,857)	(2,800)
Actuarial (gain)/loss for the year on PBO	(2,098)	(561)	(3,771)	(743)
Actuarial (gain)/loss for the year on plan asset	96	-	195	-
Unrecognized actuarial (gain)/loss at the end of the year	-	-	-	-
Total actuarial (gain)/loss at the end of the year	(8,435)	(4,105)	(6,433)	(3,543)

38 Related Party Transactions

a) **List of Related Parties**

i. Subsidiaries, Associates and Joint Venture of the Company

Name	Status
Semac Qatar WLL	Subsidiary (Qatar)

S.S. KOTHARI MEHTA & COMPANY NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

₹ in '000

ii. Holding company

Name	Status
Revathi Equipment Limited	Holding Company
Renaissance Advanced Consultancy Ltd	Ultimate Holding company

iii Key Management Personnel of the Company

Name	Status
Mr. Chaitanya Dalmia	Director till March 31, 2018
Mr. Abhishek Dalmia	Additional Director, w.e.f. December 1, 2017
Mrs. Deepali Dalmia	Additional Director, w.e.f. March 31, 2018
Mr Vikas Jain	Chief Financial officer and Company Secretary till September 25, 2018
Mr. Pawan Maini	Chief Executive Officer, till June 30, 2018

iv. Enterprises where Key managerial personnel or their relatives have significant influence:
- Semac Construction Technologies India LLP (SCTILLP), formerly Renaissance Construction Technologies India LLP (RCTILLP)
- SWBI Design Informatics Private Limited

b) The following transactions were carried out with related parties in the ordinary course of business:

(₹ in '000)

Nature of Relationship	Name of Related Party	Nature of Transaction	For the year ended 31-Mar-19	For the year ended 31-Mar-18
Key Managerial Personnel	Mr. Vikas Jain (CFO)	Salary & Perquisites	3,006	5,913
	Mr. Pawan Maini (CEO)		6,875	27,500
Enterprises where Key managerial personnel or their relatives have significant influence	Semac Construction Technologies India LLP (SCTILLP)	Professional fees / reimbursement of expenses (Income)	2,561	-
	Semac Construction Technologies India LLP (SCTILLP)	Professional fees / reimbursement of expenses (Expense)	1,23,063	1,03,587
	SWBI Design Informatics Private Limited	Office Rent, Maintenance, Power & Utility	5,575	-
		Security Deposit for rent & maintenance given	2,967	-
Holding company	Revathi Equipment Limited	Interest Income	-	1,277

₹ in '000

c) **Balances Outstanding at Year End:**

Nature of Relationship	Name of Related Party	Nature of Transaction	31-Mar-19	31-Mar-18
Enterprises where Key managerial personnel or their relatives have significant influence	Semac Construction Technologies India LLP (SCTILLP)	Trade Receivable	2,158	5,671
		Trade Payable	6,447	5,633
	SWBI Design Informatics Private Limited	Office Rent, Maintenance, Power & Utility Payable	189	-
		Security Deposit for rent & maintenance recoverable	2,967	-
Holding company	Revathi Equipment Limited	Advance Given	-	9
		Interest Receivable	-	1,191
Subsidiaries, Associates and Joint Venture of the Company	Semac Qatar WLL	Provision for Diminution	-	(862)
		Net Amount	-	(862)
		Trade receivables	-	188
		Provision for Doubtful Debts	-	(188)
		Net Amount	-	-
		Investments	-	1,172
		Less: Provision	-	(1,172)
		Net Amount	-	-

39 Leases

(i) **Obligations under finance leases**
The Group has no leasing arrangement in the nature of finance lease except land.

(ii) **Operating lease arrangements**
Office premises are taken on operating lease. There is no escalation clause in the lease agreement

(a) **Payments recognised as expense**

Particulars	2018-19	2017-18
Lease rent recognised during the year	24,443	22,354

(b) **Non-cancellable operating lease commitments**
All the operating lease arrangements are cancellable, having a lease period of 3-5 years and are usually renewable by mutual consent on mutually agreeable terms.

SEMAC CONSULTANTS PRIVATE LIMITED

₹ in '000

40 Disclosures as required by Indian Accounting Standard (Ind AS) 37:- Provisions, Contingent liabilities and Contingent assets :

There are no present obligations requiring provisions in accordance with the guiding principles as enunciated in Ind As 'Provisions, Contingent Liabilities & Contingent Assets except as given under

Due to ongoing legal proceeding with the Semac Qatar W.L.L. , a joint venture with a controlling share of 49 %, during the previous years the company has created the provision for the loan and receivables in accordance with the requirement of Ind AS 37 and has written off the same during current year.

41 Impairment Review

Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or groups of CGUs within the Company at which the assets are monitored for internal management purposes, within an operating segment. The impairment assessment is based on higher of value in use and value from sale calculations. During the year, the testing did not result in any impairment in the carrying amount of other assets. The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations are:-

(i) Operating margins (Earnings before interest and taxes), (ii) Discount Rate, (iii) Growth Rates and (iv) Capital Expenditure

42 Expenditure incurred on Corporate Social Responsibilities

(a) Gross amount required to be spent by the company during the year ₹ "Nil" (previous year ₹ 100)

(b) Amount spent during the year on

(₹ in '000)

CSR Activities	In Cash	Yet to be paid in cash	Total
(i) Construction / acquisition of any asset	-	-	-
(ii) On purpose other than (i) above	- (150)	- -	- (150)

(figure in bracket pertain to previous year)

43 Events occurring After the Balance Sheet date

No adjusting or significant non adjusting events have occurred between the reporting date and date of authorization of these consolidated financial statements

44 Financial Risk Management

Financial Risk Factors

The Company's operational activities expose to various financial risks i.e. market risk, credit risk and risk of liquidity. The Company realizes that risks are inherent and integral aspect of any business. The primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Company's senior management oversees the management of these risks and devise appropriate risk management framework for the Company. The senior management provides assurance that the 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

A 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. The Company is exposed to the risk of movements in interest rates and foreign currency exchange rates that affects its assets, liabilities and future transactions. The Company is exposed to following key market risks:

i. Interest Rate 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. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term borrowings obligations in the nature of cash credit.

₹ in '000

Particulars	Fixed Rate Borrowing	Variable Rate Borrowing	Total Borrowing
As at March 31, 2019	353	-	353
As at March 31, 2018	640	-	640

Sensitivity analysis - For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year.

Sensitivity on variable rate borrowings	Impact on Profit & Loss Account	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest rate increase by 0.25%	-	-
Interest rate decrease by 0.25%	-	-

ii. Foreign Currency Risk :

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuates because of changes in foreign exchange rates. As the Company operates internationally through a branch office in Dubai it has exposure to the risk of change in foreign exchange on account of foreingn operations. In addition to this, the entity has also exported / imported professional and management services giving rise to foreing receivables / payables.

The details of foreign currency exposure is as follows:

Particulars	Trade Receivable		Trade Payables	
	In FC in '000	Rs in '000	In FC in '000	Rs in '000
Unhedged foreign currency exposures				
Foreign Exposure as at March 31, 2019				
US Dollars	726	50,297	104	7,232
Euro	-		45	3,537
Foreign Exposure as at March 31, 2018				
US Dollars	763	49,448	104	6,763
Euro	-		45	3,633

SEMAC CONSULTANTS PRIVATE LIMITED

Rate Sensitivity

Sensitivity analysis is computed based on the changes in the income and expenses in foreign currency upon conversion into functional currency, due to exchange rate fluctuations between the previous reporting period and the current reporting period.

₹ in '000

Particulars	Increase / Decrease in basis points	Impact on Profit & Loss Account	
		For the year ended March 31, 2019	For the year ended March 31, 2018
USD Sensitivity	+ 50 basis points	3	3
	- 50 basis points	(3)	(3)
Euro Senitivity	+ 50 basis points	(0)	(0)
	- 50 basis points	0	0

* Holding all other variable constant

B Credit risk:

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and advances to suppliers) and from its financing activities, including deposits and other financial instruments

To manage this, Company periodically assesses the financial reliability of customers, taking into account factors such as credit track record in the market and past dealings with the Company for extension of credit to customer Company monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. An impairment analysis is performed at each quarter end on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets as discussed below. The Company evaluates the concentration of risk with respect to trade receivables as low, the trade receivables are located in several jurisdictions and operate in largely independent markets.

The ageing of trade receivables/contract assets is given below:

₹ in '000

Particulars	As at March 31, 2019		As at March 31, 2018	
	Upto 6 months	More than 6 months	Upto 6 months	More than 6 months
Gross carrying amount (A)	3,10,960	1,94,240	99,658	2,16,834
Expected Credit Losses (B)	-	(26,081)		(15,217)
Net Carrying Amount (A-B)	**3,10,960**	**1,68,159**	**99,658**	**2,01,617**

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved authorities. Credit limits of all authorities are reviewed by the management on regular basis. All balances with banks and financial institutions is subject to low credit risk due to good credit ratings assigned to the Company. The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2019 and March 31, 2018 is the carrying amounts.

C Liquidity risk:

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company's cash flow is a mix of cash flow from collections from customers on account of engineering services. The other main component in liquidity is timing to call loans/ funds and optimization of repayments of loans installment, interest payments.

Table hereunder provides the current ratios of the Company as at the year end

₹ in '000

Particulars	As at March 31, 2019	As at March 31, 2018
Total current assets	9,79,402	8,30,820
Total current liabilities	3,05,471	2,40,751
Current ratio	3.21	3.45

SEMAC CONSULTANTS PRIVATE LIMITED

The table below summarises the maturity profile of the Company's financial liabilities based on contracted undiscounted payments (excluding transaction cost on borrowings).

₹ in '000

	Particulars	Payable on demand	Less than 1 year	More than 1 year	Total
I	As at March 31, 2019				
(i)	Borrowings	-	315	353	668
(ii)	Other Financial Liability	19,650	-	60,395	80,045
(iii)	Trade and other payable	-	1,11,634	-	1,11,634
	Total	19,650	1,11,949	60,748	1,92,347
II	As at March 31, 2018				
(i)	Borrowings	-	288	641	929
(ii)	Other Financial Liability	59,649	-	8,390	68,039
(iii)	Trade and other payable	-	1,02,005	-	1,02,005
	Total	59,649	1,02,293	9,031	1,70,973

45 Financial Instrument - Disclosure

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

Financial Assets ₹ in '000

Sl. No	Particulars	Note	Fair value hierarchy	As at March 31, 2019		As at March 31, 2018	
				Carrying Amount	Fair Value	Carrying Amount	Fair Value
1	Financial asset at FVTPL						
	Current						
	Investments in Mutual Funds	A		-			
2	Financial asset at FVTOCI	B					
	Non Current						
	Investments in Equity Shares						
	Quoted		Level 1	36	49	36	56
	Unquoted		Level 2	669	669	669	669
3	Financial assets designated at amortised cost						
	Non Current						
a)	Loans		Level 3	5,045		5,142	
	Current						
a)	Trade receivables		Level 3	1,37,296		3,01,275	
b)	Contract assets		Level 3	3,41,823		-	
c)	Cash and cash equivalents		Level 3	1,62,586		1,73,181	
d)	Bank balances		Level 3	77,131		71,169	
e)	Loans		Level 3	43,764		70,763	
f)	Other financial assets		Level 3	28,992		44,559	
	Total			7,97,342	718	6,66,794	725

Financial Liabilities ₹ in '000

Sl. No	Particulars	Note	Fair value hierarchy	As at March 31, 2019		As at March 31, 2018	
				Carrying Amount	Fair Value	Carrying Amount	Fair Value
1	Financial liability designated at amortised cost	D					
	Non Current						
a)	Borrowings		Level 3	38	-	353	-
b)	Other Financial Liability		Level 3	60,395	-	8,390	-
	Current						
a)	Borrowings				-	-	-
b)	Trade payables		Level 3	1,11,634	-	1,02,005	-
c)	Other financial liabilities		Level 3	19,965	-	59,937	-
	Total			1,92,032	-	1,70,685	-

SEMAC CONSULTANTS PRIVATE LIMITED

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

A Company has opted to fair value its Financial asset through profit & loss.

B Company has opted to fair value its financial asset through other comprehensive income.

C As per Para D-15 of Appendix D of Ind AS 101, the first time adopter may chose to measure its investment in subsidiaries, JVs and Associates at cost or at fair value. Company has opted to value its investments in subsidiaries, JVs and Associates at cost.

D Company has adopted effective rate of interest for calculating interest. This has been calculated as the weighted average of effective interest rates calculated for each loan. In addition processing fees and transaction cost relating to each loan has also been considered for calculating effective interest rate.

* The carrying amounts are considered to be the same as their fair values due to short term nature.

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within 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 assets or liabilities that are not based on observable market data (unobservable inputs).

46 Capital Management

For the purpose of the Company's capital management, equity includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders and net debt includes interest bearing loans and borrowings less current investments and cash and cash equivalents. The primary objective of the Company's capital management is to safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, internal accruals, long term borrowings and short term borrowings. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

Particulars	As at March 31, 2019 ₹ in '000	As at March 31, 2018 ₹ in '000
Debt (i)	353	641
Cash and cash equivalents	1,62,586	1,73,181
Net Debt	(1,62,233)	(1,72,540)
Total Equity	6,49,779	6,18,147
Net debt to equity ratio (Gearing Ratio)	(0.25)	(0.28)

(i) Debt is defined as long-term and short-term borrowings

SEMAC CONSULTANTS PRIVATE LIMITED

47 Additional information as required by paragraph 2 of the general instructions for preparation of consolidated financial statements to Schedule III to the Companies Act, 2013

Amount in Rs. 000

Name of entity	March 31, 2019				March 31, 2018			
	Net assets, i.e., total assets minus total liabilities		Share in profit or loss		Net assets, i.e., total assets minus total liabilities		Share in profit or loss	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount
Subsidiary foreign								
Semac & Partners LLC	31.68%	2,05,880	51.95%	25,839	29.80%	1,84,229	126.94%	(40,230)
Minority Share Holders	10.64%	69,124	27.98%	13,914	8.93%	55,210	-30.39%	9,632

48 The audited GST return for the year ended March 31, 2018 is pending for the filing as competent authority has extended the date of filing till June 30, 2019. The company is in process of reconciling the data of GSTR 2A with GSTR 3B. In view of the management on final reconciliation the impact will not be material.

49 Previous year's figures have been regrouped/re-classified wherever necessary to make them more comparable to current year.

As per our report of even date

For **S.S. Kothari Mehta & Company**
Chartered Accountants
Firm registration number: 000756N

Amit Goel

Amit Goel
Partner
Membership No: 500607

Place : Bengaluru
Date: May 29, 2019

For and on behalf of the Board of Directors
Semac Consultants Private Limited

Deepali Dalmia

Abhishek Dalmia
Executive Chairman
DIN: 00011958

Deepali Dalmia
Director
DIN: 00017415

Place : Bengaluru
Date: May 29, 2019

SEMAC CONSULTANTS PRIVATE LIMITED

S S KOTHARI MEHTA & CO
CHARTERED ACCOUNTANTS

Plot No. 68,
Okhla Industrial Area, Phase-III,
New Delhi-110020
Phone : +91-11-4670 8888
E-mail : delhi@sskmin.com
Website: www.sskmin.com

Independent Auditors' Report

To the Members of Semac Consultants Private Limited

Report on the standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of **Semac Consultants Private Limited** ('the Company'), which comprise the balance sheet as at March 31, 2018, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS 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) prescribed under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and 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 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 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, its loss including other comprehensive income, its cash flows and the statement of changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our know ledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   c) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity dealt with by this Report are in agreement with the books of account;

   d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Rules, 2015 as amended;

   e) On the basis of the written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164 (2) of the Act;

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; and

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the pending litigations which would have an impact on its financial position in Note 27 to the standalone Ind AS financial statements.

   ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S. S. Kothari Mehta & Co.
Chartered Accountants
Firm's Registration No. 000756N

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Sunil Wahal
Partner
Membership No. 087294

Place: New Delhi
Date: May 11, 2018

Annexure A to the Independent Auditor's Report to the Members on standalone Ind AS financial statements of Semac Consultants Private Limited dated May 11, 2018

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order') issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section.

i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The fixed assets were physically verified by the management according to a regular phased program designed to cover all the items over a period of three years which in our opinion is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) In our opinion, and according to the information and explanations given to us, the title deeds of immovable properties are held in the name of the Company.

ii. In our opinion and according to the information and explanations given to us, the Company is not having any inventory. Accordingly clause 3(ii) of the Order is not applicable.

iii. The company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of clause 3(iii) of the Order are not applicable.

iv. In our opinion and according to the information and explanations given to us, provisions of section 185 and 186 of the Act in respect of loans to directors including entities in which they are interested and in respect of loans and advances given, investments made and, guarantees, and securities given have been complied with by the company.

v. The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Act, and the Rules framed thereunder.

vi. To the best of our knowledge and belief, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.

vii. (a) The Company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, GST, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, to the appropriate authorities though there has been a slight delay in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable

S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

(b) According to the records of the Company, the details of dues of Income-tax, Sales-tax, GST, Wealth-tax, Service-tax, Customs Duty, Excise Duty and Value added tax which have not been deposited on account of any dispute and the forum where the dispute is pending, are in respect of Service tax (The Finance Act 1994) pertaining to Karnataka State amounting to 5,899.42 (Rs. in '000') for the period FY 2005-2009 at the forum of CESTAT (Appellate tribunal). No amounts have been deposited against the above mentioned dues.

viii. The Company has not defaulted in repayment of loans or borrowings to any bank or financial institution or Government during the year. The Company did not have any outstanding debentures during the year.

ix. In our opinion, and according to the information and explanations given to us, the Company has not raised any money way of initial public offer / further public offer and Company has not raised any term loans. Accordingly provisions of clause (ix) of the Order is not applicable on the Company.

x. In our opinion, and according to the information and explanations given to us, we report that no fraud by the Company or on the Company by the officers and employees of the Company has been noticed or reported during the year.

xi. In our opinion, and according to the information and explanations given to us the provisions of section 197 of the Act is not applicable to the company. Accordingly clauses 3(xi) of the Order are not applicable.

xii. In our opinion, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

xiii. In our opinion, all transactions with the related parties are in compliance with Section 188 of the Act, where applicable, and the requisite details have been disclosed in the financial statements, as required by the applicable Ind AS. Further, in our opinion, the company is not required to constitute audit committee under Section 177 of the Act.

xiv. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures.

xv. The Company has not entered into any non-cash transactions with directors or persons connected with them.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For S. S. Kothari Mehta & Co.
Chartered Accountants
Firm's Registration No. 000756N

Sunil Wahal
Partner
Membership No. 087294

Place: New Delhi
Date: May 11, 2018

Annexure B to the Independent Auditor's Report to the Members on standalone Ind AS financial statements of Semac Consultants Private Limited dated May 11, 2018

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **Semac Consultants Private Limited** ("the Company") as of 31 March 2018 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by The Institute of Chartered Accountants of India (ICAI)". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by The Institute of Chartered Accountants of India (ICAI). Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

c) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by The Institute of Chartered Accountants of India (ICAI).

For S. S. Kothari Mehta & Co.
Chartered Accountants
Firm's Registration No. 000756N

S. S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Sunil Wahal
Partner
Membership No. 087294

Place: New Delhi
Date: May 11, 2018

SEMAC CONSULTANTS PRIVATE LIMITED

STANDALONE BALANCE SHEET AS AT MARCH 31, 2018

₹ in '000

Particulars	Note No.	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
ASSETS				
(1) **Non - current assets**				
Property, plant and equipment	3.1	12,030	13,344	12,118
Other intangible assets	3.2	2,768	3,725	5,528
Financial assets	4			
(i) Investments	4.1	1,368	31,368	1,368
(ii) Loans	4.2	5,142	5,599	24,979
(iii) Other financial assets	4.3	-	3,718	15,162
Deffered tax assets	5	48,409	41,352	20,499
Other non current assets	6	60	327	653
		69,777	**99,433**	**80,307**
(2) **Current assets**				
Financial assets	7			
(i) Investments	7.1	-	-	20,000
(ii) Trade receivables	7.2	189,165	253,541	294,552
(iii) Cash and cash equivalents	7.3	124,976	88,302	82,332
(iv) Bank balances	7.4	47,231	66,120	60,644
(v) Loans	7.5	29,041	63,523	117,534
(vi) Other financial assets	7.6	44,559	39,342	40,138
Current tax assets (net)	8	77,673	71,910	66,177
Other current assets	9	85,855	34,589	13,713
		598,500	**617,327**	**695,090**
Total assets		**668,278**	**716,760**	**775,397**
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital	10	18,209	18,209	18,209
Other equity	11	372,461	417,465	493,422
		390,670	**435,674**	**511,631**
LIABILITIES				
(1) **Non - current liabilities**				
Financial liabilities	12			
(i) Borrowings	12.1	353	698	920
(ii) Other financial liability	12.2	8,390	5,792	1,488
Provisions	13	28,120	36,315	32,183
		36,863	**42,805**	**34,591**
(2) **Current liabilities**				
Financial liabilities	14			
(i) Borrowings	14.1	27,155	39,895	54,859
(ii) Trade payables	14.2	101,984	118,776	84,673
(iii) Other financial liabilities	14.3	43,390	15,695	16,844
Provisions	15	17,330	18,146	19,569
Other current liabilities	16	50,885	45,769	53,231
		240,744	**238,281**	**229,176**
Total Equity & Liabilities		**668,278**	**716,760**	**775,397**
Significant Accounting Policies	1 & 2			

The accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S. Kothari Mehta & Co.
Chartered Accountants

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Sunil Wahal
Partner
Membership No: 087294

Place : New Delhi
Date: May 11, 2018

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia

Deepali Dalmia
DIN : 00017415

Vikas Jain
Chief Financial Officer

SEMAC CONSULTANTS PRIVATE LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

₹ in '000

	Particulars	Note No.	For the year ended 31st March, 2018	For the year ended 31st March, 2017
I	Revenue from operations	17	960,422	655,979
II	Other income	18	21,648	41,331
III	Total income (I + II)		982,071	697,310
IV	Expenses			
	Cost of services	19	535,084	217,113
	Employee benefits expenses	20	309,451	319,781
	Finance costs	21	3,373	5,786
	Depreciation and amortization expenses	22	6,055	5,072
	Other expenses	23	181,929	241,331
	Total expenses		1,035,892	789,083
V	Profit / (loss) before exceptional items and tax (I - IV)		(53,821)	(91,773)
VI	Exceptional items		-	-
VII	**Profit / (loss) before tax (V + VI)**		(53,821)	(91,773)
VIII	**Tax expense**			
	(1) Current tax	24	-	10,714
	(2) Deferred tax	24	(7,986)	(21,843)
	Total Tax Expense		(7,986)	(11,129)
IX	Profit / (loss) from continuing operations (VII - VIII)		(45,835)	(80,644)
X	Profit / (loss) from discontinued operations (VII - VIII)		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit / (loss) from discontinued operations (after tax) (X - XI)		-	-
XIII	Profit / (loss) for the period (IX + XII)		(45,835)	(80,644)
XIV	Other comprehensive income	25		
A	(i) Items that will be reclassified to profit or loss		(1,815)	2,818
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
B	(i) Items that will not be reclassified to profit or loss		3,576	2,857
	(ii) Income tax relating to items that will not be reclassified to profit or loss		(930)	(989)
	Total		832	4,687
XV	**Total comprehensive income for the period (XIII + XIV)**		(45,003)	(75,957)
XVI	Earnings per equity share (basic& diluted)	26		
	For continuing operations			
	(Face value of ₹ 10.00 each)		(0)	(0)
	For discontinued operations			
	(Face value of ₹ 10.00 each)		-	-
	For continued & discontinued operations			
	(Face value of ₹ 10.00 each)		(0)	(0)
	Significant accounting policies	1 & 2		

The accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S. Kothari Mehta & Co.
Chartered Accountants

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Sunil Wahal
Partner
Membership No: 087294

Place : New Delhi
Date: May 11, 2018

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Deepali Dalmia

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Vikas Jain
Chief Financial Officer

SEMAC CONSULTANTS PRIVATE LIMITED
Cash Flow Statement for the year ended March 31, 2018

₹ in '000

		2017-18	2016-17
A.	**Cash flow from operating activities**		
	Net Profit before tax	**(53,821)**	**(91,773)**
	Other Comprehensive income before tax	**1,761**	**5,675**
	Adjustments		
	Depreciation and amortization	6,055	5,072
	Provision for doubtful debts/ advances	7,433	7,408
	Bad debts/ advances written off	8,803	9,658
	Provision for advances to related party	-	19,643
	Finance cost	3,373	5,786
	Interest income	(16,419)	(20,965)
	Actuarial gain on defined benefit plan	(3,576)	(2,857)
	(Profit)/loss on sale of investment	301	(1,222)
	(Profit)/loss on sale of fixed assets and assets written off	(157)	(48)
	Operating profit before working capital changes	**(46,247)**	**(63,623)**
	Adjustments for working capital changes :		
	Increase/ (decrease) in trade payables	(13,455)	52,441
	(Increase)/ decrease in trade receivables	48,139	23,946
	(Increase)/ decrease in short term loans and advances	34,550	62,359
	(Increase)/ decrease in other current assets	(32,109)	(26,027)
	Increase/ (decrease) in short term provisions	(8,773)	(12,772)
	Increase/ (decrease) in other current liabilities	35,409	(4,306)
	Cash generated from operations	**17,515**	**32,020**
	Direct taxes paid net of refund	(5,763)	(16,447)
	Net cash from operating activities	**11,752**	**15,573**
B	**Cash Flow from Investing Activities**		
	Purchase of fixed assets	(3,470)	(4,398)
	(Profit)/ loss on sale of fixed assets	(157)	(48)
	(Purchase)/ sale of investments (net)	29,397	(7,556)
	(Profit)/ loss on sale of investments	301	(1,222)
	Interest Received	15,308	24,595
	Net Cash used in Investing Activities	**41,380**	**11,370**
C	**Cash Flow from financing activities**		
	Proceeds from short term borrowings	(12,740)	-
	(Repayment) of short term borrowings	-	(14,964)
	(Repayment) of long term Bborrowings	(345)	(222)
	Finance Cost	(3,373)	(5,786)
	Net cash from / (used in) financing activities	**(16,459)**	**(20,972)**
	Net increase in cash and cash equivalents (A+B+C)	**36,674**	**5,970**
	Cash and cash equivalents (Opening Balance)	**88,302**	**82,332**
	Cash and cash equivalents (Closing Balance)*	**124,976**	**88,302**

Components of Cash & Cash Equivalents	**As at 31 Mar' 2018**	**As at 31 Mar' 2017**
Balances with banks		
- in Current Accounts	82,068	88,291
- On cash credit accounts		
- Deposits with original maturity of less than 3 months	42,817	-
Cash on hand	91	11
Cheques in hand		
Net Cash & Cash Equivalents	**124,976**	**88,302**

Note:
1) Cash & cash equivalents components are as per Note 7.3
2) Previous year figures have been regrouped/restated wherever considered necessary

As per our report of even date

For S.S. Kothari Mehta & Co.
Chartered Accountants
FRN - 000756N

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Sunil Wahal
Partner
Membership No: 087294

Place : New Delhi
Date: May 11, 2018

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Deepali Dalmia

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Vikas Jain
Chief Financial Officer

SEMAC CONSULTANTS PRIVATE LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2018

₹ in '000

A. Equity Share Capital

Particulars	As at 1st April,2016	Changes during the year	As at 31st March, 2017	Changes during the year	As at 31st March, 2018
18,20,892 (previous year 18,20,892) equity shares of ₹10/- each	18,209	-	18,209	-	18,209

B. Other Equity

Particulars	Reserves and Surplus		Items of Other Comprehensive Income		Total
	General Reserve	Retained earnings	Foreign Curreny Translation	Actuarial Gain / Loss	
Restated balance as at 1.04.2016	**164,127**	**329,295**	-	-	**493,422**
Additions during the period	-	(80,644)	2,818	1,868	(75,957)
As at 31.3.2017	**164,127**	**248,651**	**2,818**	**1,868**	**417,465**
Additions during the period	-	(45,835)	(1,815)	2,646	(45,003)
As at 31.3.2018	**164,127**	**202,816**	**1,004**	**4,515**	**372,461**

Nature of reserves

i General reserve represents the statutory reserve, this is in accordance with Indian Corporate Law wherein a portion of profit is apportioned to general reserve. Under Companies Act, 1956 it was mandatory to transfer the amount before a company can declare dividend. However under Companies Act 2013, transfer of any amount to general reserve is at the discretion of the Company.

ii Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Companies Act, 2013.

iii Other comprehensive income (OCI) reserve represent the balance in equity for items to be accounted in OCI. OCI is classified into (i) items that will not be reclassified to profit and loss, and (ii) items that will be reclassified to statement of profit and loss.

The accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S. Kothari Mehta & Co.
Chartered Accountants

Sunil Wahal
Partner
Membership No: 087294

Place : New Delhi
Date: May 11, 2018

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Vikas Jain
Chief Financial Officer

NOTE - 3.1 **SEMAC CONSULTANTS PRIVATE LIMITED**

NOTES TO STANDALONE FINANCIAL STATEMENT FOR YEAR ENDED MARCH 31, 2018

Property, Plant & Equipment

Particulars	Tangible Assets									Total Tangible Asset
	Lease hold Improvements	Buildings	Plant & Machinery	Electrical Installation	Computers (End-user Devices)	Computers (Servers & Networks)	General Furniture & Fittings	Office equipments	Motor Vehicle - Cars	
GROSS BLOCK										
Balance as at 1st April 2016, Reinstated	**2,646**	**7,723**	**9,345**	**2,679**	**55,577**	**1,089**	**21,030**	**14,618**	**7,878**	**122,585**
Addition	-	-	-	-	2,078	116	1,078	214	-	3,486
Disposals / Adjustments	-	-	-	(101)	(73)	-	(13)	(65)	(972)	(1,223)
as at 31st March,2017	**2,646**	**7,723**	**9,345**	**2,578**	**57,582**	**1,205**	**22,095**	**14,767**	**6,905**	**124,847**
Addition	-	-	70	-	2,010	-	255	256	1,481	4,072
Disposals / Adjustments	-	-	(16)	(778)	(14,618)	(321)	(524)	(1,636)	(6,598)	(24,491)
as at 31st March,2018	**2,646**	**7,723**	**9,399**	**1,800**	**44,974**	**884**	**21,827**	**13,387**	**1,789**	**104,429**
DEPRECIATION										
Balance as at 1st April 2016, Reinstated	**2,578**	**3,488**	**8,303**	**2,335**	**55,186**	**730**	**16,748**	**13,496**	**7,602**	**110,467**
Charge for the year	14	276	8	79	319	342	1,061	411	189	2,698
Disposals	-	-	-	**(39)**	**(233)**	-	-	-	(1,388)	(1,661)
Charged to opening reserves	-	-	-	-	-	-	-	-	-	-
as at 31st March,2017	**2,592**	**3,764**	**8,312**	**2,374**	**55,271**	**1,072**	**17,809**	**13,907**	**6,403**	**111,504**
Charge for the year	2	227	272	38	2,038	60	1,331	194	150	4,312
Disposals	-	-	(14)	(752)	(14,030)	(311)	(513)	(1,596)	(6,200)	(23,417)
Charged to opening reserves	-	-	-	-	-	-	-	-	-	-
as at 31st March,2018	**2,593**	**3,990**	**8,570**	**1,660**	**43,279**	**821**	**18,626**	**12,505**	**353**	**92,398**
NET BLOCK										
as at 1st April,2016	68	4,235	1,041	344	391	359	4,282	1,122	275	12,118
as at 31st March,2017	55	3,959	1,033	204	2,311	133	4,287	860	502	13,344
as at 31st March,2018	**53**	**3,732**	**829**	**140**	**1,695**	**63**	**3,201**	**882**	**1,436**	**12,030**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

NOTE - 3.2 SEMAC CONSULTANTS PRIVATE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENT FOR YEAR ENDED MARCH 31, 2018

Intangible Assets

Particulars	Intangible Assets
GROSS BLOCK	
Balance as at 1st April 2016, Reinstated	**46,901**
Addition	2,040
Disposals / Adjustments	(1,469)
as at 31st March,2017	**47,472**
Addition	786
Disposals / Adjustments	(19)
as at 31st March,2018	**48,239**
DEPRECIATION	
Balance as at 1st April 2016, Reinstated	**41,373**
Charge for the year	2,374
Disposals	-
Charged to opening reserves	-
as at 31st March,2017	**43,747**
Charge for the year	1,743
Disposals	(18)
Charged to opening reserves	-
as at 31st March,2018	**45,472**
NET BLOCK	
as at 1st April,2016	5,528
as at 31st March,2017	3,725
as at 31st March,2018	**2,768**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

4 **Financial Asset : Non Current**

4.1 Investment

(₹ in '000)

		As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
	Unquoted Investments			
(i)	**Investments in Subsidiaries (At Cost)** 1,63,150 (FY17-18 : 1,63,150 ; 1st April, 2017 : 1,63,150) equity shares of Omani Riyal 1/- each fully paid-up in Semac Oman - LLC, Muscat, Sultanate of Oman	663	663	663
(ii)	**Investments in Joint Venture (At Cost)** 98 (FY 17-18 : 98 ; 1st April 2017 : 98) paid-up shares of Qatari Riyal 1000/- each fully paid-up in Semac Qatar WLL, Doha	1,172	1,172	1,172
	Less : Impairment in value *	(1,172)	(1,172)	(1,172)
(iii)	**Investments in other body corporate (At Fair Value)** 128 (FY17-18 : 128 ; 1st April, 2017 : 128) paid-up equity shares of Rs. 25/- each fully paid-up in Shamrao Vittal Co-op. Bank Ltd.	3	3	3
	74,050 (FY17-18 : 74,.050 ; 1st April 2017 : 74,050) fully paid up equity shares of Rs. 10/- each in AEC Infotech Pvt. Ltd.	666	666	666
	Quoted Investment			
	300 units (FY16-17 : 300 ; 1st April 2016 : "Nil") fully paid up debentures of Rs. 100,000 each	-	30,000	-
	3,600 (FY16-17 : 3,600 ; 1st April, 2016: 3,600) fully paid up equity shares of Rs. 10/- each in Lakeland Hotels Ltd.	36	36	36
	Total	1,368	31,368	1,368
	Aggregate amount of quoted investments	36	30,036	36
	Market value of quoted investments	556	29,889	36
	Aggregate amount of unquoted investments	2,504	2,504	2,504
	Provision for diminution in investment	(1,172)	(1,172)	(1,172)

** Information pertaining to joint venture are given in note 37*

4.2 Loans

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Loans to related party			
- Unsecured, considered doubtful	862	19,629	18,768
Less : Provision for doubtful debts *	(862)	(19,629)	-
Security deposits			
Unsecured, considered good			
- Rent deposits	5,117	4,574	4,271
- Deposits with statutory authorities	25	1,025	1,025
- Others	-	-	915
Total	5,142	5,599	24,979

4.3 Other financial asset

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Fixed deposits (having maturity of more than 12 months)			
- in Fixed deposit with maturity of more than 12 months (under lien) *	-	3,718	15,162
Total	-	3,718	15,162

* Lien in favour of guarantee given to customers

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

5 Deferred Tax Assets

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Deferred tax asset (Net)	48,409	41,352	20,499
	48,409	**41,352**	**20,499**

(i) Movement in deferred tax items

FY 17-18	Opening Balance as at 1st April, 2017	Recognised in Profit & Loss Account	Recognised in other comprehensive income	Closing balance as at 31st March, 2018
Deferred tax (liability) / asset in relation to :				
Expenses allowable on payment basis and others	16,714	(1,345)	(5,964)	9,405
Carry forward losses and unabsorbed depreciation	22,782	16,535	-	39,316
Remeasurement of Defined Benefit Obligations	-	-	(930)	(930)
Depreciation difference	-	(1,123)	-	(1,123)
Provision for doubtful debt	1,856	(116)	-	1,740
Net Deferred tax (liability) / asset	**41,352**	**13,950**	**(6,893)**	**48,409**

6 Other non current asset

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance lease rent	60	327	653
Total	**60**	**327**	**653**

7 Financial Asset : Current

7.1 Investment

Quoted investments			
(i) Investment in mutual funds (at FVTPL) Nil units (In FY 16-17 : nil units; 1st April 2016 : 522,879.53 units) in HDFC liquid fund (growth)	-	-	20,000
Total	**-**	**-**	**20,000**

7.2 Trade receivable

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(i) Exceeding 6 months from payment due date			
-Unsecured, considered good	104,723	80,062	222,298
(ii) Other receivables			
-Unsecured, considered good	84,442	173,479	72,254
-Unsecured, considered doubtful	6,692	5,364	2,104
Less : Provision for doubtful debts	(6,692)	(5,364)	(2,104)
	189,165	**253,541**	**294,552**

a) Amount receivable from customers is considered due on raising of invoice.

b) Debts due by a limited liability company in which a director is a member - against which provision has been created

7.3 Cash and cash equivalent

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Balances with banks			
- in Current accounts	82,068	88,291	81,964
- in Fixed deposit with maturity of upto 3 months	42,817	-	-
Cash on hand	91	11	368
Total	**124,976**	**88,302**	**82,332**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

7.4 Bank balance

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Balances with banks			
- in Fixed deposit with maturity of upto 3-12 months (under lien)	47,131	61,109	59,143
- in Fixed deposit with maturity of upto 3-12 months	100	5,000	1,490
Earmarked balances			
- Unclaimed dividend	-	11	11
	47,231	66,120	60,644

7.5 Loans

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Unsecured, considered good unless otherwise stated			
Related parties			
Loan to holding company (refer note (i))	9	60,009	80,000
Loan to subsidiaries, joint venture and associates	-	-	2,729
Loans to other parties (refer note ii)	25,000	-	25,000
Security deposit			
Earnest money deposit	2,302	2,081	2,551
Others.	618	1,146	5,851
Advance to employees	1,112	287	1,403
Total	29,041	63,523	117,534

Note

(i) Loan has been given to holding company in earlier years and was repaid in the current financial year.

(ii) Loan was given to Vasundhara International, a sole proprietary concern on 3rd April, 2017 for general corporate purposes for a period of two years at interest rate of 13% per annum.

7.6 Other financial assets

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Interest accrued on loan to holding company	1,191	41	2,506
Interest accrued on deposits with bank	1,813	2,584	3,748
Interest accrued on loan to others	731	-	-
Unbilled revenue	40,824	36,717	33,884
Total	44,559	39,342	40,138

8 Current tax asset (net)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance payment of taxes (net) (Net of provision FY 17-18 - Rs 21,140; FY 16-17 - Rs 21,140 ; 1st April 2016 - Rs 21,140)	77,673	71,910	66,177
Total	77,673	71,910	66,177

9 Other current asset

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance to suppliers	17,655	16,319	5,439
Prepaid expenses	5,496	3,529	2,391
Other advances recoverable in kind	400	400	244
Balance with statutory authorities	62,304	14,341	5,639
Total	85,855	34,589	13,713

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

10 Equity Share Capital

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Authorised:			
20,00,000 Equity Shares of Rs.10/- each	20,000,000	20,000	20,000
Issued, subscribed and fully paid up :			
18,20,892 (previous year 18,20,892) equity shares of Rs.10/- each	18,209	18,209	18,209
Total	18,209	18,209	18,209

(i) **Reconciliation of number and amount of equity shares outstanding:**

	No. of shares	Amount
As at 1st April 2016	1,820,892	18,209
Movement during the year	-	
As at 31st March, 2017	1,820,892	18,209
Movement during the year	-	
As at 31st March, 2018	1,820,892	18,209

(ii) **Details of shareholders holding more than 5% shares in the company**

Particulars	As at 31st, March 2018		As at 31st, March 2017		As at 1st, April 2016	
	No. of shares	% of holding	No. of shares	% of holding	No. of shares	% of holding
Revathi Equipment Ltd. (the Holding Company)	1,401,860	1	1,401,860	1	1,401,860	1
B. S. Aswathnarayan	97,390	0	97,390	0	97,390	0
T. S. Gururaj	95,851	0	95,851	0	95,851	0
	1,595,101	1	1,595,101	1	1,595,101	1

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(iii) **Rights, preferences and restrictions attached to equity shares**

a) The Company has one class of equity shares having par value of Rs 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation the equity shareholders are eligible to receive the remaining assets after discharging all liabilities of the Company, in proportion to their shareholding.

b) During the year ended 31st March, 2018 the amount of dividend per share recognised as distribution to equity shareholder was Rs. NIL (FY 16-17 Rs. NIL; 1st April 2016 Rs Nil.)

c) The company has not issued any shares for considration other than cash including bonus share and shares brought back during the period of five years immediately preceeding the reporting date.

11 OTHER EQUITY

₹ in '000

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
General reserve			
Restated balance at beginning of the year	164,127	164,127	164,127
Changes during the year	-	-	-
Closing Balance	164,127	164,127	164,127
Retained earnings			
Restated balance at beginning of the year	248,651	329,295	329,295
Add : (Loss)/Profit for the year	(45,835)	(80,644)	-
Balance at the end of the year	202,816	248,651	329,295
Foreign currency translation reserve (FCTR)			
Restated balance at beginning of the year	2,818	-	-
Additions during the period	(1,815)	2,818	-
Balance at the end of the year	1,004	2,818	-
Actuarial Gain/(Loss)			
Restated balance at beginning of the year	1,868	-	-
Additions during the period	2,646	1,868	-
Balance at the end of the year	4,515	1,868	-
Total	372,461	417,465	493,422

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

12 Financial liability : Non current

12.1 Borrowings

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Secured at amortised cost			
From bank			
- Term Loan	353	698	920
Total	353	698	920

(i) Term loan from ICICI bank, taken @ 14.5% is secured by Mortgage of flat at Sikanderabad and is repayable in equated monthly instalments (EMI) of Rs. 29,676 each (starting from November 2005 for a period of 177 months)

12.2 Other financial liability

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Retention money payable	8,390	5,792	1,488
Total	8,390	5,792	1,488

13 Non current provision

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision for employee benefits			
Provision for gratuity	24,563	33,120	29,652
Provision for leave salary	3,557	3,195	2,531
	28,120	36,315	32,183

14 Financial Liability : Current

14.1 Borrowings

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Secured - at amortised cost			
- Cash credit / WCDL (refer note (iii))	-	20,010	-
Unsecured - at amortised cost			
- From body corporate (refer note (ii))	-	-	40,000
- From related party (refer note (i))	27,155	19,885	14,859
Total	27,155	39,895	54,859

Note

(i) The loan is taken from the subsidiary company carrying interest @ 8% p.a and is repayable on demand.

(ii) The above loan was taken from Hari Investment Pvt Ltd carrying interest @ 12% p.a. The loan has been repaid in April 2016

(iii) The borrowing is secured by First Pari Pasu charge on the current assets of the company along with Lakshmi Vilas Bank and FDR for Rs. 4 Crore has been marked as lien in favour of Yes Bank Ltd.

14.2 Trade payables

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
a) Micro, small and medium enterprises*	-	-	-
b) Others	101,984	118,776	84,673
Total	101,984	118,776	84,673

Based on the information availaible with the company, there are no supplier as defined under the " Micro, Small and Medium Enterprise Development Act, 2006". Hence the disclosure as required in section 22 of the said Act has not been given in these accounts. This information has been relied on by the auditors.

14.3 Other Financial Liability

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Current maturities of long term borrowings	288	264	452
Expenses payable	43,102	15,431	16,392
Total	43,390	15,695	16,844

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

15 Short term provisions

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision for employee benefits			
Provision for gratuity	3,634	4,887	6,520
Provision for leave salary	1,296	859	649
Provision for contingency *	12,400	12,400	12,400
Total	17,330	18,146	19,569

*Claim made by a client which is under dispute.

16 Other current liability

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance from clients	-	2,823	8,806
Statutory liabilities	30,091	11,398	10,628
Others	20,794	31,548	33,797
Total	50,885	45,769	53,231

S.S. KOTHARI MEHTA & CO. * NEW DELHI * CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

17 Revenue from operations

₹ in '000

	Year ended 31st March 2018	Year ended 31st March 2017
(i) **Sale of services**		
Engineering consultancy and project management charges	314,263	378,562
Work contract services	646,159	277,417
Total	**960,422**	**655,979**

18 Other Income

	Year ended 31st March 2018	Year ended 31st March 2017
Interest Income from		
- Interest from FDs	7,075	5,253
- Income tax refund	2,881	1,921
- Loans & advances	6,463	13,791
Profit on sale of current investments	-	1,222
Bad debts recovered	410	85
Sundry balances/provision no longer required written back	3,337	18,338
Profit/Loss on sale of PPE (net)	157	48
Miscellaneous income	1,325	673
Total	**21,648**	**41,331**

19 Cost of services

	Year ended 31st March 2018	Year ended 31st March 2017
Works contract expenses	535,084	217,113
Total	**535,084**	**217,113**

20 Employee benefit expense

	Year ended 31st March 2018	Year ended 31st March 2017
i. Salaries, wages, allowances & commission	283,292	293,795
ii. Contribution to gratuity, provident & other funds	22,840	21,500
iii. Staff welfare expenses	3,319	4,486
Total	**309,451**	**319,781**

21 Finance cost

	Year ended 31st March 2018	Year ended 31st March 2017
Interest expenses	3,030	4,678
Interest on delay in payment of statutory dues	343	1,108
Total	**3,373**	**5,786**

22 Depreciation & amortization expenses

	Year ended 31st March 2018	Year ended 31st March 2017
i. Tangible assets	4,312	2,698
ii. Intangible assets	1,743	2,374
Total	**6,055**	**5,072**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

23 Other Expenses

	Year ended 31st March 2018	Year ended 31st March 2017
Power & fuel	3,888	4,252
Rent	16,882	17,894
Repairs on others	4,744	8,049
Insurance	1,140	1,328
Rates & taxes	3,545	11,472
Bad debts written off	8,803	9,658
Provision for advances to related party	-	19,643
Training & Seminar Expense	819	549
Travel & conveyance	27,350	25,136
Vehicle maintenance	528	1,620
Bank charges	3,197	2,894
Postage & telephone	4,040	4,865
Loss on sale of Investment	301	-
Printing & stationery	3,115	3,766
Foreign exchange difference (loss)	166	180
Corporate Social Responsibilites	150	1,422
Sundry balances written off	7,433	7,408
Professional expense	90,520	114,318
Miscellaneous expenses	5,307	6,879
Total	**181,929**	**241,331**

24 Tax Expense

Current tax	-	-
- Income tax relating to earlier years	-	10,714
Deffered tax expense	(7,986)	(21,843)
	(7,986)	**(11,129)**

25 Other Comprehensive Income

Item that will be reclassified to profit or loss		
Foreign currency translation reserve	(1,815)	2,818
Item that will not be reclassified to profit or loss		
Actuarial gain / (loss) on defined benefit obligation	3,576	2,857
Total	**1,761**	**5,675**

26 Earnings per share

Face value of equity Shares (in Rs.)		
Total number of equity shares outstanding	1,820,892	1,820,892
Weighted average number of equity shares in calculating basic and diluted EPS	1,820,892	1,820,892
Countinued Operation		
Net profit for calculation of basic and diluted EPS		
EPS (Basic & Diluted)	(45,835)	(80,644)
	(0)	(0)
Discountinued Operation		
Net profit for calculation of basic and diluted EPS (Rs. In '000)	-	-
EPS (Basic & Diluted)	-	-
Total Operations		
Net profit for calculation of basic and diluted EPS (Rs. In '000)		
EPS (Basic & Diluted)	(45,835)	(80,644)
	(0)	(0)

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

27 Contingent liabilities (not provided for) in respect of:

(₹ in '000)

S.N.	Particulars	2017-18	2016-17	1st April, 2016
a)	Bank Guarantees	28,017	203,115	157,384
b)	Service tax demands	5,899	1,049	2,777
c)	TDS demands	1,577	1,550	-
d)	Claims against the Company not acknowledged as debts	11,772	-	-
	Total	**47,265**	**205,714**	**160,161**

28 Capital and other commitments:

(₹ in '000)

S.N.	Particulars	2017-18	2016-17	1st April, 2016
a)	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	Nil	Nil	Nil
b)	Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advances)	Nil	Nil	Nil

29 Remuneration paid to Auditors : (Included under Professional expenses (Refer Note 23))

(₹ in '000)

Particulars	2017-18	2016-17
Statutory auditor	675	675
Other services	120	120
Reimbursement of expenses	150	150
Total	**945**	**945**

30 Details of Dues to Micro and Small Enterprises as per MSMED Act, 2006 to the extent of information available with the Company

(₹ in '000)

S.N.	Particulars	2017-18	2016-17	2015-16
a)	Principal amount and Interest due thereon remaining unpaid to any supplier as at end of each	-	-	-
b)	Interest paid by the Company in terms of Section 16 of the MSMED Act along with the amounts of the	-	-	-
c)	the amount of interest due and payable for the year of delay in making payment (which have been paid	-	-	-
d)	the amount of interest accrued and remaining unpaid	-	-	-
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date	-	-	-
	Total	-	-	-

31 Expenditure in foreign currency (accrual basis):

(₹ in '000)

Particulars	2017-18	2016-17
Travelling	1,429	741
Rent	1,626	-
Professional fee and other expenses	44,229	31,295

32 Earnings in foreign currency (accrual basis):

(₹ in '000)

Particulars	2017-18	2016-17
Engineering, consultancy, project management charges	57,867	46,799

33 Segment Information

(i) General Disclosure

The company operates mainly in one business segment viz. engineering, consultancy for commercial and industrial projects being primary segment and all other activities revolve around the main activity. The secondary segment is geographical, information related to which is given under.

The above reportable segments have been identified based on the significant components of the enterprise for which discrete financial information is available and are reviewed by the Chief operating decision maker (CODM) to assess the performance and allocate resources to the operating segments.

(ii) Entity wide disclosure required by IND AS 108 are made as follows:

a) **Revenues (including other income) from sale of products to external customers**

(₹ in '000)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
India	924,204	650,512
Outside India	57,867	46,799

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

b) **Segment Assets**

Total of non-current assets other than financial instruments, investment in subsidiaries, joint ventures and associate and deferred tax assets broken down by location of the assets, is shown below:

(₹ in '000)

Segment Assets	Year ended March 31, 2018	Year ended March 31, 2017	Year ended April 1, 2016
India	15,965	51,878	33,555
Outside India	1,913	1,488	642

(iii) **Information about major customers:**

No single customer contributed 10% or more of the total revenue of the Company for the year ended 31st March, 2018 and 31st March, 2017

34 Gratuity and Other Post Employment Benefit Plans

Gratuity

Gratuity (being partly administered by a Trust) is computed as 15 days salary, for every recognized retirement / termination / resignation. The Gratuity plan for the company is a defined benefit scheme where annual contributions as per actuarial valuation are charged to the Statement of profit and loss.

The Provident Fund is a defined contribution scheme whereby the company deposits an amount determined as a fixed percentage of basic pay with the Regional Provident Fund Commissioner.

The Company also has a leave encashment scheme with defined benefits for its employees. The Company makes provision for such liability in the books of accounts on the basis of year end actuarial valuation. No fund has been created for this scheme.

For summarizing the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for the respective plans, the details are as under

A. Statement of profit and loss

Net employee benefit expense

(₹ in '000)

Particulars	2017-18		2016-17	
	Gratuity (funded)	Leave encashment	Gratuity (funded)	Leave encashment
Current Service cost	3,740	1,887	5,325	2,224
Net Interest cost	2,715	193	3,034	241
Expected return on plan assets	(264)		(490)	
Net actuarial (gain) / loss to be recognized	(3,576)	(743)	(2,857)	(2,800)
Past service cost (vested benefits)	2,485		963	89
Expenses Recognized in the statement of Profit & Loss	5,100	1,337	5,975	(246)

B. Balance Sheet

(i) Details of Plan assets/ (liabilities) for gratuity and Leave Encashment

(₹ in '000)

Particulars	2017-18		2016-17	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Defined benefit obligation	31,260	4,853	41,786	2,224
Fair value of plan assets	3,063	-	3,780	-
Net Asset/(Liability) recognized in the Balance Sheet	28,197	4,853	38,006	2,224

(ii) Changes in the present value of the defined benefit obligation are as follows:

(₹ in '000)

Particulars	2017-18		2016-17	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Opening defined benefit obligation	41,786	4,055	41,624	3,970
Interest cost	2,715	193	3,034	241
Current service cost	3,740	1,887	5,325	2,224
Past service cost (vested benefits)	2,485	-	963	89
Actuarial (gains)/losses on obligation	(3,771)	(743)	(2,854)	(2,800)
Benefit paid	(15,695)	(539)	(6,306)	331
Closing defined benefit obligation	31,260	4,853	41,786	4,055

(iii) Changes in the fair value of plan assets (gratuity) are as follows:

(₹ in '000)

Particulars	2017-18	2016-17
Opening fair value of plan assets	3,780	5,451
Actual return on Plan Assets	264	490
Contribution during the year	14,125	2,696
Benefit paid	(14,911)	(4,860)
Actuarial gain / (loss) on plan assets	(195)	3
Closing fair value of plan assets	3,063	3,780

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

(iv) The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Particulars	2017-18 %	2016-17 %
Discount rate (%)	7%	7%
Expected salary increase (%)	8%	10%
Demographic Assumptions		
Retirement Age (year)	6000%	6000%
Attrition / Withdrawal rate (per annum)	20%	20%
Mortality rate	100%	100%

The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. The above information is certified by Actuary.

v. Contribution to defined contribution plans:

Particulars	2017-18	2016-17
Provident fund	19,264	15,700

vi Sensitivity analysis of the defined benefit obligation:

Particulars	2017-18		2016-17	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Impact of the change in discount rate				
Present value of obligation at the end of the period	31,260	4,853	41,786	4,055
Impact due to increase of 0.50%	156	24	209	20
Impact due to decrease of 0.50%	(156)	(24)	(209)	(20)
Impact of the change in salary increase				
Present value of obligation at the end of the period	31,260	4,853	41,786	4,055
Impact due to increase of 0.50%	156	24	209	20
Impact due to decrease of 0.50%	(156)	(24)	(209)	(20)

Sensitivities due to mortality & withdrawals are insignificant & hence ignored.

vii Other comprehensive income (OCI):

(₹ in '000)

Particulars	2017-18		2016-17	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Net cumulative unrecognized actuarial (gain)/loss	(2,857)	(2,800)	-	-
Actuarial (gain)/loss for the year on PBO	(3,771)	(743)	(2,854)	(2,800)
Actuarial (gain)/loss for the year on plan asset	195	-	(3)	-
Unrecognized actuarial (gain)/loss at the end of the year	-	-	-	-
Total actuarial (gain)/loss at the end of the year	**(6,433)**	**(3,543)**	**(2,857)**	**(2,800)**

35 Related Party Transactions

a) List of Related Parties

i. Subsidiaries, Associates and Joint Venture of the Company

Name	Status
Semac Qatar WLL	Joint Venture (Qatar)
Semac & Partners LLC	Subsidiary Company (Muscat)

ii. Holding company

Name	Status
Revathi Equipment Limited	Holding Company
Renaissance Advanced Consultancy Ltd	Ultimate Holding company

iii Key Management Personnel of the Company

Name	Status
Mr. Chaitanya Dalmia	Director till 31st March 2018
Mr. Abhishek Dalmia	Additional Director, w.e.f. 1st December 2017
Mrs. Deepali Dalmia	Additional Director, w.e.f. 31st March 2018
Mr Ramesh Pangasa	Managing Director till 29th April 2016
Mr Vikas Jain	Chief Financial officer and Company Secretary w.e.f. 18th November, 2016
Mr Rohit Sharda	Chief Executive Officer till 31st January, 2017
Mr. Pawan Maini	Chief Executive Officer, w.e.f. 3rd April 2017

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

iv Relatives of Key Management personnel

Name	Relation
Smt. V Pangasa	Wife of Mr Ramesh Pangasa
Mr. Nitin Pangasa	Son of Mr Ramesh Pangasa
Ms. Priyamvada Dalmia	Daughter of Mr. Abhishek Dalmia & Mrs Deepali Dalmia, w.e.f. 1st December 2017

v. Enterprises where Key managerial personnel or their relatives have significant influence
Semac Construction Technologies India LLP (SCTILLP), formerly Renaissance Construction Technologies India LLP (RCTILLP)

b) The following transactions were carried out with related parties in the ordinary course of business:

Nature of Relationship	Name of Related Party	Nature of Transaction	For the year ended 31-Mar-18	For the year ended 31-Mar-17
Key Management Personnel	Mr. Ramesh Pangasa	Salary & Perquisites	-	450
	Mr. Nitin Pangasa		-	201
	Mr. Vikas Jain (CFO)		5,913	5,375
	Mr. Rohit Sharda (CEO)		-	7,860
	Mr. Pawan Maini (CEO)		27,500	-
	Ms. Priyamvada Dalmia		2,016	-
Relatives of Key Management personnel	Smt. V. Pangasa	Rent	-	40
Enterprises where Key managerial personnel or their relatives have significant influence	Semac Construction Technologies India LLP (SCTILLP)	Professional fees / reimbursement of expenses	103,587	16,186
Holding company	Revathi Equipment Limited	Interest Income	1,277	10,970
Subsidiaries, Associates and Joint Venture of the Company	Semac LLC	Interest Expense	1,844	1,466
		Professional charges/reimbursement of expenses claimed	2,107	1,442
	Semac Qatar WLL	Consultancy Income	-	109

c) **Balances Outstanding at Year End:**

Nature of Relationship	Name of Related Party	Nature of Transaction	31-Mar-18	31-Mar-17	1-Apr-16
Enterprises where Key managerial personnel or their relatives have significant influence	Semac Construction Technologies India LLP (SCTILLP)	Trade Receivable	5,671	1,920	234
		Trade Payable	5,633	4,059	-
Holding company	Revathi Equipment Limited	Advance Given	9	60,000	80,000
		Interest Receivable	1,191	41	2,506
Subsidiaries, Associates and Joint Venture of the Company	Semac LLC	Loan taken	27,155	19,885	14,859
		Trade Receivable	1,327	477	-
		Investment	663	663	663
	Semac Qatar WLL	Short term loans	862	19,629	18,768
		Provision for Diminution	(862)	(19,629)	-
		Net Amount	-	-	18,768
		Trade receivables	188	269	126
		Provision for Doubtful Debts	(188)	(269)	-
		Net Amount	-	-	126
		Investments	1,172	1,172	1,172
		Less: Provision	(1,172)	(1,172)	(1,172)
		Net Amount	-	-	-

36 Leases

(i) **Obligations under finance leases**
The company has no leasing arrangement in the nature of finance lease except land.

(ii) **Operating lease arrangements**
Office premises are taken on operating lease. There is no escalation clause in the lease agreement

(a) **Payments recognised as expense**

Particulars	2017-18	2016-17
Minimum lease payment	16,882	17,894

(b) **Non-cancellable operating lease commitments**
All the operating lease arrangements are cancellable, having a lease period of 3-5 years and are usually renewable by mutual consent on mutually agreeable terms.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

37 Disclosures as required by Indian Accounting Standard (Ind AS) 37:- Provisions, Contingent liabilities and Contingent assets :

There are no present obligations requiring provisions in accordance with the guiding principles as enunciated in Ind As 'Provisions, Contingent Liabilities & Contingent Assets except as given under

Due to ongoing legal proceeding with the Semac Qatar W.L.L. , a joint venture with a controlling share of 49 %, the company has created the provision for the loan and receivables in accordance with the requirement of Ind AS 37.

38 Impairment Review

Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or groups of CGUs within the Company at which the assets are monitored for internal management purposes, within an operating segment. The impairment assessment is based on higher of value in use and value from sale calculations. During the year, the testing did not result in any impairment in the carrying amount of other assets. The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations are:-
(i) Operating margins (Earnings before interest and taxes), (ii) Discount Rate, (iii) Growth Rates and (iv) Capital Expenditure

39 Expenditure incurred on Corporate Social Responsibilities

(a) Gross amount required to be spent by the company during the year ₹ 100 (previous year ₹ 1,422)
(b) Amount spent during the year on

CSR Activities	In Cash	Yet to be paid in cash	Total
(i) Construction / acquisition of any asset	-	-	-
(ii) On purpose other than (i) above	150 (1,422)	- -	150 (1,422)

(figure in bracket pertain to previous year)

40 Events occurring After the Balance Sheet date
No adjusting or significant non adjusting events have occurred between the reporting date and date of authorization of financial statements

S.S. KOTHARI MEHTA & CO.
NEW DELHI
CHARTERED ACCOUNTANTS

41 Financial Risk Management

Financial Risk Factors

The Company's operational activities expose to various financial risks i.e. market risk, credit risk and risk of liquidity. The Company realizes that risks are inherent and integral aspect of any business. The primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Company's senior management oversees the management of these risks and devise approrpiate risk management framework for the Company. The senior management provides assurance that the 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

A 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. The Company is exposed to the risk of movements in interest rates and foreign currency exchange rates that affects its assets, liabilities and future transactions. The Company is exposed to following key market risks:

i. Interest Rate 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. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term borrowings obligations in the nature of cash credit.

₹ in '000

Particulars	Fixed Rate Borrowing	Variable Rate Borrowing	Total Borrowing
As at March 31, 2018	27,796	-	27,796
As at March 31, 2017	20,847	20,010	40,857
As at April 1, 2016	56,231	-	56,231

Sensitivity analysis - For loating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year.

Sensitivity on variable rate borrowings	Impact on Profit & Loss Account	
	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Interest rate increase by 0.25%	(52)	(50)
Interest rate decrease by 0.25%	52	50

ii. Foreign Currency Risk :

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuates because of changes in foreign exchange rates. As the Company operates internationally through a branch office in Dubai it has exposure to the risk of change in foreign exchange on account of foreingn operations. In addition to this, the entity has also exported / imported professional and management services giving rise to foreing receivables / paybles.

The details of foreign currency exposure is as follows:

Particulars	Trade Receivable		Trade Payables	
	In FC in '000	Rs in '000	In FC in '000	Rs in '000
Unhedged foreign currency exposures				
Foreign Exposure as at 31st March 2018				
US Dollars	763	49,448	104	6,763
Euro	-	-	45	3,633
Foreign Exposure as at 31st March 2017				
US Dollars	738	47,803	108	7,008
Euro	-	-	105	6,569
Foreign Exposure as at 1st April 2016				
US Dollars	969	64,121	10	661
Euro	-	-	250	18,725

Rate Sensitivity

Sensitivity analysis is computed based on the changes in the income and expenses in foreign currency upon conversion into functional currency, due to exchange rate fluctuations between the previous reporting period and the current reporting period.

₹ in '000

Particulars	Increase / Decrease in basis points	Impact on Profit & Loss Account	
		For the year ended 31st March, 2018	For the year ended 31st March, 2017
USD Sensitivity	+ 50 basis points	329	315
	- 50 basis points	(329)	(315)
Euro Senitivity	+ 50 basis points	(23)	(53)
	- 50 basis points	23	53

* Holding all other variable constant

S.S. KOTHARI MEHTA & CO.
NEW DELHI
CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

B Credit risk:

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and advances to suppliers) and from its financing activities, including deposits and other financial instruments

To manage this, Company periodically assesses the financial reliability of customers, taking into account factors such as credit track record in the market and past dealings with the Company for extension of credit to customer Company monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. An impairment analysis is performed at each quarter end on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note 3.18. The Company evaluates the concentration of risk with respect to trade receivables as low, the trade receivables are located in several jurisdictions and operate in largely independent markets.

The ageing of trade receivable is given below:

₹ in '000

Particulars	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	Upto 6 months	More than 6 months	Upto 6 months	More than 6 months	Upto 6 months	More than 6 months
Gross carrying amount (A)	91,134	104,723	178,843	80,062	74,359	222,298
Expected Credit Losses (B)	(6,692)	-	(5,364)	-	(2,104)	-
Net Carrying Amount (A-B)	**84,442**	**104,723**	**173,479**	**80,062**	**72,254**	**222,298**

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved authorities. Credit limits of all authorities are reviewed by the management on regular basis. All balances with banks and financial institutions is subject to low credit risk due to good credit ratings assigned to the Company. The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2018, March 31, 2017 and April 1, 2016 is the carrying amounts as illustrated in note 44

C Liquidity risk:

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company's cash flow is a mix of cash flow from collections from customers on account of engineering services. The other main component in liquidity is timing to call loans/ funds and optimization of repayments of loans installment, interest payments.

Table hereunder provides the current ratios of the Company as at the year end

₹ in '000

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Total current assets	598,500	617,327	695,090
Total current liabilities	240,744	238,281	229,176
Current ratio	2	3	3

The table below summarises the maturity profile of the Company's financial liabilities based on contracted undiscounted payments (excluding transaction cost on borrowings).

₹ in '000

	Particulars	Payable on demand	Less than 1 year	More than 1 year	Total
I	**As at 31st March, 2018**				
(i)	Borrowings	27,155	288	353	27,796
(ii)	Other Financial Liability	43,102	-	8,390	51,493
(iii)	Trade and other payble	-	101,984	-	101,984
	Total	**70,258**	**102,272**	**8,743**	**181,273**
II	**As at 31st March, 2017**				
(i)	Borrowings	39,895	264	698	40,857
(ii)	Other Financial Liability	15,431	-	5,792	21,224
(iii)	Trade and other payble	-	118,776	-	118,776
	Total	**55,327**	**119,040**	**6,490**	**180,857**
III	**As at 1st April, 2016**				
(i)	Borrowings	54,859	452	920	56,231
(ii)	Other Financial Liability	16,392	-	1,488	17,880
(iii)	Trade and other payble	-	84,673	-	84,673
	Total	**71,251**	**85,125**	**2,407**	**158,784**

42 Financial Instrument - Disclosure

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

Financial Assets

Sl. No	Particulars	Note	Fair value hierarchy	As at March 31, 2018 Carrying Amount	As at March 31, 2018 Fair Value	As at March 31, 2017 Carrying Amount	As at March 31, 2017 Fair Value	As at April 1, 2016 Carrying Amount	As at April 1, 2016 Fair Value
1	**Financial asset at FVTPL**								
	Current								
	Investments in Mutual Funds	A		-		-		20,000	
2	**Financial asset at FVTOCI**	B							
	Non Current								
	Investments in Equity Shares			36	36	36	36	36	36
3	**Financial assets designated at amortised cost**								
	Non Current								
a)	Investment in debentures			-	-	30,000	30,000		
b)	Loans			5,142		5,599		24,979	
c)	Other financial assets			-		3,718		15,162	
	Current								
a)	Trade receivables			189,165		253,541		294,552	
b)	Cash and cash equivalents			124,976		88,302		82,332	
c)	Bank balances			47,231		66,120		60,644	
d)	Loans			29,041		63,523		117,534	
e)	Other financial assets			44,559		39,342		40,138	
4	**Investment in subsidiary companies and associate (At Cost)**	C		663		663		663	
	Total		-	**440,813**	**36**	**550,845**	**30,036**	**656,040**	**36**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018
Financial Liabilities

Sl. No	Particulars	Note	Fair value hierarchy	As at March 31, 2018		As at March 31, 2017		As at April 1, 2016	
				Carrying Amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair Value
1	**Financial liability designated at amortised cost**	D							
	Non Current								
a)	Borrowings			353	-	698	-	920	-
b)	Other Financial Liability			8,390	-	5,792	-	1,488	-
	Current								
a)	Borrowings			27,155	-	39,895	-	54,859	-
b)	Trade payables			101,984	-	118,776	-	84,673	-
c)	Other financial liabilities			43,390	-	15,695	-	16,844	-
	Total			**181,273**	-	**180,857**	-	**158,784**	-

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

A Company has opted to fair value its Financial asset through profit & loss.
B Company has opted to fair value its financial asset through other comprehensive income.
C As per Para D-15 of Appendix D of Ind AS 101, the first time adopter may chose to measure its investment in subsidiaries, JVs and Associates at cost or at fair value. Company has opted to value its investments in subsidiaries, JVs and Associates at cost.
D Company has adopted effective rate of interest for calculating interest. This has been calculated as the weighted average of effective interest rates calculated for each loan. In addition processing fees and transaction cost relating to each loan has also been considered for calculating effective interest rate.
* The carrying amounts are considered to be the same as their fair values due to short term nature.

Fair value hierarchy
Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 - Inputs other than quoted prices included within 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 assets or liabilities that are not based on observable market data (unobservable inputs).

43 Capital Management

For the purpose of the Company's capital management, equity includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders and net debt includes interest bearing loans and borrowings less current investments and cash and cash equivalents. The primary objective of the Company's capital management is to safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, internal accruals, long term borrowings and short term borrowings. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Debt (i)	27,796	40,857	56,231
Cash and cash equivalents	124,976	88,302	82,332
Net Debt	(97,180)	(47,445)	(26,101)
Total Equity	390,670	435,674	511,631
Net debt to equity ratio (Gearing Ratio)	(0)	(0)	(0)

(i) Debt is defined as long-term and short-term borrowings

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

44 Transition to Ind As

First-time adoption of Ind AS

These financial statements, for the year ended March 31, 2018 are the first the Company has prepared in accordance with Ind AS. For periods up to and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on March 31, 2018, together with the comparative period data as at and for the year ended March 31, 2017, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at 1 April 2016, being the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at April 01, 2016 and the financial statements as at and for the year ended March 31, 2017.

This note explains the principal adjustments made by the Company and an explanation on how the transition from the previous GAAP to Ind AS has affected its financial statements, including the Balance Sheet as at 1st April, 2016 and the financial statements for the year ended 31st March, 2017.

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from the previous GAAP to Ind AS:

a. Deemed cost

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for a class of its property, plant and equipment as recognised in the financial statements as on the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost on the date of transition. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets.

The Company has elected to continue with the carrying value of all classes of its property, plant and equipment and intangible assets, recognised as of April 1, 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

b Leases

Appendix C to Ind AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind AS 17, this assessment should be carried out at the inception of the contract or arrangement. Ind AS 101 provides an option to make this assessment on the basis of facts and circumstances existing on the date of transition to Ind AS, except where the effect is expected to be not material.

c Investment in subsidiary, associate, joint venture

Ind AS 27 requires an entity to account for its investments in subsidiaries and associates either at cost or in accordance with Ind AS 109. Ind AS 101 provides an option to measure such investments as at the date of transition to Ind AS either at cost determined in accordance with Ind AS 27 or deemed cost, where deemed cost shall be its fair value as at date of transition to Ind AS or previous GAAP carrying amount as at that date.

d. Designation of previously recognised financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at FVOCI on the basis of the facts and circumstances on the date of transition to Ind AS. The Company has elected to apply this exemption for its investment in equity investments.

e De-recognition of financial assets and liabilities

Ind AS 101 requires a first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first-time adopter to apply the de-recognition requirements in Ind AS 109 retrospectively from a date of the entity's choosing, provided that the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognised as a result of past transactions was obtained at the time of initially accounting for those transactions. The Company has applied the de-recognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after April 1, 2016 (the transition date).

f Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

g Impairment of financial assets

The Company has applied the impairment requirements of Ind AS 109 retrospectively; however, as permitted by Ind AS 101, it has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments were initially recognised in order to compare it with the credit risk at the transition date. Further, the Company has not undertaken an exhaustive search for information when determining, at the date of transition to Ind ASs, whether there have been significant increases in credit risk since initial recognition, as permitted by Ind AS 101.

h Cumulative Translation Difference

Ind AS 21 require to recognise some translation differences in other comprehensive income and accumulate these in a separate component of equity. However a first-time adopter need not comply with these requirements for cumulative translation differences that existed at the date of transition to Ind AS.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

Reconciliation of equity as previously reported under IGAAP to IND AS as at April 01, 2016

	As at 1-Apr-16 ₹ in '000 IGAAP	As at 1-Apr-16 ₹ in '000 Adjustment	As at 1-Apr-16 ₹ in '000 As Per IND AS
Assets			
Non - current assets			
Property, plant and equipment	12,118	(0)	12,118
Other intangible assets	5,528	0	5,528
Financial assets			
Investments	1,368	-	1,368
Loans	72,090	(47,111)	24,979
Others Financial Asset	-	15,162	15,162
Deferred tax assets (net)	20,499	-	20,499
Other non - current assets	57,417	(56,765)	653
	169,021	**(88,714)**	**80,307**
Current assets			
Financial assets			
Investments	20,000	-	20,000
Trade receivables	294,553	(1)	294,552
Cash and cash equivalents	104,296	(21,964)	82,332
Bank Balances	-	60,644	60,644
Loans	141,826	(24,292)	117,534
Others	40,138	-	40,138
Current tax assets (net)	-	66,177	66,177
Other current assets	-	13,713	13,713
	600,813	**94,277**	**695,090**
Total Assets	**769,834**	**5,563**	**775,397**
Equity and liabilities			
Equity			
Equity share capital	18,209	-	18,209
Other equity	493,496	(74)	493,422
	511,705	**(74)**	**511,631**
Liabilities			
Non - current liabilities			
Financial liabilities			
Borrowings	920	-	920
Other financial liabilities	-	1,488	1,488
Provisions	32,183	-	32,183
	33,103	**1,488**	**34,591**
Current liabilities			
Financial liabilities			
Borrowings	54,859	-	54,859
Trade payables	86,161	(1,488)	84,673
Other financial liabilities		16,844	16,844
Provisions	19,569	-	19,569
Other current liabilities	64,436	(11,205)	53,231
	225,025	**4,151**	**229,177**
Total Equity & Liabilities	**769,834**	**5,564**	**775,398**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

Reconciliation of equity as previously reported under IGAAP to IND AS as at March 31, 2017

	As at 31-Mar-17 ₹ in '000 IGAAP	As at 31-Mar-17 ₹ in '000 Adjustment	As at 31-Mar-17 ₹ in '000 As Per IND AS
Assets			
Non - current assets			
Property, plant and equipment	13,344	-	13,344
Other intangible assets	3,725	0	3,725
Financial assets			
Investments	31,368	-	31,368
Loans	76,862	(71,263)	5,599
Others	-	3,718	3,718
Deferred tax assets (net)	41,352	-	41,352
Other non - current assets	4,743	(4,416)	327
	171,395	**(71,961)**	**99,434**
Current assets			
Financial assets			
Trade receivables	253,541	-	253,541
Cash and cash equivalents	154,423	(66,120)	88,302
Bank Balances	-	66,120	66,120
Loans	98,112	(34,589)	63,523
Others	-	39,342	39,342
Current tax assets (net)	-	71,910	71,910
Other current assets	39,342	(4,754)	34,589
	545,417	**71,910**	**617,327**
Total Assets	**716,812**	**(51)**	**716,761**
Equity And Liabilities			
Equity			
Equity share capital	18,209	-	18,209
Other equity	417,515	(51)	417,465
	435,724	**(51)**	**435,674**
Liabilities			
Non - current liabilities			
Financial liabilities			
Borrowings	698	-	698
Other financial liabilities	5,792	-	5,792
Provisions	36,315	-	36,315
	42,805	**-**	**42,805**
Current liabilities			
Financial liabilities			
Borrowings	39,895	-	39,895
Trade payables	118,776	-	118,776
Other financial liabilities	-	15,695	15,695
Provisions	18,146	-	18,146
Other current liabilities	61,464	(15,695)	45,769
	238,282	**-**	**238,282**
Total Equity & Liabilities	**716,812**	**(51)**	**716,761**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

Equity Reconcilation

	2,016	2,017
As Per IGAAP	493,496	417,515
Finance income on security deposit - Rent	-	349
Advance Rent amortized	-	(325)
Security Deposit (Operating Lease)	(74)	(74)
As Per IND AS	**493,422**	**417,465**

Statement of profit and loss for the year ended 31.03.2017

Particulars	**For the YE 31-Mar-17 ₹ in '000 IGAAP**	**For the YE 31-Mar-17 ₹ in '000 Adjustment**	**For the YE 31-Mar-17 ₹ in '000 As Per IND AS**
Revenue from operations	655,979	(0)	655,979
Other income	43,621	(2,289)	41,331
Total income	**699,599**	**(2,289)**	**697,310**
Expenses			
Cost of services	217,113	-	217,113
Employee benefits expenses	319,709	72	319,781
Finance costs	3,001	2,786	5,786
Depreciation and amortization expenses	5,072	(0)	5,072
Other expenses	240,825	505	241,331
Total expenses	**785,720**	**3,363**	**789,083**
Profit / (loss) before exceptional items and tax	(86,121)	(5,652)	(91,773)
Exceptional items			
Profit / (loss) before tax	(86,121)	(5,652)	(91,773)
Tax expense			
Current Tax	10,714	-	10,714
Deferred Tax	(20,854)	(989)	(21,843)
	(10,140)	**(989)**	**(11,129)**
Profit / (loss) from continuing operations	(75,981)	(4,663)	(80,644)
Profit / (loss) from discontinued operations	-	-	-
Tax expense of discontinued operations	-	-	-
Profit / (loss) from discontinued operations (after tax) (X - XI)	-	-	-
Profit / (loss) for the period	**(75,981)**	**(4,663)**	**(80,644)**
Other comprehensive income			
Items that will be reclassified to profit or loss	-	2,818	2,818
Income tax relating to items that will be reclassfied to profit or loss		-	
Items that will not be reclassified to profit or loss	-	2,857	2,857
Income tax relating to items that will not be reclassified to profit or loss	-	(989)	(989)
	-	**4,687**	**4,687**
Total comprehensive income for the period	**(75,981)**	**24**	**(75,957)**

Profit reconcilation for the year ended March 31, 2017

	Amount (₹ in '000)
Profit As per IGAAP March 31, 2017	**(75,981)**
Advance lease rent amortised	(325)
Finance income on security deposit (Operating Lease)	349
Transfer of gain on translation of foreign operation to OCI	(2,818)
Transfer of actuarial Gain to OCI	(2,857)
Tax Impact transferred to OCI	989
Profit As Per IND AS March 31, 2017	**(80,644)**

Footnotes to the reconciliation of equity as at 1st April, 2016 and 31st March, 2017 and Statement of Profit and Loss for the year ended 31st March, 2017 :

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

Financial Assets & Liabilities

The previous year's including figures as on the date of transition have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year including figures as at the date of transition are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

Other comprehensive income

Under the previous GAAP, the Company did not present total comprehensive income and other comprehensive income. Hence, it has reconciled the previous GAAP profit to profit as per Ind AS. Further, the previous GAAP profit is reconciled to other comprehensive income and total comprehensive income as per Ind AS.

Property, plant and equipment & Intangible Assets

Under Ind AS, the Company has elected to opt for cost model with respect to property, plant and equipments, capital work in progress and intangible asset.

Translation of Foreign Operations

Under IGAAP, differnces arising on account of translation of foreign operations into functional currency is recognised as gain or loss in the statement profit & loss account. However, in Ind AS such difference are to be recognised in other comprehensive income. Thus foreign currency transaltion gain of Rs 28.18 lakhs for the FY 16-17 has been recognized in other comprehensive income.

Trade Receivables

Under Indian GAAP, the Company has created provision for impairment of receivables consists only in respect of specific amount for incurred losses. Under Ind AS, impairment allowance has been determined based on Expected Loss model (ECL).

Investments

Under Indian GAAP, the company accounted for long term investments in unquoted equity shares as investment measured at cost less provision for other than temporary diminution in the value of investments.

In Ind As the investment in subsidiary, associate and joint venture, the Company has the option to account for investment in shares either at cost/deemed cost or FVTOCI or FVTPL as at the transition date.

As per the aforesaid alternatives, the Company has designated investment in the subsidiary (unquoted investment) and associate comapny at deemed cost i.e. the previous GAAP carrying amount less accumulated the impairment loss, if any, as at the date of transition.

Defined benefit obligation

Both under Indian GAAP and Ind AS, the company recognised costs related to its post-employment defined benefit plan on an actuarial basis. Under Indian GAAP, the entire cost, including actuarial gains and losses, are charged to profit or loss. Under Ind AS, remeasurements [comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets excluding amounts included in net interest on the net defined benefit liability] are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI. Thus, the employee benefit cost is increased by ₹ 28.57 lakhs on account to re-measurement gain for the FY 2016-17 and remeasurement gain on defined benefit plan has been recognized in the OCI, net of tax as at 31st March 2017.

Deferred tax Liability (net)

Previous GAAP required deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the year. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which were not required under the previous GAAP. Moreover, carryforward of unused tax credits are to be treated as deferred tax assets which was earlier considered as Other non-current non-financial assets.

Long term financial asset at amortised cost

Under Indian GAAP, long-term financial assets such as interest free deposit were recognised at the contractual amount and were not discounted. Under Ind AS, where the effect of time value of money is material, the amount of asset should be recognised at the present value of amount expected to be realised. These assets are subsequently measured at amortised cost method.

Revenue

Under the previous GAAP, revenue from sale of goods was presented as net of excise duty and service tax on sales. However, under Ind AS, revenue from sale of goods includes excise duty and service tax and such taxes & duty is separately presented as an expense on the face of the Statement of Profit and Loss.

Retained earnings

Retained earnings as at the transition date has been adjusted consequent to the above Ind AS transitional adjustments.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

45 Previous year figures have been regrouped/rearranged wherever necessary to confirm to current year presentation

For S.S. Kothari Mehta & Co.
Chartered Accountants

Sunil Wahal
Partner
Membership No: 087294

Place : New Delhi
Date: May 11, 2018

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Vikas Jain
Chief Financial Officer

Semac Consultants Private Limited

Notes to the financial statements for the year ended March 31, 2018

Basis of accounting and preparation of Financial Statements

1.1 Corporate overview

"Semac Consultants Private Limited ("the Company") was incorporated as a private company and registered on Jan 16, 1987 under the Companies Act 1956 (super ceded by Companies, Act 2013). The Company is a subsidiary of Revathi Equipment Limited which is currently listed on Bombay Stock Exchange and National Stock Exchange. The Company is pioneers in design engineering consulting, with the end-to-end capabilities across architecture, structural, electrical, public health engineering (PHE), fire protection, heating ventilation and air conditioning (HVAC), leed certifications and energy audit domains. These financial statements were approved and adopted by board of directors of the Company in their meeting held on May 11, 2018."

1.2 Statement of compliance

"The financial statements have been prepared in accordance with Ind ASs notified under the Companies (Indian Accounting Standards) Rules, 2015.
Upto the year ended March 31, 2017, the company prepared its financial statements in accordance with the requirements of previous GAAP, which includes Standards notified under the Companies (Accounting Standards) Rules, 2006. These are the Company's first Ind AS financial statements. The date of transition to Ind AS is April 1, 2016. Refer Note 44 for the details of first-time adoption exemptions availed by the Company."

1.3 Basis of preparation of accounts

"Ministry of Corporate Affairs notified roadmap to implement Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules 2015 as amended by the Companies (Indian Accounting Standards) (Amendments) Rules, 2016. As per the said roadmap, the Company is required to apply Ind AS starting from the financial year beginning on or after April 1, 2016. Accordingly, the financial statements of the Company have been prepared in accordance with Ind AS.
For all the periods up to and including the year ended March 31, 2017, the Company has prepared its financial statements in accordance with the Accounting Standards notified under the Section 133 of the Companies Act, 2013 ("the Act") read together with Companies (Accounts) Rules 2014 (Indian GAAP). These financial statements for the year ended March 31, 2018 are the first financial statements which the company has prepared in accordance with Ind AS.
The financial statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:
• Certain financial assets and liabilities measured at fair value
• Defined benefit plans as per actuarial valuation."

1.4 Operating cycle

"All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with the Schedule III to the Act. Based on the nature of services and time between the acquisition of assets for providing of services and their realisation in Cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities."

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

1.5 Functional and presentation currency

"The financial statements are presented in Indian rupees (₹), which is the functional currency of the parent company. All the financial information presented in Indian rupees (₹), has been rounded off to the nearest thousand."

1.6 Use of judgement, estimates and assumptions

"The preparation of financial statements in conformity with Ind AS requires the Management to make judgement, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities and contingent assets at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon the Management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods"

a. Property, plant and equipment and intangible assets

The useful life and residual value of plant, property equipment and intangible assets are determined based on technical evaluation made by the management of the expected usage of the asset, the physical wear and tear and technical or commercial obsolescence of the asset. Due to the judgements involved in such estimations, the useful life and residual value are sensitive to the actual usage in future period.

b. Recognition and measurement of defined benefit obligations

The cost of the leave encashment, defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are periodically reviewed at each reporting date.

c. Fair value measurement of financial instruments

When the fair value of the financial assets and liabilities recorded in the balance sheet cannot be measured based on the quoted market price in activate markets, their fair value is measured using valuation technique. The input to these models are taken from the observable market where possible, but this is not feasible, a review of judgment is required in establishing fair values. Changes in assumption relating to these assumptions could affect the fair value of financial instrument.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

d. Provision for litigations and contingencies

The provision for litigations and contingencies are determined based on evaluation made by the management of the present obligation arising from past events the settlement of which is expected to result in outflow of resources embodying economic benefits, which involves judgements around estimating the ultimate outcome of such past events and measurement of the obligation amount

e. Impairment of Financial and Non-Financial Assets

The impairment provision for financial assets are based on assumptions about risk of default and expected losses. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

The Company assesses at each reporting date whether there is an indication that a Non-financial asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount which is higher of an asset's or CGU's fair value less costs of disposal and its value in use. 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.

1.7 Fair value measurement

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 the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis as explained above, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

1.8 Recent accounting pronouncement

In March 2018, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2018, notifying Ind AS 115, 'Revenue from Contracts with Customers', amendments to Ind AS 107, 'Financial Instrument Disclosures' and Ind AS 109, 'Financial Instruments'. The amendments are applicable to the Company from 1 April 2018.

Ind AS 115 "Revenue from Contracts with Customers"

The new standard for revenue recognition will overhauls the existing revenue recognition standards Ind AS 18 – Revenue and Ind AS 11 – Construction contracts. The new standard provides a control-based revenue recognition model and provides a five step application principle to be followed for revenue recognition:

i. Identification of the contracts with the customer

ii. Identification of the performance obligations in the contract

iii. Determination of the transaction price

iv. Allocation of transaction price to the performance obligations in the contract (as identified in step ii)

v. Recognition of revenue when performance obligation is satisfied.

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. The amendment will come into force from April 1, 2018.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Significant Accounting Policies

2.1 Property, plant and equipment.

"Property, plant and equipment are stated at original cost net of tax/ duty credit availed, less accumulated depreciation and accumulated impairment losses. The cost of an asset includes the purchase cost of materials including import duties and non-refundable taxes, and any directly attributable costs of bringing an asset to the location and condition of its intended use. Interest on borrowings used to finance the construction of qualifying assets are capitalized as part of cost of the asset until such time that the asset is ready for its intended use. The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.
When significant part of the property, plant and equipment are required to replace at intervals, the company derecognized the replaced part and recognized the new parts with its own associated useful life and it depreciated accordingly. Likewise when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance cost are recognized in the statement of the profit and loss as incurred.
Internally manufactured property, plant and equipment are capitalised at factory cost including excise duty and or GST whatever is applicable.
Capital work-in-progress/intangible assets under development are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.
Property, plant and equipment are derecognised from the financial statement, either on disposal or when no economic benefits are expected from its use or disposal. Losses arising in the case of retirement of property, plant and equipment and gain or losses arising from disposal of property, plant and equipment are a recognized in the statement of profit and loss in the year of occurrence."

2.2 Intangible assets

Capital expenditure on purchase and development of identifiable assets without physical substance is recognized as intangible assets in accordance with principles given under Ind AS-38 – Intangible Assets.

The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. Expenses incurred during construction period, preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction / implementation, interest on borrowings to finance fixed assets and expenditure on start-up / commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets.

2.3 Depreciation and amortization

Depreciation on property plant and equipment is provided on straight line method on the basis of useful life of assets at the rates prescribed in Schedule II to the Companies Act, 2013. Property, Plant and Equipment which are added / disposed off during the year, depreciation is provided pro-rata basis with reference to the month of addition / deletion.

The useful lives of intangible asset are assessed as either finite or indefinite. Intangible asset with a finite useful life are amortized over a period of 3 to 5 years on a straight-line basis & technical

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

knowhow are amortised over the period of three years on straight-line basis and are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible asset with indefinite useful lives, if they are not amortised, but are tested for impairment either individually or at the cash generating unit level. The assessment of indefinite useful life is reviewed annually to determine whether the indefinite life continues to be supportable. Currently there are no intangible assets with indefinite useful life.

2.4 Impairment of Non-financial assets

Property, plant and equipment, intangible assets and assets classified as investment property with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit or loss.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

Impairment losses on continuing operations, including impairment on inventories are recognized in the statement of profit and loss, except for properties previously revalued with the revaluation taken to other comprehensive income. For such properties, the impairment is recognized in OCI up to the amount of any previous revaluation surplus.

2.5 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 April 2015, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Where the Company is the lessee

Finance leases are capitalized as assets at the commencement of the lease, at an amount equal to the fair value of leased asset or present value of the minimum lease payments, whichever is lower, valued at the inception date. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized as finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the company's general policy on borrowing cost. A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognized as an operating expense in the statement of profit and loss on a straight-line basis over the lease term.

Where the Company is the lessor

Rental Income from operating leases is recognized on a straight-line basis over the term of the relevant lease, costs including depreciation are recognized as an expense in the statement of profit and loss. Initial direct costs incurred in negotiating and arranging an operating lease are recognized immediately in the statement of profit and loss.

2.6 Borrowing cost

"Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of such asset till such time that is required to complete and prepare the asset to get ready for its intended use. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Borrowing costs also include exchange differences to the extent regarded as an adjustment to the borrowing costs."

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

2.7 Segment accounting and reporting

The chief operational decision maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss and is measured consistently with profit and loss in the financial statements.

The Operating Segments have been identified on the basis of the nature of products/ services.

i. Segment Revenue includes sales and other income directly identifiable with/ allocable to the segment including inter- segment revenue.

ii. Expenses that are directly identifiable with/ allocable to the segments are considered for determining the segment result. Expenses not allocable to segments are included under unallocable expenditure.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

iii. Income not allocable to the segments is included in unallocable income

iv. Segment results includes margin on inter segment and sales which are reduced in arriving at the profit before tax of the company.

v. Segment assets and Liabilities include those directly identifiable with the respective segments. Assets and liabilities not allocable to any segment are classified under unallocable category.

2.8 Employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (Ind AS)-19-Employee Benefits'.

a. Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered

b. Defined contribution plan

Retirement benefits in the form of provident fund, pension scheme and superannuation scheme and ESI are a defined contribution plan and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund.

c. Defined benefit plan

The Company's liabilities on account of gratuity and earned leaves on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits'. Gratuity liability is funded on year-to-year basis by contribution to respective fund. The Company's Employee Gratuity Fund is managed by Life Insurance Corporation. The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Accumulated leaves, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

2.9 Financial instruments

(a) Financial assets

Classification

The company classified financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and contractual cash flow characteristics of the financial asset.

Initial recognition and measurement

The company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets (except for certain trade receivables) are recognized initially at fair value plus, for financial asset not subsequently measured at FVTPL, transaction costs that are directly attributable to the acquisition of financial assets. Trade receivables that do not contain a significant financing component (determined in accordance with IND AS 18 – Revenue Recognition) are initially measured at their transaction price and not at fair value.

Subsequent measurement

For the purpose of subsequent measurement the financial assets are classified in three categories:

- At amortised cost - For debt instruments only.
- At fair value through profit & loss account
- At fair value through other comprehensive income

Debt instrument at amortised cost

A "debts instrument" is measured at the amortised cost if both the following condition are met.

- The assets is held within a business model whose objective is to hold assets for collecting contractual cash flow, and
- Contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principle and interest (SPPI) on the principle amount outstanding.

After initial measurement, such financial assets are subsequently measurement at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount and premium and fee or costs that are an integral part of an EIR. The EIR amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

Debt instrument at Fair value through Other Comprehensive Income

A financial asset should be measured at FVTOCI if both the following condition are met:

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

• The assets is held within a business model in which asset are managed both in order to collect contractual cash flows and for sale (business model test), and

• Contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principle and interest (SPPI) on the principle amount outstanding (contractual cash flow characteristics).

After initial measurement (at Fair value minus transaction cost), such financial assets are measured at Fair value with changes in fair value recognized in OCI except for:

(a) Interest calculated using EIR

(b) Foreign exchange gain and losses

(c) Impairment losses and gains

Debt instrument at fair value through profit or loss

Debt instruments included within the fair value through profit or loss (FVTPL) category are measured at fair value with all changes recognised in the statement of profit and loss.

Equity investments

All equity investments other than investment in subsidiaries, joint venture and associates are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the company decides to classify the same either as at fair value through other comprehensive income (FVTOCI) or FVTPL. The company makes such election on an instrument-by- instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then fair value changes on the instrument, excluding dividends, are recognised in other compressive income (OCI). There is no recycling of the amounts from OCI to statement of profit or loss, even on sale of such investments.

Equity instrument includes within the FVTPL category are measured at fair value with all changes recognised in the Statement of profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised when:

• The right to receive cash flows from the assets have expired or

• The company has transferred substantially all the risks and rewards of the assets, or

• The company has neither transferred nor retained substantially all the risks and rewards of the assets, but has transferred control of the assets.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Impairment of financial assets

The company applies 'simplified approach' measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instrument and are measured at amortised cost e.g. loans, debt securities, deposits, and bank balance.

- Trade receivables

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime expected credit loss at each reporting date, right from its initial recognition.

(b) Financial liabilities & equity

Classification

Debt and equity instruments issued by the company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument

Initial recognition and measurement

The company recognizes financial liability when it becomes a party to the contractual provisions of the instrument. All financial liability are recognized initially at fair value minus, for financial liability not subsequently measured at FVTPL, transaction costs that are directly attributable to the issue of financial liability

Subsequent measurement of financial liability

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL

Financial liability at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) Method. Gain and losses are recognised in statement of profit and loss when the liabilities are derecognised.

Amortised cost is calculated by taking into account any discount or premium on acquisition and transaction cost. The EIR amortization is included as finance cost in the statement of profit and loss.

This category generally applies to loans & borrowings.

S.S. KOTHARI MEHTA & CO.
NEW DELHI
CHARTERED ACCOUNTANTS

Financial Liability at FVTPL

"Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.
Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability"

Equity instruments

"An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a company entity are recognised at the proceeds received, net of direct issue costs.
Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments."

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 amount are recognised in the Statement of Profit and loss.

Offsetting of financial instrument

Financial Assets and Financial Liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

2.10 Investments in Associate, Joint venture & Associate

Investments in equity shares of Subsidiaries, Joint Ventures & Associates are recorded at cost and reviewed for impairment at each balance sheet date.

2.11 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

Sale of services

Revenues from sale of services are recognized as per the term of contract with customers based on stage of completion when the outcome of the transactions involving rendering of services can be estimated reliably. Percentage-of-completion method requires the Company to estimate the services performed to date as a proportion of the total services to be performed.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest

income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividends

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

Insurance claim

Insurance and other claims are accounted for as and when admitted by the appropriate authorities in view of uncertainty involved in ascertainment of final claim.

2.12 Foreign currency transactions

Standalone financial statements have been presented in Indian Rupees (₹ '000'), which is the Company's functional and presentation currency.

- **Initial recognition**

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

- **Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

- **Exchange differences**

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).

- **Foreign operations**

In respect of overseas branch operation, the financial of branch are converted in functional currency using the following procedures.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

a) Assets and liabilities for each balance sheet presented (ie including comparatives) shall be translated at the closing rate at the date of that balance sheet;

b) Income and expenses for each statement of profit and loss presented (ie including comparatives) shall be translated at exchange rates at the dates of the transactions or a rate that approximates the exchange rates at the dates of the transactions; and

c) All resulting exchange differences shall be recognised in other comprehensive income

2.13 Taxes

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognized directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

2.14 Provisions, contingent liabilities and contingent assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that the outflow of resources embodying economic benefits will be required to settled the obligation in respect of which reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the expense relating to provision presented in the statement of profit & loss is net of any reimbursement.

If the effect of the time value of money is material, provisions are disclosed using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as finance cost.

Contingent liability is disclosed in the notes in case of:

- There is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

- A present obligation arising from past event, when it is not probable that as outflow of resources will be required to settle the obligation

- A present obligation arises from the past event, when no reliable estimate is possible

- A present obligation arises from the past event, unless the probability of outflow are remote

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

2.15 Earnings per share

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

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

2.16 Cash and cash equivalents

Cash and cash equivalents includes cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consists of cash and short term deposits, as defined above, net of outstanding bank overdraft as they being considered as integral part of the Company's cash management.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Plot No. 68,
Okhla Industrial Area, Phase-III,
New Delhi-110020
Phone : +91-11-4670 8888
E-mail : delhi@sskmin.com
Website: www.sskmin.com

Independent Auditors' Report

To The Members of Semac Consultants Private Limited

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of **Semac Consultants Private Limited** (hereinafter referred to as "the Holding Company") and its subsidiary (collectively referred to as "the Group"), comprising the consolidated balance sheet as at March 31, 2018, the consolidated statement of profit and loss (including other comprehensive income), the consolidated cash flow statement and consolidated statement of changes in equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated Ind AS financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with relevant Rules issued thereunder as amended.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities, the 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditor in terms of their reports referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2018, its consolidated loss (including other comprehensive income), its consolidated cash flows and their consolidated statement of changes in equity for the year ended on that date.

Other Matters

i. We did not audit the financial statements/financial information of one subsidiary incorporated outside India whose financial statements/financial information reflects total assets of Rs. 267785 thousands as at March 31, 2018, total revenue of Rs. 213302 thousands and net cash out flow amounting to Rs 25398 thousands for the year ended March 31, 2018, as considered in these consolidated Ind AS financial statements. These financial statements and other financial information of the subsidiary have been audited by other auditors whose audit reports for the year ended March 31, 2018 have been furnished to us, and our opinion on the consolidated Ind AS financial statements to the extent it concerns this subsidiary, is based solely on the reports of the other auditors.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

ii. We did not audit the financial statement of Dubai branch of the Holding Company whose financial statement reflects the total assets of Rs 8462 thousands as at March 31, 2018, total revenue of Rs 44468 thousands and net cash outflows amounting to Rs. 928 thousands for the year then ended . These financial statements are audited by other auditors duly qualified to act as auditor in the country of incorporation of the said branch whose report have been furnished to us by the management and our report in so far as it related to the that branch is based solely on the reports of the other auditor.

Our opinion on the consolidated Ind AS financial statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of above matters with respect to the our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements;

b) In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;

c) The consolidated balance sheet, the consolidated statement of profit and loss, the consolidated cash flow statement and consolidated statement of changes in equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;

d) In our opinion the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with relevant Rules issued thereunder;

e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2018 and taken on record by the Board of Directors of the Holding Company none of the directors of the Holding Company incorporated in India is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

f) With respect to the adequacy of the internal financial controls with reference to consolidated Ind AS financial statements of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group– Refer Note 28 to the consolidated Ind AS financial statements.

   ii. The Group did not have any long term contracts including derivative contracts for which there were any material foreseeable losses; and

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company.

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
FRN : 000756N

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Sunil Wahal
Partner
M. No. 087294

Place: New Delhi
Date: May 29, 2018

Annexure A to the Independent Auditor's Report to the Members of Semac Consultants Private Limited dated May 29, 2018 on its consolidated Ind AS financial statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section

Our reporting on the internal financial controls over financial reporting is not applicable in respect of one audited subsidiary Company incorporated outside India

In conjunction with our audit of the consolidated Ind AS financial statements of **Semac Consultants Private Limited** as of and for the year ended March 31, 2018, we have audited the Internal Financial Controls Over Financial Reporting with reference to consolidated Ind AS financial statements of **Semac Consultants Private Limited** (hereinafter referred to as the "Holding Company"), which is the Company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the of the Holding Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Holding Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Group's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

c) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Opinion

In our opinion, the Holding Company has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
FRN : 000756N

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Sunil Wahal
Partner
M. No. 087294

Place: New Delhi
Date: May 29, 2018

SEMAC CONSULTANTS PRIVATE LIMITED
CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2018

(₹ in '000)

Particulars	Note No.	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
ASSETS				
(1) **Non - current assets**				
Property, plant and equipment	3.1	18,932	22,577	20,729
Other intangible assets	3.2	2,849	4,135	6,423
Financial assets	4			
(i) Investments	4.1	706	30,706	706
(ii) Loans	4.2	5,142	5,599	24,979
(iii) Others financial asset	4.3	-	3,718	15,162
Deffered tax assets	5	48,409	41,352	20,499
Other non current asset	6	60	327	653
		76,098	**1,08,415**	**89,150**
(2) **Current assets**				
Financial assets	7			
(i) Investments	7.1	-	-	20,000
(ii) Trade receivables	7.2	3,01,275	3,29,251	4,16,270
(iii) Cash and cash equivalents	7.3	1,73,181	1,81,276	1,39,231
(iv) Bank balances	7.4	71,169	70,689	65,689
(v) Loans	7.5	70,763	93,563	1,44,136
(vi) Other financial assets	7.6	44,559	39,342	40,138
Current tax assets (net)	8	75,414	67,521	60,179
Other current assets	9	94,459	48,705	18,132
		8,30,821	**8,30,347**	**9,03,774**
Total assets		**9,06,918**	**9,38,762**	**9,92,924**
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital	10	18,209	18,209	18,209
Other equity	11	5,44,728	5,81,078	6,31,875
Non-controlling interest	12	55,210	50,551	55,756
		6,18,147	**6,49,838**	**7,05,840**
LIABILITIES				
(1) **Non - current liabilities**				
Financial liabilities	13			
(i) Borrowings	13.1	353	698	920
(ii) Other financial liability	13.2	8,390	5,792	1,488
Provisions	14	39,277	43,637	38,359
		48,020	**50,126**	**40,766**
(2) **Current liabilities**				
Financial liabilities	15			
(i) Borrowings	15.1	-	20,010	40,000
(ii) Trade payables	15.2	1,02,005	1,18,996	84,673
(iii) Other financial liabilities	15.3	59,937	20,793	17,081
Provisions	16	17,330	18,146	19,569
Other current liabilities	17	61,479	60,852	84,995
		2,40,752	**2,38,798**	**2,46,318**
Total Equity & Liabilities		**9,06,918**	**9,38,762**	**9,92,924**
Significant accounting policies	1 & 2			

The accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S. Kothari Mehta & Co.
Chartered Accountants

Sunil Wahal
Partner
Membership No: 087294

Place : New Delhi
Date : May 11, 2018

For and on Behalf of the Board of Directors of
Semac Consultants Private Limited

Deepali Dalmia

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Vikas Jain
Chief Financial Officer

S.S. KOTHARI MEHTA & CO. * NEW DELHI * CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. * New Delhi *

SEMAC CONSULTANTS PRIVATE LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

(₹ in '000)

Particulars	Note No.	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Revenue from operations	18	11,63,777	8,97,098
Other income	19	27,644	48,579
Total income (I + II)		11,91,421	9,45,677
Expenses			
Cost of services	20	5,35,084	2,17,113
Employee benefits expenses	21	4,56,453	4,65,910
Finance costs	22	1,529	4,294
Depreciation and amortization expenses	23	11,837	11,445
Other expenses	24	2,25,280	2,95,674
Total expenses		12,30,183	9,94,436
Profit / (loss) before exceptional items and tax		(38,762)	(48,759)
Exceptional items		-	-
Profit / (loss) before tax		(38,762)	(48,759)
Tax expense			
(1) Current tax	25	2,788	15,103
(2) Deferred tax	25	(7,986)	(21,843)
Total tax expense		(5,198)	(6,739)
Profit / (loss) for the period before non-controlling interest		(33,564)	(42,020)
Non-controlling interest		4,295	13,518
Profit / (loss) for the period after non-controlling interest		(37,859)	(55,538)
Other comprehensive income	26		
(i) Items that will be reclassified to profit or loss		(773)	4,294
(ii) Income tax relating to items that will be reclassified to profit or loss			
(i) Items that will not be reclassified to profit or loss		3,576	2,857
(ii) Income tax relating to items that will not be reclassified to profit or loss		(930)	(989)
Total		1,873	6,162
Non-controlling interest		5,337	1,388
Other comprehensive income after non-controlling nterest		(3,464)	4,774
Total comprehensive income for the period			
Non-controlling interest		9,632	14,906
Other than non-controlling interest		(41,323)	(50,764)
		(31,691)	(35,858)
Earnings per equity share (basic & diluted)	27		
Significant accounting policies	1 & 2		

The accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S. Kothari Mehta & Co.
Chartered Accountants

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Sunil Wahal
Partner
Membership No: 087294

Place : New Delhi
Date : May 11, 2018

For and on Behalf of the Board of Directors of
Semac Consultants Private Limited

Deepali Dalmia

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Vikas Jain
Chief Financial Officer

SEMAC CONSULTANTS PVT. LTD. New Delhi

SEMAC CONSULTANTS PRIVATE LIMITED
Cash Flow Statement for the year ended March 31, 2018

		₹ in '000	
		2017-18	**2016-17**
A.	**Cash Flow from operating activities**		
	Net profit before tax	**(38,762)**	**(48,759)**
	Other comprehensive income before tax	**2,803**	**7,151**
	Adjustments		
	Depreciation and amortization	11,837	11,445
	Provision for doubtful debts/ advances	7,433	7,408
	Bad debts/ advances written off	13,941	15,722
	Provision for advances to related party	-	19,643
	Finance cost	1,529	4,294
	Interest income	(19,000)	(23,085)
	Actuarial gain on defined benefit plan	(3,576)	(2,857)
	(Profit)/loss on sale of investment	301	(1,222)
	(Profit)/loss on sale of fixed assets and assets written off	(741)	(906)
	Operating profit before working capital changes	**(24,236)**	**(11,166)**
	Adjustments for working capital changes :		
	Increase/ (decrease) in trade payables	(13,654)	52,661
	(Increase)/ decrease in trade receivables	6,603	63,889
	(Increase)/ decrease in short term loans and advances	22,870	58,920
	(Increase)/ decrease in other current assets	(45,967)	(35,248)
	Increase/ (decrease) in short term provisions	(4,936)	(11,626)
	Increase/ (decrease) in other current liabilities	42,369	(36,270)
	Cash generated from operations	**(16,952)**	**81,160**
	Direct taxes paid net of refund	(10,681)	(22,445)
	Net cash from operating activities	**(27,633)**	**58,715**
B	**Cash flow from investing activities**		
	Purchase of fixed assets	(5,424)	(9,194)
	(Profit)/ loss on sale of fixed assets	(741)	(906)
	(Purchase)/ sale of investments (net)	29,397	(7,556)
	(Profit)/ loss on sale of investments	301	(1,222)
	Interest received	17,890	26,714
	Net cash used in investing activities	**41,424**	**7,836**
C	**Cash flow from financing activities**		
	Proceeds from short term borrowings	(20,010)	-
	(Repayment) of short term borrowings	-	(19,990)
	(Repayment) of long term borrowings	(345)	(222)
	Finance cost	(1,529)	(4,294)
	Net cash from / (used in) financing activities	**(21,885)**	**(24,506)**
	Net increase in cash and cash equivalents (A+B+C)	**(8,095)**	**42,045**
	Cash and cash equivalents (Opening Balance)	**1,81,276**	**1,39,231**
	Cash and cash equivalents (Closing Balance)*	**1,73,181**	**1,81,276**
	Change in Cash & Cash Equivalents	**(8,095)**	**42,045**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

SEMAC CONSULTANTS PRIVATE LIMITED
Cash Flow Statement for the year ended March 31, 2018

Components of Cash & Cash Equivalents	As at 31 Mar' 2018	As at 31 Mar' 2017
Balances with banks		
- in Current Accounts	1,30,244	1,79,351
- On cash credit accounts		
- Deposits with original maturity of less than 3 months	42,816	-
Cash on hand	121	1,925
Cheques in hand		
Net Cash & Cash Equivalents	**1,73,181**	**1,81,276**

Note:
1) Cash & cash equivalents components are as per Note 7.3
2) Previous year figures have been regrouped/restated wherever considered necessary

As per our report of even date

For S.S. Kothari Mehta & Co.
Chartered Accountants
FRN - 000756N

Sunil Wahal
Partner
Membership No: 087294

Place : New Delhi
Date: May 11, 2018

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Vikas Jain
Chief Financial Officer

Semac Consultants Private limited

NOTES TO CONSOLIDATED FINANCIAL STATEMENT AS AT MARCH 31, 2018

1. Basis of accounting and preparation of Financial Statements

1.1 Corporate overview

Semac Consultants Private Limited ("the company") was incorporated as a private company and registered on Jan 16, 1987 under the Companies Act 1956 (super ceded by Companies, Act 2013). The company is a subsidiary of Revathi equipment limited which is currently listed on Bombay Stock Exchange and National Stock Exchange. The company is pioneers in design engineering consulting, with the end-to-end capabilities across architecture, structural, electrical, public health engineering (PHE), fire protection, heating ventilation and air conditioning (HVAC), lead certifications and energy audit domains.

The Subsidiary which has been included in this Consolidated Financial Statements:

Name of Company	Country of Incorporation	% Voting Power
Semac & Partners LLC	Muscat - Sultanate of Oman	65%

These financial statements were approved and adopted by board of directors of the Company in their meeting held on May 29, 2018.

1.2 Statement of Compliance

The consolidated financial statements have been prepared in accordance with Ind ASs notified under the Companies (Indian Accounting Standards) Rules,2015. Upto the year ended March 31, 2017, the company prepared its consolidated financial statements in accordance with the requirements of previous GAAP, which includes Standards notified under the Companies (Accounting Standards) Rules, 2006. These are the Company's first Ind AS financial statements. The date of transition to Ind AS is April 1, 2016. Refer Note 45 for the details of first-time adoption exemptions availed by the Company.

1.3 Basis of preparation of accounts

Ministry of Corporate Affairs notified roadmap to implement Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules 2015 as amended by the Companies (Indian Accounting Standards) (Amendments) Rules, 2016. As per the said roadmap, the Company is required to apply Ind AS starting from the financial year beginning on or after April 1, 2016. Accordingly, the consolidated financial statements of the Company have been prepared in accordance with Ind AS.

For all the periods up to and including the year ended March 31, 2017, the Company has prepared its consolidated financial statements in accordance with the Accounting Standards notified under the Section 133 of the Companies Act, 2013 ("the Act") read together with Companies (Accounts) Rules 2014 (Indian GAAP). These financial statements for the year ended March 31, 2018 are the first financial statements which the company has prepared in accordance with Ind AS.

The financial statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities measured at fair value
- Defined benefit plans as per actuarial valuation

1.4 Principle of Consolidation

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. NEW DELHI

Semac Consultants Private limited

NOTES TO CONSOLIDATED FINANCIAL STATEMENT AS AT MARCH 31, 2018

The consolidated financial statements comprise the financial statements of the Company and its subsidiary as at March 31, 2018 and has been prepared in accordance with the requirement of Indian Accounting Standard (Ind AS).

As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements, otherwise as stated elsewhere.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on March 31.When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Consolidation Procedure

(i) The financial statements of the Company and its subsidiary are consolidated on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with the Indian Accounting Standard (Ind AS-110) – "Consolidated Financial Statements".

(ii) The difference between the cost of investment in the subsidiary over the net assets at the time of acquisition of shares in the subsidiary is recognised in the financial statements as Goodwill or Capital Reserve as the case may be. Such goodwill/capital reserve has been consolidated based on the audited financial statement of the subsidiary as on the reporting date immediately preceding the date on which the holding-subsidiary relationship came into existence.

(iii) Non controlling Interest in the net assets of the consolidated subsidiary consists of (a) the amount of equity attributable to the minority share at the date on which investment in a subsidiary is made and (b) the minorities' share of movements in equity since the date the parent-subsidiary relationship came into existence.

(iv) The Group has adopted Indian Accounting Standard 15 (Ind AS 19) on "Employee Benefits". These consolidated financial statements include the obligations as per requirements of this standard except for overseas branch, subsidiary incorporated outside India who have determined the valuation / provision for employee benefits as per requirements of their respective countries. In the opinion of the management, the impact of this deviation is not material.

(v) The Subsidiary at Muscat as per local law have transferred certain portion of its' net income to Legal/Statutory Reserve. These reserves are not available for distribution except in the circumstances stipulated and the same has been disclosed as Legal/Statutory Reserve.

(vi) Semac & Partners LLC (Muscat), has capitalised retained earnings to the Share Capital in earlier years as per the local laws applicable to it in the previous years. The shareholding agreement was updated to ensure the percentage holding of the holding Company. Pending issuance of the share scripts in this respect, the same has not been recorded as investment and the difference has been taken to "Consolidation Adjustment Reserve."

S.S. Kothari Mehta & Co. New Delhi Chartered Accountants

Semac Consultants Pvt. Ltd. New Delhi

Semac Consultants Private limited

NOTES TO CONSOLIDATED FINANCIAL STATEMENT AS AT MARCH 31, 2018

Joint Venture

Interests in joint ventures are accounted for using the equity method, after initially being recognised at cost in the consolidated balance sheet

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit and loss, and the group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment. When the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity. Unrealised gains on transactions between the group and its associates and joint ventures are eliminated to the extent of the group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the group.

1.5 Operating cycle

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with the Schedule III to the Act. Based on the nature of services and time between the acquisition of assets for providing of services and their realisation in Cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities.

1.6 Functional and presentation currency

The financial statements are presented in Indian rupees (`), which is the functional currency of the parent company. All the financial information presented in Indian rupees (`), has been rounded to the nearest thousand.

1.7 Use of judgment, estimates and assumptions

The preparation of financial statements in conformity with Ind AS requires the Management to make judgement, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities and contingent assets at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon the Management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods

a. Property, plant and equipment and intangible assets

The useful life and residual value of plant, property equipment and intangible assets are determined based on technical evaluation made by the management of the expected usage of the asset, the

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

physical wear and tear and technical or commercial obsolescence of the asset. Due to the judgements involved in such estimations, the useful life and residual value are sensitive to the actual usage in future period.

b. Recognition and measurement of defined benefit obligations

The cost of the leave encashment, defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are periodically reviewed at each reporting date.

c. Fair value measurement of financial instruments

When the fair value of the financial assets and liabilities recorded in the balance sheet cannot be measured based on the quoted market price in activate markets, their fair value is measured using valuation technique. The input to these models are taken from the observable market where possible, but this is not feasible, a review of judgment is required in establishing fair values. Changes in assumption relating to these assumption could affect the fair value of financial instrument.

d. Provision for litigations and contingencies

The provision for litigations and contingencies are determined based on evaluation made by the management of the present obligation arising from past events the settlement of which is expected to result in outflow of resources embodying economic benefits, which involves judgements around estimating the ultimate outcome of such past events and measurement of the obligation amount

e. Impairment of Financial and Non-Financial Assets

The impairment provision for financial assets are based on assumptions about risk of default and expected losses. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

The Company assesses at each reporting date whether there is an indication that a Non-financial asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount which is higher of an asset's or CGU's fair value less costs of disposal and its value in use. 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.

1.8 Fair Value Measurement

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 the most advantageous market for the asset or liability

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis as explained above, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

1.9 Recent Accounting Pronouncement

In March 2018, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2018, notifying Ind AS 115, 'Revenue from Contracts with Customers', amendments to Ind AS 107, 'Financial Instrument Disclosures' and Ind AS 109, 'Financial Instruments'. The amendments are applicable to the Company from 1 April 2018.

Ind AS 115 "Revenue from Contracts with Customers"

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. NEW DELHI

Semac Consultants Private limited

NOTES TO CONSOLIDATED FINANCIAL STATEMENT AS AT MARCH 31, 2018

The new standard for revenue recognition will overhauls the existing revenue recognition standards Ind AS 18 – Revenue and Ind AS 11 – Construction contracts. The new standard provides a control-based revenue recognition model and provides a five step application principle to be followed for revenue recognition:

i. Identification of the contracts with the customer

ii. Identification of the performance obligations in the contract

iii. Determination of the transaction price

iv. Allocation of transaction price to the performance obligations in the contract (as identified in step ii)

v. Recognition of revenue when performance obligation is satisfied.

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. The amendment will come into force from April 1, 2018.

2 Significant Accounting Policies

2.1 Property, plant and equipment

Property, plant and equipment are stated at original cost net of tax/ duty credit availed, less accumulated depreciation and accumulated impairment losses. The cost of an asset includes the purchase cost of materials including import duties and non-refundable taxes, and any directly attributable costs of bringing an asset to the location and condition of its intended use. Interest on borrowings used to finance the construction of qualifying assets are capitalized as part of cost of the asset until such time that the asset is ready for its intended use. The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

When significant part of the property, plant and equipment are required to replace at intervals, the company derecognized the replaced part and recognized the new parts with its own associated useful life and it depreciated accordingly. Likewise when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance cost are recognized in the statement of the profit and loss as incurred.

Internally manufactured property, plant and equipment are capitalised at factory cost including excise duty and or GST whatever is applicable.

Capital work in progress include property plant & equipment under installation/under development as at the balance sheet date and are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost and are transferred to respective capital asset when they are available for use.

Property, plant and equipment are derecognised from the financial statement, either on disposal or when no economic benefits are expected from its use or disposal. Losses arising in the case of retirement of property, plant and equipment and gain or losses arising from disposal of property, plant

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

and equipment are a recognized in the statement of profit and loss in the year of occurrence.

2.2 Investment Property

Investment properties are properties, either land or building or both, held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost including transactions costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirement for cost model.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is de-recognised.

2.3 Intangible assets

Capital expenditure on purchase and development of identifiable assets without physical substance is recognized as intangible assets in accordance with principles given under Ind AS-38 – Intangible Assets.

The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. Expenses Incurred during construction period, preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction / implementation, interest on borrowings to finance fixed assets and expenditure on start-up / commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets.

2.4 Depreciation and amortization

Depreciation on property plant and equipment is provided on written down value method on the basis of useful life of assets at the rates prescribed in Schedule II to the Companies Act, 2013 except in case of overseas branch and subsidiary where depreciation is provided on a straight line basis over the useful life of assets as ascertained by the management. Property, Plant and Equipment which are added / disposed off during the year, depreciation is provided pro-rata basis with reference to the month of addition / deletion. The company has adopted the residual value of 2%.

The useful lives of intangible asset are assessed as either finite or indefinite. Intangible asset with a finite useful life are amortized over a period of 3 to 5 years on written down value basis and are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Intangible asset with indefinite useful lives, if they are not amortised, but are tested for impairment either individually or at the cash generating unit level. The assessment of indefinite useful life is reviewed annually to determine whether the indefinite life continues to be supportable. Currently there are no intangible assets with indefinite useful life.

2.5 Impairment of Non-financial assets

Property, plant and equipment, intangible assets and assets classified as investment property with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit or loss.

An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

Impairment losses on continuing operations, including impairment on inventories are recognized in the statement of profit and loss, except for properties previously revalued with the revaluation taken to other comprehensive income. For such properties, the impairment is recognized in OCI up to the amount of any previous revaluation surplus.

2.6 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 April 2016, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Where the Company is the lessee

Finance leases are capitalized as assets at the commencement of the lease, at an amount equal to the fair value of leased asset or present value of the minimum lease payments, whichever is lower, valued at the inception date. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized as finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the company's general policy on borrowing cost. A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the company will obtain ownership by the end

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognized as an operating expense in the statement of profit and loss on a straight-line basis over the lease term.

Where the Company is the lessor

Rental Income from operating leases is recognized on a straight-line basis over the term of the relevant lease, costs including depreciation are recognized as an expense in the statement of profit and loss. Initial direct costs incurred in negotiating and arranging an operating lease are recognized immediately in the statement of profit and loss.

2.6 Government grants

Government grants are recognised at fair value when there is reasonable assurance that the grant would be received and the Company would comply with all the conditions attached with them

Government grants are recognised in profit or loss on a systematic basis over the periods in which the company recognises as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the company should purchase, construct or otherwise acquire non-current assets are recognised as deferred revenue in the balance sheet and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the company with no future related costs are recognised in profit or loss in the period in which they become receivable.

2.7 Borrowing Cost

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of such asset till such time that is required to complete and prepare the asset to get ready for its intended use. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Borrowing costs also include exchange differences to the extent regarded as an adjustment to the borrowing costs.

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use

2.8 Segment accounting and reporting

The chief operational decision maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss and is measured consistently with profit and loss in the financial statements.

The Operating Segments have been identified on the basis of the nature of products/ services.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

I.Segment Revenue includes sales and other income directly identifiable with/ allocable to the segment including inter- segment revenue.

Ii Expenses that are directly identifiable with/ allocable to the segments are considered for determining the segment result. Expenses not allocable to segments are included under unallocable expenditure

iii. Income not allocable to the segments is included in unallocable income

iv. Segment results includes margin on inter segment and sales which are reduced in arriving at the profit before tax of the company.

v.Segment assets and Liabilities include those directly identifiable with the respective segments. Assets and liabilities not allocable to any segment are classified under unallocable category.

2.9 Employee Benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (Ind AS)-19 - 'Employee Benefits'.

a. Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

b. Defined contribution plan

Retirement benefits in the form of provident fund , pension scheme and superannuation scheme and ESI are a defined contribution plan and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund.

c. Defined benefit plan

The Company's liabilities on account of gratuity and earned leaves on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits'. Gratuity liability is funded on year-to-year basis by contribution to respective fund. The Company's Employee Gratuity Fund is managed by Life Insurance Corporation The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Accumulated leaves, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method at the year-end.

2.10 Financial Instruments

(a) Financial Assets

Classification

The company classified financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and contractual cash flow characteristics of the financial asset.

Initial Recognition and Measurement

The company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets (except for certain trade receivables) are recognized initially at fair value plus, for financial asset not subsequently measured at FVTPL, transaction costs that are directly attributable to the acquisition of financial assets. Trade receivables that do not contain a significant financing component (determined in accordance with IND AS 18 – Revenue Recognition) are initially measured at their transaction price and not at fair value.

Subsequent Measurement

For the purpose of subsequent measurement the financial assets are classified in three categories:

• At amortised cost for debt instruments only.

• At fair value through profit & loss account

• At fair value through other comprehensive income

Debt instrument at amortised cost

A "debts instrument" is measured at the amortised cost if both the following condition are met.

• The assets is held within a business model whose objective is to hold assets for collecting contractual cash flow, and

• Contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principle and interest (SPPI) on the principle amount outstanding.

After initial measurement, such financial assets are subsequently measurement at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount and premium and fee or costs that are an integral part of an EIR. The EIR amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

Debt instrument at Fair value through Other Comprehensive Income

A financial asset should be measured at FVTOCI if both the following condition are met:

• The assets is held within a business model in which asset are managed both in order to collect contractual cash flows and for sale (business model test), and

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT LTD New Delhi

Semac Consultants Private limited

NOTES TO CONSOLIDATED FINANCIAL STATEMENT AS AT MARCH 31, 2018

• Contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principle and interest (SPPI) on the principle amount outstanding (contractual cash flow characteristics).

After initial measurement (at Fair value minus transaction cost), such financial assets are measured at Fair value with changes in fair value recognized in OCI except for :

(a) Interest calculated using EIR

(b) Foreign exchange gain and losses; and

(c) Impairment losses and gains

Debt instrument at Fair value through Profit or loss

Debt instruments included within the fair value through profit or loss (FVTPL) category are measured at fair value with all changes recognised in the statement of profit and loss.

Equity investments

All equity investments other than investment in subsidiaries, joint venture and associates are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the company decides to classify the same either as at fair value through other comprehensive income (FVTOCI) or FVTPL. The company makes such election on an instrument-by- instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then fair value changes on the instrument, excluding dividends, are recognised in other compressive income (OCI). There is no recycling of the amounts from OCI to statement of profit or loss, even on sale of such investments.

Equity instrument includes within the FVTPL category are measured at fair value with all changes recognised in the Statement of profit or loss.

Derecognition

A financial assets (or, where applicable, a part of a financial asset) is primarily derecognised when:

• The right to receive cash flows from the assets have expired or

• The company has transferred substantially all the risks and rewards of the assets, or

• The company has neither transferred nor retained substantially all the risks and rewards of the assets, but has transferred control of the assets.

Impairment of financial assets

The company applies 'simplified approach' measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

• Financial assets that are debt instrument and are measured at amortised cost e.g. loans, debt securities, deposits, and bank balance.

• Trade receivables

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognizes Impairment loss allowance based on lifetime expected credit loss at each reporting date, right from its initial recognition.

(b) Financial liabilities & Equity

Classification

Debt and equity instruments issued by the company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument

Initial recognition and measurement

The company recognizes financial liability when it becomes a party to the contractual provisions of the instrument. All financial liability are recognized initially at fair value minus, for financial liability not subsequently measured at FVTPL, transaction costs that are directly attributable to the issue of financial liability

Subsequent Measurement of Financial Liabilty

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL

Financial Liability at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) Method. Gain and losses are recognised in statement of profit and loss when the liabilities are derecognised.

Amortised cost is calculated by taking into account any discount or premium on acquisition and transaction cost. The EIR amortization is included as finance cost in the statement of profit and loss.

This category generally applies to loans & borrowings.

Financial Liability at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a company entity are recognised at the proceeds received, net of direct issue costs.

NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

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 amount are recognised in the Statement of Profit and loss.

Offsetting of financial instrument

2.11 Investments in Associate, Joint venture & Associate

Investments in equity shares of Subsidiaries, Joint Ventures & Associates are recorded at cost and reviewed for impairment at each balance sheet date.

2.12 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

Sale of Services

Revenues from sale of services are recognized as per the term of contract with customers based on stage of completion when the outcome of the transactions involving rendering of services can be estimated reliably. Percentage-of-completion method requires the Company to estimate the services performed to date as a proportion of the total services to be performed.

Interest Income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividends

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

Insurance claim

Insurance and other claims are accounted for as and when admitted by the appropriate authorities in view of uncertainty involved in ascertainment of final claim.

2.13 Foreign Currency Transactions

S.K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

• Initial recognition

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

• Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

• Exchange differences

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).

• Foreign Operations

In respect of overseas branch operation and subsidiary, the financial are converted in functional currency using the following procedures.

a) Assets and liabilities for each balance sheet presented (i.e. including comparatives) shall be translated at the closing rate at the date of that balance sheet;

b) Income and expenses for each statement of profit and loss presented (i.e. including comparatives) shall be translated at exchange rates at the dates of the transactions or a rate that approximates the exchange rates at the dates of the transactions; and

c) All resulting exchange differences shall be recognised in other comprehensive income

2.14 Taxes

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognized directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Semac Consultants Private limited

NOTES TO CONSOLIDATED FINANCIAL STATEMENT AS AT MARCH 31, 2018

Minimum alternate tax

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

2.15 Provisions, contingent liabilities and contingent assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that the outflow of resources embodying economic benefits will be required to settle the obligation in respect of which reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the expense relating to provision presented in the statement of profit & loss is net of any reimbursement.

If the effect of the time value of money is material, provisions are disclosed using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as finance cost.

Contingent liability is disclosed in the notes in case of:

Semac Consultants Private limited

NOTES TO CONSOLIDATED FINANCIAL STATEMENT AS AT MARCH 31, 2018

• There is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

• A present obligation arising from past event, when it is not probable that as outflow of resources will be required to settle the obligation

• A present obligation arises from the past event, when no reliable estimate is possible

• A present obligation arises from the past event, unless the probability of outflow are remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

2.16 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

2.17 Cash and cash equivalent

Cash and cash equivalents includes cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consists of cash and short term deposits, as defined above, net of outstanding bank overdraft as they being considered as integral part of the Company's cash management.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT LTD New Delhi

SEMAC CONSULTANTS PRIVATE LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2018

(₹ in '000)

A. Equity share capital

	As at 1st April,2016	Changes during the year	As at 31st March, 2017	Changes during the year	As at 31st March, 2018
Equity share capital	18,209	-	18,209	-	18,209

B. Other Equity

Particulars	Reserves and Surplus				Items of Other Comprehensive Income		Total	Non-controlling interest
	General Reserve	Consolidation adjustment reserve	Legal / statutory reserve	Retained earnings	Foreign Currency Translation reserve	Actuarial Gain / Loss		
Restated balance as at 1st April 2016	**1,64,127**	**21,511**	**6,926**	**4,27,587**	**11,724**	-	**6,31,875**	**55,756**
Additions during the period	-	-	-	(55,538)	2,906	1,868	(50,764)	14,906
Dividend Paid	-	-	-	-	-	-	-	(20,094)
Tax on dividend	-	-	-	-	-	-	-	(18)
Adjustment on account of Joint Venture	-	-	-	-	-	-	-	-
Prior period adjustment	-	-	-	(33)	-	-	(33)	-
As at 31st March 2017	**1,64,127**	**21,511**	**6,926**	**3,72,015**	**14,630**	**1,868**	**5,81,078**	**50,551**
Additions during the period	-	-	-	(37,859)	(1,138)	2,646	(36,350)	4,659
As at 31st March 2018	**1,64,127**	**21,511**	**6,926**	**3,34,157**	**13,492**	**4,515**	**5,44,728**	**55,210**

Nature of reserves

i General reserve represent s the statutory reserve, this is in accordance with Indian Corporate Law wherein a portion of profit is apportioned to general reserve. Under Companies Act, 1956 it was mandatory to transfer the amount before a company can declare dividend. However under Companies Act 2013, transfer of any amount to general reserve is at the discretion of the Company.

ii Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Companies Act, 2013.

iii Statutory/ legal reserve is created as per the local laws of the country of incorporation of subsidiary company.

iv Other comprehensive income (OCI) reserve represent the balance in equity for items to be accounted in OCI. OCI is classified into (i) items that will not be reclassified to profit and loss, and (ii) items that will be reclassified to statement of profit and loss.

S.S. KOTHARI MEHTA & CO. * CHARTERED ACCOUNTANTS * NEW DELHI

SEMAC CONSULTANTS PVT LTD * New Delhi *

SEMAC CONSULTANTS PRIVATE LIMITED

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR YEAR ENDED MARCH 31, 2018

Note 3.1 **Property, Plant & Equipment and Intangible Asset**

(₹ in '000)

Particulars	Tangible Assets									Total Tangible Assets
	Leasehold Improvements	Buildings	Plant & Machinery	Electrical Installations	Computer (End-user Devices)	Computers (Servers & Networks)	Furniture & Fixtures	Office equipment	Vehicles	
Gross Block										
Balance as at 1st April 2016, Reinstated	2,646	7,723	9,345	2,679	56,822	1,089	24,195	21,470	41,649	**1,67,618**
Addition	-	-	-	-	2,187	116	1,191	794	5,923	**10,210**
Disposals / Adjustments	-	-	-	(101)	(103)	-	(83)	(228)	(3,842)	**(4,358)**
as at 31st March,2017	**2,646**	**7,723**	**9,345**	**2,578**	**58,906**	**1,205**	**25,303**	**22,036**	**43,730**	**1,73,471**
Addition	-	-	70	-	2,010	-	255	266	4,575	7,176
Disposals / Adjustments	-	-	(16)	(778)	(14,613)	(321)	(510)	(1,605)	(6,416)	(24,260)
as at 31st March,2018	**2,646**	**7,723**	**9,399**	**1,800**	**46,303**	**884**	**25,048**	**20,696**	**41,888**	**1,56,387**
Depreciation										
Balance as at 1st April 2016, Reinstated	**2,578**	**3,488**	**8,303**	**2,335**	**55,186**	**730**	19,571	**19,355**	**35,343**	1,46,889
Charge for the year	14	276	8	79	319	342	1,292	1,125	5,136	8,590
Disposals	-	-	(39)	-	(233)	-	-	-	(3,391)	(3,664)
Adjustment - FCTR	-	-	-	-	-	-	(67)	**(147)**	(708)	(922)
as at 31st March,2017	**2,592**	**3,764**	**8,273**	**2,413**	**55,271**	**1,072**	**20,796**	**20,332**	**36,380**	**1,50,893**
Charge for the year	2	227	272	38	2,038	60	1,457	799	4,873	9,766
Disposals	-	-	(14)	(752)	(14,030)	(311)	(513)	(1,596)	(6,200)	(23,417)
Charged to opening reserves	-	-	-	-	-	-	14	32	167	212
as at 31st March,2018	**2,593**	**3,990**	**8,531**	**1,699**	**43,279**	**821**	**21,754**	**19,568**	**35,220**	**1,37,455**
Net Block										
as at 1st April,2016	68	4,235	1,041	344	1,636	359	4,624	2,115	6,306	20,729
as at 31st March,2017	55	3,959	1,072	165	3,635	133	4,507	1,703	7,349	22,577
as at 31st March,2018	53	3,732	868	101	3,024	63	3,294	1,129	6,668	18,932

Note

(i) Opening gross block & accumulated depreciation of assets have been regrouped in line with schedule - II of the Companies Act 2013.

(ii) Foreign currency translation reserve on account of exchange difference arising due to different conversion rate taken for the opening balance and addition/ deletion considered on average exchange rates.The same is included in sales/adjustment

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

NOTE - 3.2 SEMAC CONSULTANTS PRIVATE LIMITED

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR YEAR ENDED MARCH 31, 2018

(₹ in '000)

Particulars	Intangible Assets
Gross Block	
Balance as at 1st April 2016, Reinstated	51,435
Addition	2,040
Disposals / Adjustments	(1,565)
as at 31st March,2017	**51,910**
Addition	786
Disposals / Adjustments	0
as at 31st March,2018	**52,697**
Depreciation	
Balance as at 1st April 2016, Reinstated	45,012
Charge for the year	2,855
Disposals	-
Adjustment - FCTR	(93)
as at 31st March,2017	47,775
Charge for the year	2,071
Disposals	(18)
Charged to opening reserves	20
as at 31st March,2018	49,847
Net Block	
as at 1st April,2016	6,423
as at 31st March,2017	4,135
as at 31st March,2018	2,849

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

4 Financial Asset : Non Current

4.1 Investment

(₹ in '000)

		As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
	Unquoted investment			
(i)	**Investments in joint venture**			
	98 (FY 16-17: 98 ; 1st April 2016: 98) paid-up shares of Qatari Riyal ₹1,000 /- each fully paid-up in Semac Qatar WLL, Doha	1,172	1,172	1,172
	Less : Impairment in value *	(1,172)	(1,172)	(1,172)
(ii)	**Investments in other body corporate (At fair value)**			
	128 (FY 16-17: 128 ; 1st April, 2016: 128) paid-up equity shares of ₹ 25/- each fully paid-up in Shamrao Vittal Co-op. Bank Ltd.	3	3	3
	74,050 (FY 16-17:74,050 ; 1st April 2016: 74,050) fully paid up equity shares of ₹ 10/- each in AEC Infotech Pvt. Ltd.	666	666	666
	Quoted investment			
	300 units (FY 16-17: 300 ; 1st April 2016: Nil) fully paid up debentures of ₹ 100,000 each	-	30,000	-
	3,600 (FY 16-17: 3,600 ; 1st April, 2016: 3,600) fully paid up equity shares of ₹ 10/- each in Lakeland Hotels Ltd.	36	36	36
	Total	706	30,706	706
	Aggregate amount of quoted investments	36	30,036	36
	Market value of quoted investments	556	29,889	36
	Aggregate amount of unquoted investments	2,504	1,841	1,841
	Provision for diminution in investment	(1,172)	(1,172)	(1,172)

(*Due to ongoing legal proceeding with the Semac Qatar W.L.L. , a joint venture with a controlling share of 49 %, the company has fully impaired the value of its investment in accordance with the requirement of Ind AS 36 " Impairment of assets")

4.2 Loans

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Loans to related party			
- Unsecured, considered doubtful	862	19,629	18,768
Less : Provision for doubtful debts *	(862)	(19,629)	-
Security deposits			
Unsecured, considered good			
- Rent deposit	5,117	4,574	4,271
-Deposits with statutory authorities	25	1,025	1,025
- Others	-	-	915
Total	5,142	5,599	24,979

* Due to ongoing legal proceeding with the Semac Qatar W.L.L. , a joint venture with a controlling share of 49 %, the company has created the provision for the loan and receivables in accordance with the requirement of Ind AS 37.

4.3 Other financial assets

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Fixed deposits (having maturity of more than 12 months)			
- Under lien *	-	3,718	15,162
Total	-	3,718	15,162

* Lien in favour of guarantee given to customers

5 Deferred tax assets

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Deferred tax asset (Net)	48,409	41,352	20,499
	48,409	41,352	20,499

(i) Movement in deferred tax items

FY 17-18	Opening Balance as at 1st April, 2017	Recognised in Profit & Loss Account	Recognised in other comprehensive income	Closing balance as at 31st March, 2018
Deferred tax (liability) / asset on account of				
Expenses allowable on payment basis and others	16,714	(1,345)	(5,964)	9,405
Carry forward losses and unabsorbed depreciation	22,782	16,535	-	39,316
Depreciation difference	-	-	(930)	(930)
Provision for doubtful debt	-	(1,123)	-	(1,123)
	1,856	(116)	-	1,740
Net deferred tax (liability) / asset	41,352	13,950	(6,893)	48,409

S. S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

New Delhi SEMAC

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

6 Other non current asset

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance lease rent	60	327	653
Total	60	327	653

7 **Financial asset : Current**

7.1 **Investment**

	Quoted investments			
(i)	Investment in Mutual funds (at FVTPL) Nil units (In FY 16-17 : Nil units; 1st April 2016 : ₹ 522,879 units) in HDFC liquid fund (growth)	-	-	20,000
	Total	-	-	20,000

7.2 **Trade receivable**

		As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(i)	**Exceeding 6 months from payment due date**			
	-Unsecured, considered good	2,16,834	1,55,772	1,93,972
(ii)	**Other receivables**			
	-Unsecured, considered good	84,442	1,73,479	2,22,298
	-Unsecured, considered doubtful	15,217	5,364	2,104
	Less : Provision for doubtful debts	(15,217)	(5,364)	(2,104)
		3,01,275	3,29,251	4,16,270

a) Amount receivable from customers is considered due on raising of invoice.
b) Debts due by a limited liability company in which a director is a member - against which provision has been created

7.3 **Cash and cash equivalent**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Balances with banks			
- in Current accounts	1,30,244	1,79,351	1,38,456
- in Fixed deposit with maturity of upto 3 months	42,816		
Cash on hand	121	1,925	775
Total	1,73,181	1,81,276	1,39,231

7.4 **Bank balance**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Balances with banks			
- in Fixed deposit with maturity of upto 3-12 months (under lien)	71,069	61,109	64,187
- in Fixed deposit with maturity of upto 3-12 months	100	9,568	1,490
Earmarked balances			
- Unpaid dividend	-	11	11
	71,169	70,689	65,689

7.5 **Loans**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Unsecured, considered good unless otherwise stated			
Related parties			
- Loan to holding company (refer note (i))	9	60,009	80,000
- Loan to subsidiaries, joint venture, associate and others	41,097	30,040	29,330
Loans to others (refer note (ii))	25,000	-	25,000
Security deposit			
- Earnest money deposit	2,302	2,081	2,551
- Others	719	1,145	5,851
Advance to employees	1,635	287	1,403
Total	70,763	93,563	1,44,136

Note

(i) Loan has been given to holding company in earlier years and was repaid in the current financial year.
(ii) Loan was given to Vasundhara International, a sole proprietary concern on 3rd April, 2017 for general corporate purposes for a period of two years at interest rate of 13% per annum.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

7.6 Other financial assets

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Interest accrued on			
- Loan to holding company	1,191	41	2,506
- Deposits with bank	1,813	2,584	3,748
Interest accrued on loan to others	731	-	-
Unbilled revenue	40,824	36,717	33,884
Total	44,559	39,342	40,138

8 Current tax asset (net)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance payment of taxes (net) (Net of provision FY 17-18 - ₹ 23,399 ; FY 16-17 - ₹ 25,530 ; 1st April 2016 - ₹ 131,425)	75,414	67,521	60,179
Total	75,414	67,521	60,179

9 Other current assets

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance to suppliers	17,656	16,319	1,248
Prepaid expense	14,100	15,990	7,405
Other advances recoverable in kind	400	2,054	3,840
Balance with statutory authorities	62,304	14,341	5,639
Total	94,459	48,705	18,132

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

10 Equity share capital

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Authorised:			
2,000,000 Equity Shares of ₹ 10/- each	20,000	20,000	20,000
Issued, subscribed and fully paid up :			
1,820,892 equity shares of ₹ 10/- each	18,209	18,209	18,209
Total	18,209	18,209	18,209

(i) **Reconciliation of number and amount of equity shares outstanding:**

	No. of shares	Amount
As at 1st April 2016	18,20,892	18,209
Movement during the year	-	
As at 31st March, 2017	18,20,892	18,209
Movement during the year	-	
As at 31st March, 2018	18,20,892	18,209

(ii) **Details of shareholders holding more than 5% shares in the company**

Particulars	As at 31st, March 2018		As at 31st, March 2017		As at 1st, April 2016	
	No. of shares	% of holding	No. of shares	% of holding	No. of shares	% of holding
Revathi Equipment Ltd. (the Holding Company)	14,01,860	77%	14,01,860	77%	14,01,860	77%
B. S. Aswathnarayan	97,390	5%	97,390	5%	97,390	5%
T. S. Gururaj	95,851	5%	95,851	5%	95,851	5%
	15,95,101	88%	15,95,101	88%	15,95,101	88%

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

(iii) **Rights, preferences and restrictions attached to equity shares**

a) The Company has one class of equity shares having par value of ₹ 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation the equity shareholders are eligible to receive the remaining assets after discharging all liabilities of the Company, in proportion to their shareholding.

b) During the year ended 31st March, 2018 the amount of dividend per share recognised as distribution to equity shareholder was ₹ NIL (FY 16-17 ₹ NIL; 1st April 2016 Rs Nil)

c) The company has not issued any shares for consideration other than cash including bonus share and and shares brought back during the period of five years immediately preceding the reporting date.

11 OTHER EQUITY

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
General reserve			
Restated balance as at beginning of the year	1,64,127	1,64,127	1,64,127
Changes during the year	-	-	-
Closing Balance	1,64,127	1,64,127	1,64,127
Consolidation adjustment reserve			
Restated balance as at beginning of the year	21,511	21,511	21,511
Add : (Loss)/Profit for the year	-	-	-
Balance at the end of the year	21,511	21,511	21,511
Legal / statutory reserve			
Restated balance as at beginning of the year	6,926	6,926	6,926
Add : (Loss)/Profit for the year	-	-	-
Balance at the end of the year	6,926	6,926	6,926
Retained earnings			
Restated balance as at beginning of the year	3,72,015	4,27,587	4,27,587
Add : (Loss)/Profit for the year	(37,859)	(55,538)	-
Adjustment on account of Joint Venture (JV)	-	-	-
Prior period adjustment	-	(33)	-
Balance at the end of the year	3,34,157	3,72,015	4,27,587
Foreign currency translation			
Restated balance as at beginning of the year	14,630	11,724	11,724
Additions during the period	(1,138)	2,906	-
Balance at the end of the year	13,492	14,630	11,724
Actuarial gain/loss			
Restated balance as at beginning of the year	1,868	-	-
Additions during the period	2,646	1,868	-
Balance at the end of the year	4,515	1,868	-
Total Reserve and surplus	5,44,728	5,81,078	6,31,875

12 Non-controlling interest

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Opening restated balance	50,551	55,756	55,756
Additions during the period	4,659	14,906	-
Dividend paid		(20,094)	-
Tax on dividend	-	(18)	-
Closing Balance	55,210	50,551	55,756

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

13 Financial Liability : Non Current

13.1 Borrowings

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Secured at amortised cost			
From bank			
- Term loan	353	698	920
Total	353	698	920

(i) Term loan from ICICI bank, taken @ 14.5% is secured by Mortgage of flat at Sikanderabad and is repayable in equated monthly instalments (EMI) of ₹ 29,676 each (starting from November 2005 for a period of 177 months)

13.2 Other financial liability

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Retention money payable	8,390	5,792	1,488
Total	8,390	5,792	1,488

14 Non current provision

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision for employee benefits			
- Gratuity	35,720	40,115	35,828
- Leave encashment	3,557	3,521	2,531
	39,277	43,637	38,359

15 Financial liability : current

15.1 Borrowings

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Secured - at amortised cost			
- Cash credit / WCDL (refer note (ii))	-	20,010	-
Unsecured - at amortised cost			
- From body corporate (refer note (i))	-	-	40,000
- From related party	-	-	-
Total	-	20,010	40,000

Note

(i) The above loan was taken from Hari Investment Pvt Ltd carrying interest @ 12% p.a. The loan has been repaid in April 2016

(ii) The borrowing is secured by first Pari Pasu charge on the current assets of the company along with Lakshmi Vilas bank and FDR for ₹ 4 Crore has been marked as lien in favour of Yes bank Ltd.

15.2 Trade payables

		As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
a)	Micro, small and medium enterprises*	-	-	-
b)	Others	1,02,005	1,18,996	84,673
Total		1,02,005	1,18,996	84,673

Based on the information availaible with the company, there are no supplier as defined under the " Micro, Small and medium Enterprise Development Act, 2006". Hence the disclosure as required in section 22 of the said Act has not been given in these accounts. This information has been relied on by the auditor.

15.3 Other financial liability

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Current maturities of long term borrowings	288	264	452
Expenses payable	57,871	20,530	16,504
Others	1,778	-	126
Total	59,937	20,793	17,081

16 Short term provisions

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision for employee benefits			
- Gratuity	3,634	4,887	6,520
- Leave encashment	1,296	859	649
Provision for contingency *	12,400	12,400	12,400
Total	17,330	18,146	19,569

*Claim made by a client which is under dispute.

17 Other current liability

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance from clients	-	2,824	8,807
Statutory liabilities	30,091	11,398	10,628
Others	31,389	46,631	65,560
Total	61,479	60,852	84,995

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. * NEW DELHI *

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

(₹ in '000)

18 Revenue from operations

	Year ended 31st March 2018	Year ended 31st March 2017
(i) **Sale of services**		
Engineering consultancy and project management charges	5,17,618	6,09,755
Work contract services	6,46,159	2,87,343
Total	**11,63,777**	**8,97,098**

19 Other income

	Year ended 31st March 2018	Year ended 31st March 2017
Interest Income from		
- From FDR's	7,075	5,253
- Income tax refund	2,881	1,921
- Loans & advances	9,044	15,911
Profit on sale of current investments	-	1,222
Bad debts recovered	410	85
Tender document charges received	2,441	3,580
Sundry balances/provision no longer required written back	3,337	18,338
Profit/loss on sale of PPE (net)	741	906
Miscellaneous income	1,715	1,364
Total	**27,644**	**48,579**

20 Cost of services

	Year ended 31st March 2018	Year ended 31st March 2017
Works contract expenses	5,35,084	2,17,113
Total	**5,35,084**	**2,17,113**

21 Employee benefit expense

	Year ended 31st March 2018	Year ended 31st March 2017
i. Salaries, wages, allowances & commission	4,09,958	4,22,624
ii. Contribution to gratuity, provident & other funds	37,376	33,533
iii. Staff welfare expenses	9,119	9,753
Total	**4,56,453**	**4,65,910**

22 Finance cost

	Year ended 31st March 2018	Year ended 31st March 2017
Interest expenses	1,186	3,186
Delayed payment of the statutory dues	344	1,109
Total	**1,529**	**4,294**

23 Depreciation & amortization expenses

	Year ended 31st March 2018	Year ended 31st March 2017
i. Tangible assets	9,766	8,590
ii. Intangible assets	2,071	2,855
Total	**11,837**	**11,445**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD.

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

24 Other expenses

	Year ended 31st March 2018	Year ended 31st March 2017
Power & fuel	4,350	5,088
Rent	22,354	24,439
Repairs on others	5,766	8,964
Insurance	7,954	5,957
Rates & taxes	6,035	13,905
Bad debts written off	13,941	15,722
Provision for advances to related party	-	19,643
Training, seminar expense & other HR expense	819	566
Travel & conveyance	30,548	29,251
Vehicle maintenance	4,634	5,749
Bank charges	4,353	2,911
Postage & telephone	6,253	7,063
Loss on sale of investment	301	-
Printing & stationery	4,130	4,772
Foreign exchange difference (loss)	166	180
Charity & donation	-	2,512
Corporate social responsibilities	150	1,422
Tender fee	221	-
Sundry balances written off	7,433	7,408
Professional expense	98,541	1,31,116
Miscellaneous expenses	7,331	9,007
Total	**2,25,280**	**2,95,674**

25 Tax expense

Current tax		
- Income tax relating to current years	2,259	4,390
- Income tax relating to earlier years	529	10,714
Deffered tax expense	(7,986)	(21,843)
	(5,198)	**(6,739)**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

26 Other comprehensive income

Item that will be reclassified to profit or loss		
Foreign currency translation reserve	(773)	4,294
Item that will not be reclassified to profit or loss		
Actuarial gain / (loss) on defined benefit obligation	3,576	2,857
Total	2,803	7,151

27 Earning per Share

Face value of equity Shares (in Rs.)		
Total number of equity shares outstanding	18,20,892	18,20,892
Weighted average number of equity shares in calculating basic and diluted EPS	18,20,892	18,20,892
Continued Operation		
Net profit for calculation of basic and diluted EPS	(37,859)	(55,538)
EPS (Basic & Diluted)	(0)	(0)
Discontinued Operation		
Net profit for calculation of basic and diluted EPS (Rs. In '000)	-	-
EPS (Basic & Diluted)	-	-
Total Operations		
Net profit for calculation of basic and diluted EPS (Rs. In '000)	(37,692)	(55,538)
EPS (Basic & Diluted)	(0)	(0)

28 Contingent Liabilities (not provided for) in respect of:

(₹ in '000)

S.No	Particulars	2017-18	2016-17	1st April, 2016
a)	Bank guarantees	28,017	2,03,115	1,57,384
b)	Service tax demands	5,899	1,049	2,777
c)	Default in payment of TDS	1,577	1,550	-
d)	Claims against the Company not acknowledged as debts	11,772	-	-
	Total	47,265	2,05,714	1,60,161

29 Capital and other commitments:

(₹ in '000)

S.No	Particulars	2017-18	2016-17	1st April, 2016
a)	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	Nil	Nil	Nil
b)	Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advances)	Nil	Nil	Nil

30 Remuneration paid to Auditors :

(₹ in '000)

Particulars	2017-18	2016-17
Statutory auditor	842	936
Other services	120	120
Reimbursement of expenses	150	150
Total	1,112	1,206

31 Details of Dues to Micro and Small Enterprises as per MSMED Act, 2006 to the extent of information available with the Company

(₹ in '000)

S.N.	Particulars	2017-18	2016-17	2015-16
a)	Principal amount and Interest due thereon remaining unpaid to any supplier as at end of each accounting year	-	-	-
b)	Interest paid by the Company in terms of Section 16 of the MSMED Act along with the amounts of the payment made to the supplier beyond the appointed day during the accounting year.	-	-	-
c)	the amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-	-
d)	the amount of interest accrued and remaining unpaid	-	-	-
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of this Act.	-	-	-
	Total	-	-	-

32 Expenditure in foreign currency (Accrual basis):

(₹ in '000)

Particulars	2017-18	2016-17
Travelling	4,627	6,254
Rent	7,098	8,292
Professional fee and other expenses	2,33,635	2,54,130

33 Earnings in foreign currency (Accrual Basis):

(₹ in '000)

Particulars	2017-18	2016-17
Engineering, consultancy, project management charges	2,71,168	2,98,100

34 Segment Information

(i) General Disclosure

The company operates mainly in one business segment viz. engineering, consultancy for commercial and industrial projects being primary segment and all other activities revolve around the main activity. The secondary segment is geographical, information related to which is given under.

The above reportable segments have been identified based on the significant components of the enterprise for which discrete financial information is available and are reviewed by the Chief operating decision maker (CODM) to assess the performance and allocate resources to the operating segments.

(ii) Entity wide disclosure required by IND AS 108 are made as follows:

a) Revenues from sale of products to external customers

(₹ in '000)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
India	9,20,253	6,47,577
Outside India	2,71,168	2,98,100

b) **Segment Assets**

Total of non-current assets other than financial instruments, investment in subsidiaries, joint ventures and associate and deferred tax assets broken down by location of the assets, is shown below:

Particulars	Year ended March 31, 2018	Year ended March 31, 2017	Year ended April 1, 2016
India	15,965	16,318	18,552
Outside India	8,815	10,721	9,253

(iii) Information about major customers:

No single customer contributed 10% or more of the total revenue of the Company for the year ended 31st March, 2018 and 31st March, 2017

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

35 Gratuity and Other Post Employment Benefit Plans

Gratuity

Gratuity (being partly administered by a Trust) is computed as 15 days salary, for every recognized retirement / termination / resignation. The Gratuity plan for the company is a defined benefit scheme where annual contributions as per actuarial valuation are charged to the Statement of profit and loss.

The Provident Fund is a defined contribution scheme whereby the company deposits an amount determined as a fixed percentage of basic pay with the Regional Provident Fund Commissioner.

The Company also has a leave encashment scheme with defined benefits for its employees. The Company makes provision for such liability in the books of accounts on the basis of year end actuarial valuation. No fund has been created for this scheme.

For summarizing the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for the respective plans, the details are as under

A. Statement of profit and loss

Net employee benefit expense

(₹ in '000)

Particulars	2017-18		2016-17	
	Gratuity (funded)	Leave encashment	Gratuity (funded)	Leave encashment
Current Service cost	7,903	12,260	6,632	14,425
Net Interest cost	2,715	193	3,034	241
Expected return on plan assets	(264)		(490)	-
Net actuarial (gain) / loss to be recognized	(3,576)	(743)	(2,857)	(2,800)
Past service cost (vested benefits)	2,596	(191)	963	89
Expenses Recognized in the statement of Profit & Loss	**9,373**	**11,519**	**7,281**	**11,954**

B. Balance Sheet

(i) Details of Plan assets/ (liabilities) for gratuity and Leave Encashment

(₹ in '000)

Particulars	2017-18		2016-17	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Defined benefit obligation	39,489	4,899	48,698	4,279
Fair value of plan assets	3,063	-	3,696	-
Net Asset/(Liability) recognized in the Balance Sheet	36,426	4,899	45,002	4,279

(ii) Changes in the present value of the defined benefit obligation are as follows:

(₹ in '000)

Particulars	2017-18		2016-17	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Opening defined benefit obligation	48,698	4,381	47,313	3,970
Interest cost	2,715	193	3,034	241
Current service cost	7,903	12,260	6,632	14,425
Past service cost (vested benefits)	2,596	(191)	963	89
Actuarial (gains)/losses on obligation	(3,771)	(743)	(2,854)	(2,800)
Benefit paid	(15,724)	(11,001)	(6,389)	(11,645)
Closing defined benefit obligation	42,417	4,899	48,698	4,279

(iii) Changes in the fair value of plan assets (gratuity) are as follows:

(₹ in '000)

Particulars	2017-18	2016-17
Opening fair value of plan assets	3,780	5,451
Actual return on Plan Assets	264	490
Contribution during the year	14,125	2,696
Benefit paid	(14,911)	(4,860)
Actuarial gain / (loss) on plan assets	(195)	3
Closing fair value of plan assets	**3,063**	**3,780**

(iv) The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Particulars	2017-18 %	2016-17 %
Discount rate (%)	7%	7%
Expected salary increase (%)	8%	10%
Demographic Assumptions		
Retirement Age (year)	60	60
Attrition / Withdrawal rate (per annum)	20%	20%
Mortality rate	100%	100%

The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant

v. Contribution to defined contribution plans:

Particulars	2017-18	2016-17
Provident fund	19,264	15,700

S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

vi Sensitivity analysis of the defined benefit obligation:

Particulars	2017-18		2016-17	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Impact of the change in discount rate				
Present value of obligation at the end of the period	42,417	4,899	48,698	4,279
Impact due to increase of 0.50%	212	24	243	21
Impact due to decrease of 0.50%	(212)	(24)	(243)	(21)
Impact of the change in salary increase				
Present value of obligation at the end of the period	42,417	4,899	48,698	4,279
Impact due to increase of 0.50%	212	24	243	21
Impact due to decrease of 0.50%	(212)	(24)	(243)	(21)

Sensitivities due to mortality & withdrawals are insignificant & hence ignored.

vii Other comprehensive income (OCI):

(₹ in '000)

Particulars	2017-18		2016-17	
	Gratuity (partly funded)	Leave encashment	Gratuity (partly funded)	Leave encashment
Net cumulative unrecognized actuarial (gain)/loss opening	(2,857)	(2,800)	-	-
Actuarial (gain)/loss for the year on PBO	(3,771)	(743)	(2,854)	(2,800)
Actuarial (gain)/loss for the year on plan asset	195	-	(3)	-
Unrecognized actuarial (gain)/loss at the end of the year	-	-	-	-
Total actuarial (gain)/loss at the end of the year	(6,433)	(3,543)	(2,857)	(2,800)

36 Related Party Transaction

a) List of Related Parties

i. Subsidiaries, Associates and Joint Venture of the Company

Name	Status
Semac Qatar WLL	Joint Venture (Qatar)
Semac & Partners LLC	Subsidiary Company (Muscat)

ii. Holding company

Name	Status
Revathi Equipment Limited	Holding Company
Renaissance Advanced Consultancy Ltd	Ultimate Holding company

iii Key Management Personnel of the Company

Name	Status
Mr. Chaitanya Dalmia	Director till 31st March 2018
Mr. Abhishek Dalmia	Additional Director, w.e.f. 1st December 2017
Mrs. Deepali Dalmia	Additional Director, w.e.f. 31st March 2018
Mr Ramesh Pangasa	Managing Director till 29th April 2016
Mr Vikas Jain	Chief Financial Officer and Company Secretary w.e.f. 18th November, 2016
Mr Rohit Sharda	Chief Executive Officer till 31st January, 2017
Mr. Pawan Maini	Chief Executive Officer, w.e.f. 3rd April 2017

iv Relatives of Key management personnel

Name	Relation
Smt. V Pangasa	Wife of Mr Ramesh Pangasa
Mr. Nitin Pangasa	Son of Mr Ramesh Pangasa
Ms. Priyamvada Dalmia	Daughter of Mr. Abhishek Dalmia & Mrs Deepali Dalmia, w.e.f. 1st December 2017

v. Enterprises where Key managerial personnel or their relatives have significant influence
Semac Construction Technologies India LLP (SCTILLP), formerly Renaissance Construction Technologies India LLP (RCTILLP)

b) The following transactions were carried out with related parties in the ordinary course of business:

Nature of Relationship	Name of Related Party	Nature of Transaction	For the year ended 31-Mar-18	For the year ended 31-Mar-17
Key Management Personnel	Mr. Ramesh Pangasa	Salary & Perquisites	-	450
	Mr. Nitin Pangasa		-	201
	Mr. Vikas Jain (CFO)		5,913	5,375
	Mr. Rohit Sharda (CEO)		-	7,860
	Mr. Pawan Maini (CEO)		27,500	-
	Ms. Priyamvada Dalmia		2,016	-
Relatives of Key Management personnel	Smt. V. Pangasa	Rent	-	40
Enterprises where Key managerial personnel or their relatives have significant influence	Semac Construction Technologies India LLP (SCTILLP)	Professional fees / reimbursement of expenses	1,03,587	16,186
Holding company	Revathi Equipment Limited	Interest Income	1,277	10,970
Subsidiaries, Associates and Joint Venture of	Semac Qatar WLL	Consultancy Income	-	109

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

c) **Balances Outstanding at Year End:**

Nature of Relationship	Name of Related Party	Nature of Transaction	31-Mar-18	31-Mar-17	1-Apr-16
Enterprises where Key managerial personnel or their relatives have significant influence	Semac Construction Technologies India LLP (SCTILLP)	Trade Receivable	5,671	1,920	234
		Trade Payable	5,633	4,059	-
Holding company	Revathi Equipment Limited	Advance Given	9	60,000	80,000
		Interest Receivable	1,191	41	2,506
Joint Venture of the Company	Semac Qatar WLL	Loans	862	19,629	18,768
		Provision for Diminuition	(862)	(19,629)	-
		Net Amount	-	-	18,768
		Trade receivables	188	269	126
		Provision for Doubtful Debts	(188)	(269)	-
		Net Amount	-	-	126
		Investments	1,172	1,172	1,172
		Less: Provision	(1,172)	(1,172)	(1,172)
		Net Amount	-	-	-

37 Leases

(i) **Obligations under finance leases**
The company has no leasing arrangement in the nature of finance lease except land.

(ii) **Operating lease arrangements**
Office premises are taken on operating lease. There is no escalation clause in the lease agreement

(a) **Payments recognised as expense**

Particulars	2017-18	2016-17
Minimum lease payment	22,354	24,439

(b) **Non-cancellable operating lease commitments**
All the operating lease arrangements are cancellable, having a lease period of 3-5 years and are usually renewable by mutual consent on mutually agreeable terms.

38 Disclosures as required by Indian Accounting Standard (Ind AS) 37:- Provisions, Contingent liabilities and Contingent assets :

There are no present obligations requiring provisions in accordance with the guiding principles as enunciated in Ind As 'Provisions, Contingent Liabilities & Contingent Assets except as given under
Due to ongoing legal proceeding with the Semac Qatar W.L.L. , a joint venture with a controlling share of 49 %, the company has created the provision for the loan and receivables in accordance with the requirement of Ind AS 37.

39 Impairment Review

Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or groups of CGUs within the Company at which the assets are monitored for internal management purposes, within an operating segment. The impairment assessment is based on higher of value in use and value from sale calculations. During the year, the testing did not result in any impairment in the carrying amount of other assets. The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations are:-
(i) Operating margins (Earnings before interest and taxes), (ii) Discount Rate, (iii) Growth Rates and (iv) Capital Expenditure

40 Expenditure incurred on Corporate Social Responsibilities

(a) Gross amount required to be spent by the company during the year ₹ 100 (previous year ₹ 1,421,818)
(b) Amount spent during the year on

CSR Activities	In Cash	Yet to be paid in cash	Total
(i) Construction / acquisition of any asset	-	-	-
(ii) On purpose other than (i) above	150 (1,422)	- -	150 (1,422)

(figure in bracket pertain to previous year)

41 Events occurring After the Balance Sheet date
No adjusting or significant non adjusting events have occurred between the reporting date and date of authorization of financial statements

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

42 Financial Risk Management

Financial risk factors

The Company's operational activities expose to various financial risks i.e. market risk, credit risk and risk of liquidity. The Company realizes that risks are inherent and integral aspect of any business. The primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Company's senior management oversees the management of these risks and devise approrpiate risk management framework for the Company. The senior management provides assurance that the 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

A 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. The Company is exposed to the risk of movements in interest rates and foreign currency exchange rates that affects its assets, liabilities and future transactions. The Company is exposed to following key market risks:

i. Interest rate 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. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term borrowings obligations in the nature of cash credit.

Particulars	Fixed Rate Borrowing	Variable Rate Borrowing	Total Borrowing
As at March 31, 2018	640	-	640
As at March 31, 2017	961	20,010	20,972
As at April 1, 2016	41,372	-	41,372

Sensitivity analysis - For loating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year.

Sensitivity on variable rate borrowings	Impact on Profit & Loss Account	
	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Interest rate increase by 0.25%	-	(50)
Interest rate decrease by 0.25%	-	50

ii. Foreign currency risk :

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuates because of changes in foreign exchange rates. As the Company operates internationally through a branch office in Dubai it has exposure to the risk of change in foreign exchange on account of foreingn operations. In addition to this, the entity has also exported / imported professional and management services giving rise to foreing receivables / paybles.

The details of foreign currency exposure is as follows:

Particulars	Trade Receivable		Trade Payables	
	In FC	₹ in '000	In FC	₹ in '000
Unhedged foreign currency exposures				
Foreign Exposure as at 31st March 2018				
US Dollars	763	49,448	104	6,763
Euro	-	-	45	3,633
Foreign Exposure as at 31st March 2017				
US Dollars	738	47,803	108	7,008
Euro	-	-	105	6,569
Foreign Exposure as at 1st April 2016				
US Dollars	969	64,121	10	661
Euro	-	-	250	18,725

Rate Sensitivity

Sensitivity analysis is computed based on the changes in the income and expenses in foreign currency upon conversion into functional currency, due to exchange rate fluctuations between the previous reporting period and the current reporting period.

₹ in '000

Particulars	Increase / Decrease in basis points	Impact on Profit & Loss Account	
		For the year ended 31st March, 2018	For the year ended 31st March, 2017
USD Sensitivity	+ 50 basis points	329	315
	- 50 basis points	(329)	(315)
Euro Sensitivity	+ 50 basis points	(23)	(53)
	- 50 basis points	23	53

* Holding all other variable constant

B Credit risk:

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and advances to suppliers) and from its financing activities, including deposits and other financial instruments

To manage this, Company periodically assesses the financial reliability of customers, taking into account factors such as credit track record in the market and past dealings with the Company for extension of credit to customer Company monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. An impairment analysis is performed at each quarter end on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note 3.18. The Company evaluates the concentration of risk with respect to trade receivables as low, the trade receivables are located in several jurisdictions and operate in largely independent markets.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

The ageing of trade receivable is given below:

₹ in '000

Particulars	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	Upto 6 months	More than 6 months	Upto 6 months	More than 6 months	Upto 6 months	More than 6 months
Gross carrying amount (A)	99,659	2,16,834	1,78,843	1,55,772	2,24,403	1,93,972
Expected Credit Losses (B)	(15,217)		(5,364)		(2,104)	
Net Carrying Amount (A-B)	**84,442**	**2,16,834**	**1,73,479**	**1,55,772**	**2,22,298**	**1,93,972**

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved authorities. Credit limits of all authorities are reviewed by the management on regular basis. All balances with banks and financial institutions is subject to low credit risk due to good credit ratings assigned to the Company. The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2018, March 31, 2017 and April 1, 2016 is the carrying amounts as illustrated in note 44

C Liquidity risk:

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company's cash flow is a mix of cash flow from collections from customers on account of engineering services. The other main component in liquidity is timing to call loans/ funds and optimization of repayments of loans installment, interest payments.

Table hereunder provides the current ratios of the Company as at the year end

₹ in '000

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Total current assets	8,30,821	8,30,347	9,03,774
Total current liabilities	2,40,752	2,38,798	2,46,318
Current ratio	3	3	4

The table below summarises the maturity profile of the Company's financial liabilities based on contracted undiscounted payments (excluding transaction cost on borrowings).

₹ in '000

	Particulars	Payable on demand	Less than 1 year	More than 1 year	Total
I	**As at 31st March, 2018**				
(i)	Borrowings	-	288	353	640
(ii)	Other Financial Liability	59,650		8,390	68,040
(iii)	Trade and other payble	-	1,02,005	-	1,02,005
	Total	**59,650**	**1,02,293**	**8,743**	**1,70,685**
II	**As at 31st March, 2017**				
(i)	Borrowings	20,010	264	698	20,972
(ii)	Other Financial Liability	20,530		5,792	26,322
(iii)	Trade and other payble	-	1,18,996	-	1,18,996
	Total	**40,540**	**1,19,260**	**6,490**	**1,66,290**
III	**As at 1st April, 2016**				
(i)	Borrowings	40,000	452	-	40,452
(ii)	Other Financial Liability	16,629		1,488	18,117
(iii)	Trade and other payble	-	84,673	-	84,673
	Total	**56,629**	**85,125**	**1,488**	**1,43,242**

43 Financial Instrument - Disclosure

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

Financial Assets

Sl. No	Particulars	Note	Fair value hierarchy	As at March 31, 2018		As at March 31, 2017		As at April1, 2016	
				Carrying Amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair Value
1	**Financial asset at FVTPL**	D							
	Current								
	Investments in mutual funds			-		-		20,000	20,000
2	**Financial asset at FVTOCI**								
	Non Curent								
	Investments in equity shares								
	Quoted			36	36	36	36	36	36
	Unquoted			670	670	670	670	670	670
3	**Financial assets designated at amortised cost**								
	Non Current								
a)	Investment in debentures			-	-	30,000	30,000	-	-
b)	Loans			5,142		5,599		24,979	
c)	Others financial asset			-		3,718		15,162	
	Current								
a)	Trade receivables			3,01,275		3,29,251		4,16,270	
b)	Cash and cash equivalents			1,73,181		1,81,276		1,39,231	
c)	Bank balances			71,169		70,689		65,689	
d)	Loans			70,763		93,563		1,44,136	
e)	Others financial asset			44,559		39,342		40,138	
	Total			**6,66,795**	**706**	**7,54,145**	**30,706**	**8,66,310**	**20,706**

Financial Liabilities

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

Sl. No	Particulars	Note	Fair value hierarchy	As at March 31, 2018		As at March 31, 2017		As at April1, 2016	
				Carrying Amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair Value
1	Financial liability designated at amortised cost	D							
	Non Current								
a)	Borrowings			353		698		920	
b)	Other financial liability			8,390		5,792		1,488	
	Current								
a)	Borrowings			-		20,010		40,000	
b)	Trade payables			1,02,005		1,18,996		84,673	
c)	Other financial liabilities			59,937		20,793		17,081	
	Total			1,70,685	-	1,66,290	-	1,44,162	-

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

A Company has opted to fair value its Financial asset through profit & loss

B Company has opted to fair value its financial asset through OCI

C As per Para D-15 of Appendix D of Ind AS 101, the first time adopter may chose to measure its investment in subsidiaries, JVs and Associates at cost or at fair value. Company has opted to value its investments in subsidiaries, JVs and Associates at cost.

D Company has adopted effective rate of interest for calculating Interest. This has been calculated as the weighted average of effective interest rates calculated for each loan. In addition processing fees and transaction cost relating to each loan has also been considered for calculating effective interest rate.

* The carrying amounts are considered to be the same as their fair values due to short term nature.

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within 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 assets or liabilities that are not based on observable market data (unobservable inputs).

44 Capital management

For the purpose of the Company's capital management, equity includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders and net debt includes interest bearing loans and borrowings less current investments and cash and cash equivalents. The primary objective of the Company's capital management is to safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, internal accruals, long term borrowings and short term borrowings. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Debt (i)	353	20,708	40,920
Cash & bank balances	1,73,181	1,81,276	1,39,231
Net Debt	(1,72,829)	(1,60,568)	(98,311)
Total Equity	6,18,147	6,49,838	7,05,840
Net debt to equity ratio (Gearing Ratio)	(0)	(0)	(0)

(i) Debt is defined as long-term and short-term borrowings

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

LTD. New Delhi

45 Transition to Ind As

First-time adoption of Ind AS

These financial statements, for the year ended March 31, 2018 are the first the Company has prepared in accordance with Ind AS. For periods up to and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on March 31, 2018, together with the comparative period data as at and for the year ended March 31, 2017, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at 1 April 2016, being the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at April 01, 2016 and the financial statements as at and for the year ended March 31, 2017.

This note explains the principal adjustments made by the Company and an explanation on how the transition from the previous GAAP to Ind AS has affected its financial statements, including the Balance Sheet as at 1st April, 2016 and the financial statements for the year ended 31st March, 2017.

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from the previous GAAP to Ind AS:

a. Deemed cost

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for a class of its property, plant and equipment as recognised in the financial statements as on the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost on the date of transition. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets.

The Company has elected to continue with the carrying value of all classes of its property, plant and equipment and intangible assets, recognised as of April 1, 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

b Leases

Appendix C to Ind AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind AS 17, this assessment should be carried out at the inception of the contract or arrangement. Ind AS 101 provides an option to make this assessment on the basis of facts and circumstances existing on the date of transition to Ind AS, except where the effect is expected to be not material.

Business Combination

Ind AS 103 Business Combinations has not been applied to acquisitions of subsidiaries, which are considered businesses under Ind AS that occurred before April 1, 2016. Ind AS 101 provides the option that the Indian GAAP carrying amounts of assets and liabilities that are required to be recognised under Ind AS, is their deemed cost at the date of the acquisition. After the date of the acquisition, measurement is in accordance with respective Ind AS.

Business combinations occurring prior to the transition date have not been restated.

c Investment in subsidiary, associate, joint venture

Ind AS 27 requires an entity to account for its investments in subsidiaries and associates either at cost or in accordance with Ind AS 109. Ind AS 101 provides an option to measure such investments as at the date of transition to Ind AS either at cost determined in accordance with Ind AS 27 or deemed cost, where deemed cost shall be its fair value as at date of transition to Ind AS or previous GAAP carrying amount as at that date.

d. Designation of previously recognised financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at FVOCI on the basis of the facts and circumstances on the date of transition to Ind AS. The Company has elected to apply this exemption for its investment in equity investments.

e De-recognition of financial assets and liabilities

Ind AS 101 requires a first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first-time adopter to apply the de-recognition requirements in Ind AS 109 retrospectively from a date of the entity's choosing, provided that the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognised as a result of past transactions was obtained at the time of initially accounting for those transactions. The Company has applied the de-recognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after April 1, 2016 (the transition date).

f Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

g Impairment of financial assets

The Company has applied the impairment requirements of Ind AS 109 retrospectively; however, as permitted by Ind AS 101, it has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments were initially recognised in order to compare it with the credit risk at the transition date. Further, the Company has not undertaken an exhaustive search for information when determining, at the date of transition to Ind ASs, whether there have been significant increases in credit risk since initial recognition, as permitted by Ind AS 101.

h Cumulative Translation Difference

Ind AS 21 require to recognise some translation differences in other comprehensive income and accumulate these in a separate component of equity. However a first-time adopter need not comply with these requirements for cumulative translation differences that existed at the date of transition to Ind ASs.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR YEAR ENDED MARCH 31, 2018

Reconciliation of equity as previously reported under IGAAP to IND AS as at April 01, 2016

	As at April 1, 2016 ₹ in '000 IGAAP	As at April 1, 2016 ₹ in '000 Adjustment	As at April 1, 2016 ₹ in '000 As Per IND AS
Assets			
Non - current assets			
Property, plant and equipment	20,729	-	20,729
Other intangible assets	6,423	-	6,423
Financial assets			
Investments	706	-	706
Loans	90,858	(65,879)	24,979
Others Financial Asset	-	15,162	15,162
Deferred tax assets (net)	20,499	(0)	20,499
Other non - current assets	16,187	(15,534)	653
	1,55,401	(66,251)	89,150
Current assets			
Financial assets			
Investments	20,000	-	20,000
Trade receivables	4,16,270	-	4,16,270
Cash and cash equivalents	2,04,920	(65,689)	1,39,231
Bank Balances	-	65,689	65,689
Loans	1,70,648	(26,512)	1,44,136
Others	40,138	0	40,138
Current tax assets (net)	-	60,179	60,179
Other current assets	-	18,132	18,132
	8,51,976	51,798	9,03,774
Total Assets	10,07,377	(14,453)	9,92,924
Equity and liabilities			
Equity			
Equity share capital	18,209	-	18,209
Other equity	6,45,303	(13,428)	6,31,875
Minority Interest	50,783	4,973	55,756
	7,14,295	(8,455)	7,05,840
Liabilities			
Non - current liabilities			
Financial liabilities			
Borrowings	920	-	920
Other financial liabilities	1,488	-	1,488
Provisions	38,359	0	38,359
	40,766	0	40,766
Current liabilities			
Financial liabilities			
Borrowings	40,126	(126)	40,000
Trade payables	84,673	-	84,673
Other financial liabilities		17,081	17,081
Provisions	25,567	(5,998)	19,569
Other current liabilities	1,01,950	(16,956)	84,995
	2,52,317	(5,998)	2,46,318
Total Equity & Liabilities	10,07,377	(14,453)	9,92,924

S.S. KOTHARI MEHTA & CO. * NEW DELHI * CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. * New Delhi *

SEMAC CONSULTANTS PRIVATE LIMITED

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR YEAR ENDED MARCH 31, 2018

Reconciliation of equity as previously reported under IGAAP to IND AS as at March 31, 2017

	As at 31-Mar-17 ₹ in '000 IGAAP	As at 31-Mar-17 ₹ in '000 Adjustment	As at 31-Mar-17 ₹ in '000 As Per IND AS
Assets			
Non - current assets			
Property, plant and equipment	22,577	0	22,577
Other intangible assets	4,135	(0)	4,135
Financial assets			
Investments	30,706	-	30,706
Loans	76,862	(71,263)	5,599
Others	-	3,718	3,718
Deferred tax assets (net)	41,352	-	41,352
Other non - current assets	4,743	(4,416)	327
	1,80,376	(71,961)	1,08,415
Current assets			
Financial assets			
Trade receivables	3,29,251	0	3,29,251
Cash and cash equivalents	2,51,965	(70,689)	1,81,276
Bank Balances	-	70,689	70,689
Loans	1,42,268	(48,705)	93,563
Others	39,342	-	39,342
Current tax assets (net)		67,521	67,521
Other current assets		48,705	48,705
	7,62,827	67,521	8,30,347
Total Assets	9,43,203	(4,440)	9,38,762
Equity And Liabilities			
Equity			
Equity share capital	18,209	-	18,209
Other equity	5,86,102	(5,023)	5,81,078
Minority Interest	45,578	4,973	50,551
	6,49,889	(51)	6,49,838
Liabilities			
Non - current liabilities			
Financial liabilities			
Borrowings	698	-	698
Other financial liabilities	5,792	-	5,792
Provisions	43,637	-	43,637
	50,126	-	50,126
Current liabilities			
Financial liabilities			
Borrowings	20,010	-	20,010
Trade payables	1,18,996	-	1,18,996
Other financial liabilities	-	20,793	20,793
Provisions	22,536	(4,390)	18,146
Other current liabilities	81,646	(20,793)	60,852
	2,43,188	(4,390)	2,38,798
Total Equity & Liabilities	9,43,203	(4,440)	9,38,762

Equity Reconcilation	2016	2017
As Per IGAAP	6,45,303	5,86,102
Finance income on security deposit - Rent	-	349
Advance Rent amortized	-	(325)
Security Deposit (Operating Lease)	(74)	(74)
As Per IND AS	6,45,228	5,86,051

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT. LTD. New Delhi

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR YEAR ENDED MARCH 31, 2018

Statement of profit and loss for the year ended 31.03.2017

Particulars	As at 31-03-2017 ₹ in '000 IGAAP	As at 31-Mar-17 ₹ in '000 Adjustment	As at 31-03-2017 ₹ in '000 As Per IND AS
Revenue from operations	8,97,098	(0)	8,97,098
Other income	50,869	(2,289)	48,579
Total income	9,47,966	(2,289)	9,45,677
Expenses			
Cost of services	2,17,113	-	2,17,113
Employee benefits expenses	4,65,839	72	4,65,910
Finance costs	1,509	2,786	4,294
Depreciation and amortization expenses	11,445	(0)	11,445
Other expenses	2,95,168	505	2,95,674
Total expenses	9,91,074	3,363	9,94,436
Profit / (loss) before exceptional items and tax	(43,108)	(5,652)	(48,759)
Exceptional items			
Profit / (loss) before tax	(43,108)	(5,652)	(48,759)
Tax expense			
Current Tax	15,103	-	15,103
Deferred Tax	(20,854)	(989)	(21,843)
	(5,751)	(989)	(6,739)
Profit / (loss) from continuing operations	(37,357)	(4,663)	(42,020)
Profit / (loss) from discontinued operations	-	-	-
Tax expense of discontinued operations	-	-	-
Profit / (loss) from discontinued operations (after tax) (X - XI)	-	-	-
Profit / (loss) for the period	**(37,357)**	**(4,663)**	**(42,020)**
Other comprehensive income			
Items that will be reclassified to profit or loss	-	4,294	4,294
Income tax relating to items that will be reclassfied to profit or loss		-	
Items that will not be reclassified to profit or loss	-	2,857	2,857
Income tax relating to items that will not be reclassified to profit or loss	-	(989)	(989)
	-	6,162	6,162
Total comprehensive income for the period	(37,357)	1,499	(35,858)

Profit reconcilation for the year ended March 31, 2017

	Amount ₹ in '000
Profit As per IGAAP March 31, 2017	(37,357)
Advance lease rent amortised	(325)
Finance income on security deposit (Operating Lease)	349
Transfer of gain on translation of foreign operation to OCI	(2,818)
Transfer of acturial gain to OCI	(2,857)
Tax Impact t/f to OCI	989

S.S. KOTHARI MEHTA & CO. CHARTERED ACCOUNTANTS NEW DELHI

SEMAC CONSULTANTS PVT. LTD. New Delhi

Profit As Per IND AS March 31, 2017

Footnotes to the reconciliation of equity as at 1st April, 2016 and 31st March, 2017 and Statement of Profit and Loss for the year ended 31st March, 2017 :

Financial Assets & Liabilities
The previous year's including figures as on the date of transition have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year including figures as at the date of transition are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

Other comprehensive income
Under the previous GAAP, the Company did not present total comprehensive income and other comprehensive income. Hence, it has reconciled the previous GAAP profit to profit as per Ind AS. Further, the previous GAAP profit is reconciled to other comprehensive income and total comprehensive income as per Ind AS.

Property, plant and equipment & Intangible Assets
Under Ind AS, the Company has elected to opt for cost model with respect to property, plant and equipments, capital work in progress and intangible asset.

Translation of Foreign Operations
Under IGAAP, differnces arising on account of translation of foreign operations into functional currency is recognised as gain or loss in the statement profit & loss account. However, in Ind AS such difference are to be recognised in other comprehensive income. Thus foreign currency transaltion gain of ₹ 28.18 lakhs for the FY 16-17 has been recognized in other comprehensive income.

Trade Receivables
Under Indian GAAP, the Company has created provision for impairment of receivables consists only in respect of specific amount for incurred losses. Under Ind AS, impairment allowance has been determined based on Expected Loss model (ECL).

Investments
Under Indian GAAP, the company accounted for long term investments in unquoted and equity shares as investment measured at cost less provision for other than temporary diminution in the value of investments.

In Ind As the investment in subsidiary, associate and joint venture, the Company has the option to account for investment in shares either at cost/deemed cost or FVTOCI or FVTPL as at the transition date.

As per the aforesaid alternatives, the Company has designated investment in the subsidiary (unquoted investment) and associate comapny at deemed cost i.e. the previous GAAP carrying amount less accumulated the impairment loss, if any, as at the date of transition.

Defined benefit obligation
Both under Indian GAAP and Ind AS, the company recognised costs related to its post-employment defined benefit plan on an actuarial basis. Under Indian GAAP, the entire cost, including actuarial gains and losses, are charged to profit or loss. Under Ind AS, remeasurements [comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets excluding amounts included in net interest on the net defined benefit liability] are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI. Thus, the employee benefit cost is increased by ₹ 28.57 lakhs on account to re-measurement gain for the FY 2016-17 and remeasurement gain on defined benefit plan has been recognized in the OCI, net of tax as at 31st March 2017.

Deferred tax Liability (net)
Previous GAAP required deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the year. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which were not required under the previous GAAP. Moreover, carryforward of unused tax credits are to be treated as deferred tax assets which was earlier considered as Other non-current non-financial assets.

Long term financial asset at amortised cost
Under Indian GAAP, long-term financial assets such as interest free deposit were recognised at the contractual amount and were not discounted. Under Ind AS, where the effect of time value of money is material, the amount of asset should be recognised at the present value of amount expected to be realised. These assets are subsequently measured at amortised cost method.

Revenue
Under the previous GAAP, revenue from sale of goods was presented as net of excise duty and service tax on sales. However, under Ind AS, revenue from sale of goods includes excise duty and service tax and such taxes & duty is separately presented as an expense on the face of the Statement of Profit and Loss.

Retained earnings
Retained earnings as at the transition date has been adjusted consequent to the above Ind AS transitional adjustments.

MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

SEMAC CONSULTANTS PVT LTD New Delhi

SEMAC CONSULTANTS PRIVATE LIMITED
NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR YEAR ENDED MARCH 31, 2018

46 Previous year figures have been regrouped/rearranged wherever necessary to confirm to current year presentation

For S.S. Kothari Mehta & Co.
Chartered Accountants

Sunil Wahal
Partner
Membership No: 087294

Place : New Delhi
Date: May 11, 2018

For and on behalf of the Board of Directors of
Semac Consultants Private Limited

Deepali Dalmia

Abhishek Dalmia
DIN : 00011958

Deepali Dalmia
DIN : 00017415

Vikas Jain
Chief Financial Officer

B R MAHESWARI & CO LLP
CHARTERED ACCOUNTANTS

M-118, Connaught Circus,
New Delhi - 110001
Phones: +91 (11) 4340 2222
23416341
2341 8130
Fax: +91(11) 2341 5796
E-mail: brmc@brmco.com

Independent Auditors' Report

To the Members of
Renaissance Advanced Consultancy Limited

Report on the audit of the Standalone Financial Statements

We have audited the standalone financial statements of Renaissance Advanced Consultancy Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of changes in equity and the statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) 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 (ICAI) together with the ethical requirements that are relevant to our audit of the standalone 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, for example, Board's Report including Annexures to Board's Report, but does not include the consolidated financial statements, standalone financial statements and our auditors' report thereon.

B R MAHESWARI & CO
M-118,
Conn. Circus
New Delhi

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

The other information is expected to be made available to us after the date of this auditors' report. When we read this other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

The Company's 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, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditors' 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.

B R MAHESHWARI & CO LLP
M-118,
Conn. Circus

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 system 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 standalone 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.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in

(i) planning the scope of our audit work and in evaluating the results of our work; and
(ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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.

MAHESWARI & CO
M-118
Conn. Circus

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 of the current period 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.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, based on our audit we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

   (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   (e) On the basis of written representations received from the directors as on March 31, 2020 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of section 164 (2) of the Act.

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure 'A'.

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

B.R. MAHESWARI & CO. LLP M-118, Conn. Circus

(h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

i. The Company did not have any pending litigations;

ii. The Company did not have any long term contracts including any derivative contracts for which there were any material foreseeable losses;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 'B' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No. 001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No.082700

B R MAHESWARI & CO LLP
M-118,
Conn. Circus
New Delhi
Chartered Accountants

UDIN: 20082700AAAAVP4785

Place: New Delhi
Date: September 10, 2020

Annexure 'A' to the Independent Auditors' Report
(Referred to in Paragraph 1(f) under the heading "Report on other legal and regulatory requirements" of our report of even date)

Report on the Internal Financial Controls under clause (i) of sub section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Renaissance Advanced Consultancy Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

M-118,
Conn. Circus

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No: 001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No.082700

B R Maheswari & Co LLP
M-118,
Conn. Circus
New Delhi
Chartered Accountants

UDIN: 20082700AAAAVP4785

Place: New Delhi
Date: September 10, 2020

Annexure 'B' to the Independent Auditors' Report
(Referred to in Paragraph 2 under the heading "Report on other legal and regulatory requirements" of our report of even date)

1) In respect of its fixed assets:

(a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) As explained to us, physical verification of fixed assets is ongoing exercise and some of the fixed assets have been physically verified during the year by the management and there is regular programme of verification which in our opinion, though reasonable, requires to be strengthened having regard to the size of the company and nature of its assets. According to the information given by the management, no material discrepancies were noticed on such verification.

2) In respect of its inventories:

(a) The inventories have been physically verified by the management. In our opinion, the frequency of verification is reasonable.

(b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

(c) The company has maintained proper records of inventory. No material discrepancies were noticed on verification between the physical stocks and the book records

3) As informed, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act for the financial year 2019-20, and accordingly clauses (a), (b) and (c) of Para (iii) of the order are not applicable.

4) In our opinion and according to the information and explanations given to us and on an overall examination of the standalone Ind AS financial statements, the Company has complied with the provisions of section 185 and 186 of the act, with respect to the loans and investments made.

5) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits during the year, and accordingly is not required to comply with the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.

B R MAHESWARI & CO
M-118
Conn. Circus
New Delhi

6) As informed to us, the maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, in respect of the activities carried on by the Company.

7) (a) According to the information and explanations given to us, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Value Added Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it. As informed, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2020 for a period of more than six months from the date they become payable.

(i) There are no disputed amounts of statutory dues which have not been deposited with the concerned authorities.

8) Based on the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of loans and borrowings to the financial institutions, banks or debenture holders. The Company did not have any outstanding loans and borrowings from government during the year.

9) The company has not raised any money by way of public offer or term loans during the year.

10) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

11) In our opinion and according to the information and explanations given to us, the company has not paid any managerial remuneration during the year, and accordingly is not required to comply with the provisions of section 197 read with Schedule V to the Act.

12) The Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with sections 177 and 188 of the Act wherever applicable and the details have been disclosed in the Standalone Ind AS financial statements, as required by the applicable accounting standards.

14) Based on the information and explanations given to us and examination of standalone Ind AS financial statements, the company has not made preferential allotment of shares during the year.

MAHESWARI & CO
M-118
Conn. Circus
New Delhi

15) According to the information and explanations given to us and on an overall examination of the standalone Ind AS financial statements of the Company, we report that the Company has not entered into any non- cash transaction with directors or persons connected with him.

16) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No: 001035N/N500050

Sanjay Nath
Partner
Membership No.082700

UDIN: 20082700AAAAVP4785

Place: New Delhi
Date: September 10, 2020

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Balance Sheet as at 31st March, 2020

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	Note No.	As at 31st March 2020	As at 31st March 2019
ASSETS			
Non-Current Assets			
Property, plant and equipment	3	20,717	358
Financial Assets			
a. Investments	4	1,251,632	1,145,934
b. Other Financial Assets		-	-
Deferred tax assets (Net)	5	9,360	12,417
Total non-current assets		**1,281,709**	**1,158,709**
Current Assets			
Inventories	6	252,126	338,195
Financial Assets			
a. Investments	4	-	-
b. Trade Receivables	7	6,317	1,457
c. Cash and Cash Equivalents	8	1,366	5,708
d. Other Bank balances	9	-	21,908
e. Loans and Advances	10	147,003	54,037
f. Other Financial Assets	11	4,868	1,215
Tax Assets (Net)	12	10,164	17,213
Other Current Assets	13	12,361	17,091
Total current assets		**434,205**	**456,825**
Total Assets		**1,715,914**	**1,615,534**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	14	21,695	21,695
Other equity	SOCIE	1,642,319	1,566,211
Total equity		**1,664,014**	**1,587,906**
Liabilities			
Non-Current Liabilities			
Deferred tax liability	5	-	-
Total non-current liabilities		-	-
Current Liabilities			
Financial Liabilities			
a. Trade Payables	15		
i. total outstanding dues of MSME		-	-
ii. total outstanding dues of creditors other than MSME		12,671	2,170
b. Other Financial Liabilities	16	37,108	24,262
Other Liabilities	17	2,122	1,197
Total current liabilities		**51,901**	**27,628**
Total liabilities		**51,901**	**27,628**
Total Equity and Liabilities		**1,715,914**	**1,615,534**

Significant accounting policies and notes to standalone financial statements, Note 1-32

This is the Balance Sheet referred to in our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

B.R. Maheswari & Co LLP M-118, Conn. Circus New Delhi Chartered Accountants

Sanjay Nath

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 10-09-2020

For and on behalf of the Board of Directors

Deepali Dalmia

Abhishek Dalmia
Director
DIN : 00011958

Deepali Dalmia
Director
DIN : 00017415

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Standalone Statement of Profit and Loss for the year ended 31st March 2020

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	Note No.	Year ended 31st March, 2020	Year ended 31st March, 2019
Revenue from Operations	18	1,164,886	569,178
Other Income	19	58,831	34,038
Total revenue/ income		**1,223,717**	**603,216**
EXPENSES			
Purchases of Stock-in-Trade		1,016,695	800,797
Changes in Inventories of Finished Goods, Work in progress and Stock in Trade (Increase) / Decrease	20	86,069	(273,885)
Employee benefits expenses	21	387	365
Other administrative expenses	22	15,989	14,170
Finance cost	23	1	414
Depreciation and Amortisation	24	1,255	176
Total expenses		**1,120,395**	**542,038**
Profit before Tax		**103,321.883**	**61,178**
Income tax expenses			
a. Current tax	26	24,157	13,400
b. Deferred Tax	26	3,057	(17,487)
Total tax expense		**27,214**	**(4,087)**
Profit for the year		**76,108**	**65,264**
Other comprehensive Income			
a. Items that may be reclassified to statement of Profit and Loss		-	-
		-	-
b. Items that will not be reclassified to statement of Profit and Loss			
Re-measurement gains/ (Losses) on defined benefit plan			
Income tax effect			
		-	-
Other comprehensive Income for the Year (net of tax) (a+b)		-	-
Total comprehensive Income for the year		**76,108**	**65,264**
Earnings per Equity share of [Nominal value per share ₹ 10/- (31st March, 2019 : ₹10/-)]			
Basic earning per share	25	35.08	30.08
Diluted earnings per share	25	35.08	30.08

Significant accounting policies and notes to standalone financial statements, Note 1-32

This is the Statement of Profit and Loss referred to in our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No.82700

M-118 Conn. Circus New Delhi

Place : New Delhi
Date: 10-09-2020

For and on behalf of the Board of Directors

Deepali Dalmia

Abhishek Dalmia
Director
DIN : 00011958

Deepali Dalmia
Director
DIN : 00017415

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Statement of Cash Flow for the period ended 31st March 2020

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	Period ended 31st March, 2020	Year ended 31st March, 2019
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit before tax for the year	103,322	61,178
Adjustments to reconcile profit before tax to net cash provided by operating activities:		
Depreciation and Amortisation	1,255	176
Profit on sales of Investments	(3,062)	(21,001)
Change in fair value of financial instruments classified under FVTPL	1,391	695
Interest and financial charges	-	414
Income from AIF	-	(164)
Interest Income	(14,112)	(3,067)
Dividend Income	(231)	(246)
Share in partnership firm	(5,511)	(9,016)
Operating profit before working capital changes	**83,052**	**28,969**
Changes in Working Capital		
Adjustments for (increase)/decrease in operating assets:		
Trade receivables	(4,860)	6,598
Inventories	86,069	(273,885)
Loans & advances (Current)	(92,966)	(31,286)
Other Bank Balance	21,908	6,433
Other current financial assets	(3,653)	(645)
Other assets (Current and Non-current)	4,730	(14,126)
Adjustments for increase/(decrease) in operating liabilities:		
Trade Payables	10,501	(130)
Other current financial Liabilities	12,846	13,937
Other current Liabilities	925	(4,054)
Cash generated from operations	**118,553**	**(268,191)**
Direct Taxes paid (Net of Refunds)	(17,108)	(13,115)
Income Tax Refund Received	-	-
Net Cash from operating activities	**101,445**	**(281,306)**
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipments and Intangible Assets (including Capital Work In Progress)	(21,613)	-
Proceeds from sale of Property, Plant and Equipments	-	-
Interest Received	5,289	3,067
Dividend Received	231	246
Income from AIF	-	164
Purchase of Investments	(13,161,712)	(7,064,648)
Sale/Redemption of Investments	13,073,409	7,355,473
Net Cash from/ (used) in investment activities	**(104,396)**	**294,302**
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Loan	-	-
Repayment of loan	-	(12,902)
Interest and financial charges paid	-	(414)
Dividend including Dividend Distribution Tax paid thereon	-	-
Net Cash (used) / from financing activities	-	**(13,316)**
Net increase / (decrease) in cash and cash equivalents	(2,951)	(320)
Opening balance of Cash and cash equivalents	5,708	6,028
Closing balance of Cash and cash equivalents	2,757	5,708

(a) Direct Taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.

(b) The above Cash Flow statement is prepared as per "Indirect method" specified in Ind AS 7 "Statement of Cash Flows".

This is the Statement of Cash Flow referred to in our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 10-09-2020

B R Maheswari & Co LLP
M-118, Conn. Circus New Delhi
Chartered Accountants

For and on behalf of the Board of Directors

Abhishek Dalmia
Director
DIN : 00011958

Deepali Dalmia
Director
DIN : 00017415

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Standalone Statement of Changes in Equity (SOCIE)

A. Equity share capital

(All amounts in ₹ 000's, unless otherwise stated)

	Numbers	Amount
As at 01st April, 2018	2,650,000	26,500
Less : Reduction in equity share capital during the year	(480,481)	(4,805)
As at 31st March, 2019	2,169,519	21,695
Change in equity share capital during the year	-	-
As at 31st March, 2020	2,169,519	21,695

B. Other Equity

Particulars	Note	Reserves and Surplus		Total other equity
		Capital Reserve	Retained Earnings	
Balance as at 1st April, 2018		939,524	556,618	1,496,142
Profit for the year		-	65,264	65,264
Reduction of equity share capital at nil consideration		4,805	-	4,805
Interim Dividend on Equity shares (Refer Note 1 below)		-	-	-
Corporate dividend tax		-	-	-
Remeasurement of defined benefit plans (net of tax)		-	-	-
Depreciation adjustment	3	-	-	-
Balance as at 31st March, 2019		**944,329**	**621,882**	**1,566,211**
Balance as at 1st April, 2019		944,329	621,882	1,566,211
Profit for the year		-	76,108	76,108
Reduction of equity share capital at nil consideration		-		-
Interim Dividend on Equity shares (Refer Note 1 below)		-	-	-
Corporate dividend tax		-	-	-
Remeasurement of defined benefit plans (net of tax)		-	-	-
Depreciation adjustment	3	-	-	-
Balance as at 31st March, 2020		**944,329**	**697,990**	**1,642,319**

This is the Statement of Change in Equity referred to in our report of even date.

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 10-09-2020

For and on behalf of the Board of Directors

Abhishek Dalmia
Director
DIN : 00011958

Deepali Dalmia
Director
DIN : 00017415

Notes

Forming part of the Standalone Financial Statements

2.6 IMPAIRMENT OF NON-FINANCIAL ASSETS

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing of an asset is required, the Company estimates the assets recoverable amount. An assets recoverable amount is the higher of an assets or Cash-generating unit (CGU) fair value less cost of disposal and its fair value in use. Recoverable amount is determined for an individual asset, unless the assets does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an assets or CGU exceeds its recoverable amount, the assets is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset. In determining the fair value less costs of disposal, recent market transactions are taken in account. If no such transactions can be identified, an appropriate valuation model is used. Impaired losses are recognised in statement of profit and loss.

2.7 INVENTORIES

Raw material, stores, work-in-progress and traded goods are stated at the lower of cost and net realisable value. However, these items are considered to be realisable at cost if the finished products in which they will be used, are expected to be sold at or above cost. Cost of inventories comprises all cost of purchase and other cost incurred in bringing them to their present location and condition. The cost, in general, is determined under Weighted Average Cost Method.

2.8 EARNING PER SHARE

Basic earnings per share is calculated by dividing net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For considering the Company's earnings per share the net profit or loss for the period is taken. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, if any, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2.9 BORROWING COSTS

Borrowing cost specifically relating to the acquisition or construction of a qualifying assets that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. All other borrowing costs are charged to revenue in the period in which it is incurred. Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange difference to the extent regarded as an adjustment to the borrowing cost.

2.10 PROVISION AND CONTINGENT LIABILITIES

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

Provisions are measured at the present value of management's best estimates of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability is not considered. However, a disclosure for contingent liabilities is made when there is a possible obligation arising from past event, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of the amount cannot be made.

2.11 DIVIDEND

Dividend on equity shares are recorded as a liability on the date of approval by the shareholders and interim dividend are recorded as a liability on the date of declaration by the Company's Board of Directors.

2.12 CASH AND CASH EQUIVALENTS

For the purpose of the Statement of cash flows, cash and cash equivalents consists of cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investment with original maturities of three months or less that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value.

2.13 EMPLOYEE BENEFITS

a. Short term employee benefits are recognised as an expense in the statement of profit and loss of the year in which the related service are rendered.

b. Compensated absence is accounted for using the project unit credit method, on the basis of actuarial valuation carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to profit and loss in the period in which they arise.

c. Contribution payable by the Company to the concerned government authorities in respect of provident fund, family pension fund and employee state insurance are defined contribution plans. The contributions are recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service. The company does not have any further obligation in this respect, beyond such contribution.

d. The cost of providing gratuity, a defined benefit plans, is determined using the Projected Unit Credit Method, on the basis of actuarial valuation carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income in the period in which they arise. Other costs are accounted in Statement of profit and loss.

The Company operates a defined benefit plan for gratuity, which requires contributions to be made to a separately administered fund. The corpus of which is invested with the Life Insurance Corporation of India.

R.R. MAHESWARI & CO. LLP * Chartered Accountants
M-118 Conn. Circus New Delhi

Notes

Forming part of the Standalone Financial Statements

2.14 INCOME TAXES

Income tax expenses comprises current and deferred income tax. Income tax expenses are recognised in the Statement of Profit and Loss except that it relates to items recognised directly in equity, in those case it is recognised in 'Other Comprehensive Income'. Current Income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balances sheet date.

Deferred income tax assets and liabilities are recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the year in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax assets is recognised to the extent that it is probable that future profit will be available against which the deductible temporary differences and tax losses can be utilized. Deferred income taxes are not provided on the undistributed earnings of subsidiary where it is expected that earnings of the subsidiary will not be distributed in foreseeable future. The Company off sets current tax assets and Current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it indents either to settle on a net basis, or to realize the assets and settle the liability simultaneously. The income tax provision of the interim period is made based on the best estimate of the annual average tax rate expected to be applicable for the full financial year.

2.15 FINANCIAL INSTRUMENTS

A financial instrument is any contract that give rise to a financial assets of one entity and financial liability or equity instrument of another entity.

a. Financial Assets

<u>Initial recognition and measurement</u>

The Company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

<u>Subsequent measurement</u>

Financial assets are subsequently measured at amortized cost or fair value through profit or loss depending on its business model for managing those financial assets and the assets contractual cash flow characteristics.

(i) <u>Financial assets carried at amortized cost</u>
A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order 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.

(ii) <u>Financial assets at fair value through other comprehensive income</u>
A financial asset is subsequently measured at fair value through other comprehensive income if it 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.

(iii) <u>Financial assets at fair value through profit or loss</u>
A financial asset, which is not classified in any of the above categories, is subsequently fair valued through profit or loss.

(iv) <u>Investment in subsidiaries and associates</u>
Investment in subsidiaries and associates is carried at cost in the separate financial statements.

<u>Derecognition</u>

The company derecognizes a financial asset only when the contractual rights to the cash flows from the assets expires or it transfers the financial assets and substantially all the risks and rewards of ownership of the assets to another entity.

<u>Impairment of Financial Assets</u>

The company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets. If credit risks has not increase significantly 12 months ECL is used to provide the impairment loss. If credit risks has increased significantly lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risks since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12 month ECL.

ECL is the difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all cash shortfalls), discounted at the original EIR.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expenses in the statement of profit & loss.

Notes

Forming part of the Standalone Financial Statements

1 SIGNIFICANT ACCOUNTING POLICIES

This Note provides a list of the significant accounting policies adopted in the preparation of these standalone financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

a. The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 (the Act) read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b. These financial statements have been prepared on a historical cost basis except for the following:-
- Certain Financial Assets and liabilities measured at fair value.
- Defined benefit plans- Plan assets measured at fair value.

2.2 FUNCTIONAL AND PRESENTATION CURRENCY

These financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency and all amount are rounded to the nearest thousands, except as stated otherwise.

2.3 USE OF ESTIMATES AND JUDGEMENTS

The preparation of financial statements in accordance with Ind AS requires management to make judgement, estimates and assumptions that affect the application of accounting policies and the reported account of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognized in the period in which the estimates are known or materialized.

2.4 REVENUE RECOGNITION

a. REVENUE FROM OPREATIONS

Revenue is measured at fair value of consideration received or receivable. Revenues are recognized when collectability of the resulting receivable is reasonably assured.

Revenue from sale of goods is recognized when products are delivered to the customers. Delivery occurs when the product has been shipped to the customers, the risks of obsolescence and loss have been transferred to customers and either the customer has accepted the products in accordance with sales arrangement.

Revenue is disclosed net of sales tax / VAT / Goods and Services Tax, discounts, volume rebates and returns, as applicable.

b. OTHERS ITEMS OF REVENUE

Interest income from a financial asset is recognised when it is probable that the economic benefit will flow to the entity and the amount of income can be measered reliably. Interest income is accured on a time basis, by reference to the principal outstanding and the effective rate applicable which is the rate that discounts estimated future cash receipts through the expected life of the financial assets to that assets' net carrying amount on initial recoginition.

Dividend income is recognised when the company's right to receive the payment is established.

Other items like extra items claim, insurance claims, any receipts on account of pending income tax, sales tax, GST and excise duty assessments, where quantum of accruals cannot be ascertained with reasonable certainty, are recognized as income only when revenue is virtually certain which generally coincides with receipts.

2.5 PROPERTY, PLANT AND EQUIPMENT

Property, Plant and Equipment assets are carried at cost net of tax / duty credit availed less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic

The items of property, plant and equipment which are not yet ready for use are disclosed as Capital work-in- progress and are carried at historical cost.

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

Property, Plant and Equipment are eliminated from the financial statements, either on disposal or when retired from active use.

Gain and losses on disposal or retirement of assets are determined by comparing proceeds with carrying amount. These are recognised in the Statement of Profit and Loss.

Depreciation is provided using the written down value method to allocate their cost, net of their residual values on the basis of useful life of the assets. Estimated useful lives of the assets are as follows:

Nature of Asset	Estimated useful lives
Furniture and Fixtures	10 years
Computers	3 years
Road Repair Machine (SPV)	12 Years

The residual values are not more than 5% of the original cost of the asset.

The residual values, useful lives and method of depreciation of property, plant and equipment are reviewed at end of each financial year and any changes there-in are considered as change in estimate and accounted prospectively.

M-118 Conn Circus New Delhi

Notes

Forming part of the Standalone Financial Statements

b Financial Liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit and loss, loans and borrowings or payable.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Subsequent measurement

The measurement of financial liabilities depends on their classification described below:

Financial liabilities at fair value through profit and loss

Financial liabilities at fair value through profit or loss includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships. All change in the fair value of such liability are recognised in the statement of profit and loss.

Loan and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized costs using EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Decrecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

2.16 CRITICAL ESTIMATES AND JUDGEMENTS

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgement and assumptions which affect the reported amount of assets and liabilities as at the balance sheet date, reported amount of revenue and expenses for the year and disclosure of contingent asset and liabilities as at the balance sheet date.

The areas involving critical estimates or judgement are:

i **Critical estimates**

a Estimated useful life of property, plant and equipment – Note 2.5

b Estimated fair value of financial instruments – Note 36

c Recognition of revenue – Note 2.4

ii **Significant Judgements**

a Designating financial asset / liability through fair value through profit or loss so as to reduce/eliminate accounting mismatch.

b Probability of an outflow of resources to settle an obligation resulting in recognition of provision.

The estimates, judgement and assumptions used in the financial statements are based upon Management's evaluation of relevant facts and circumstances as at the date of financial statements. Accounting estimates could differ from period to period and accordingly appropriate changes in estimates are made as the management becomes aware of the changes. Actual results could differ from the estimates.

MAHESWARI & CO. LLP
M-118, Conn. Circus
New Delhi
Chartered Accountants

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Notes

Forming part of the Standalone Financial Statements

Note 3 : Property, Plant & Equipment (2018-19)

(All amounts in ₹ 000's, unless otherwise stated)

	Gross Value				Depreciaiton / Amortisation				Net Value
Asset Category	Opening as on 01.04.18	Additions during the year	Retirement/ Adjustments during the year	As on 31.03.2019	Opening as on 01.04.18	Depreciation during the Year	Retirement/ Adjustments during the year	Up to 31.03.2019	As on 31.03.2019
Furniture & Fixtures	555	-		555	124	112	-	236	320
Computer	183	-	-	183	80	65	-	145	38
Total	739	-	-	739	204	176	-	381	358

Note 3 : Property, Plant & Equipment (31st March 2020)

	Gross Value				Depreciaiton / Amortisation				Net Value
Asset Category	Opening as on 01.04.19	Additions during the year	Retirement during the year	As on 31.03.2020	Opening as on 01.04.19	Depreciation during the Year	Retirement during the year	Up to 31.03.2020	As on 31.03.2020
Furniture & Fixtures	555	-	-	555	236	83	-	318	237
Road Repair Machine	-	21,613	-	21,613	-	1,148	-	1,148	20,465
Computer	183	-	-	183	145	24	-	169	15
Total	739	21,613	-	22,352	381	1,255	-	1,635	20,717

Notes

Forming part of the Standalone Financial Statements (All amounts in ₹ 000's, unless otherwise stated)

Note 4 : Investments

	Non-Current Investments			
	As at 31st March, 2020		As at 31st March, 2019	
	Quantity	Amount	Quantity	Amount
A. Investment at Cost				
Quoted				
i. Investment in equity shares of subsidiary company				
Revathi Equipments Limited	1,768,953	423,638	1,768,953	423,638
		423,638		423,638
Unquoted				
ii. Investment in Fully paid Equity Shares of Subsidiary Company				
Renaissance Stocks Limited	999,994	118,863	999,994	118,863
		118,863		118,863
iii. Investment in Partnership Firm & LLP				
Shri Investment		416,926		485,310
Third Alpha LLP		105,881		50,532
		522,807		535,842
iv. Investment in Preference shares				
Renaissance Steels India Pvt. Ltd.	5,360,000	53,659	2,860,000	53,659
		53,659		53,659
Sub-total (A)		1,118,967		1,132,002
B. Investment At Fair Value through Profit and Loss				
i. Investment in Fully paid Equity Shares				
Unquoted				
Renaissance Consultancy Services Limited	1	0.01	-	-
		0.01		-
ii. Investment in Fully paid Equity Shares				
Quoted				
Accelya Solutions India Ltd.	3,194	2,711	-	-
Coal India Ltd.	1	0.14	1	0.24
Indostar Capital Finance Ltd.	11,728	2,934	-	-
Ircon International Ltd.	8,875	3,383	8,875	3,569.97
Jagran Prakashan Ltd.	815	37	815	102.65
J. Kumar Infraprojects Ltd.	110,457	8,257	-	-
Monte Carlo Fashions Ltd.	321	43	363	131.73
Mphasis Ltd.	118	78	118	116.95
Ujjivan Financial Services Ltd.	35,950	5,340	-	-
Wabco India Ltd.	148	908	-	-
Wipro Ltd.	291	57	-	-
		23,748		3,922
iii. Investment in Units of Mutual Funds				
Quoted				
Aditya Birla Sun Life liquid Fund -Growth -Regular	-	-	33,480	10,011
Aditya Birla Sun Life Overnight Fund -Growth -Regular	61,862	66,701	-	-
Franklin India Overnight Fund-Growth-Direct	2,396	2,503	-	-
HDFC Liquid Fund Direct (Growth)	10,166	39,713	-	-
		108,917		10,011
Sub-total (B)		132,665		13,932
Total (A+B)		1,251,632		1,145,934
Aggregate amount of Quoted Investments and market value thereof		556,303		437,570
Aggregate amount of Unquoted Investments		695,329		708,364

M-113 Conn. Circus New Delhi
B.R. MAHESWARI & CO. LLP ★ Chartered Accountants ★

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 5 : Deferred tax assets /(liabilities) (Net)

Particulars	As at 31st March, 2020	Charged/ (credit) during the period year	As at 31st March, 2019	Charged/ (credit) during the year	As at 31st March, 2018
Deferred tax assets on account of:					
a) I Reconstruction expenses	-	-	-	(100)	99.55
b) Preliminary Expenses	-	-	-	(4)	4.14
c) On difference between WDV of Assets	(980)	(1,024)	44	31	13.02
d) On MAT credit	8,482	(1,753)	10,235	10,235	-
e) On Carry forward of lossess.	1,508	(514)	2,022	2,022	-
Total deferred tax assets	9,010	(3,291)	12,301	12,184	117
Deferred tax liabilities on account of:					
a) On differences between fair value of investment as per book balances and tax balances	(350)	(234)	(116)	(5,302)	5,186.23
Total deferred tax (liabilities) / Asset	(350)	(234)	(116)	(5,302)	5,186
Total deferred tax (net)	9,360	(3,057)	12,417	17,487	(5,070)

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 6 : Inventories

Particulars	As at 31st March, 2020	As at 31st March, 2019
Finished Goods	252,126	338,195
Total	**252,126**	**338,195**

Note 7 : Trade receivables

Particulars	As at 31st March, 2020	As at 31st March, 2019
Unsecured, Considered Good		
Trade receivables not exceeding six months	4,234	350
Trade receivables exceeding six months	2,460	1,107
Less: Expected Credit Loss	(376)	-
Total	**6,317**	**1,457**

Note 8 : Cash and cash equivalents

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance with Banks (In Current Accounts)	1,366	5,708
Total	1,366	**5,708**

Note 9 : Other Bank Balances

Particulars	As at 31st March, 2020	As at 31st March, 2019
Other Balances		
Balance with Banks (In Escrow Accounts)	-	21,908
Total	-	**21,908**

B R MAHESWARI & CO LLP * Chartered Accountants * M-118 Conn. Circus New Delhi

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 10 : Loans and Advances

Particulars	As at 31st March, 2020	As at 31st March, 2019
Secured, Considered Good		
Loans	50,000	-
Unsecured, Considered Good		
Security Deposits (For Trade)	53,000	28,000
Other Advances	3,437	275
Trade Advances	40,566	25,762
Total	**147,003**	**54,037**

Note 11 : Other financial assets

Particulars	As at 31st March, 2020	As at 31st March, 2019
Interest Accured but not due on Fixed Deposits	2,378	1,215
Interest Accured but not received	2,490	
Total	**4,868**	**1,215**

Note 12 : Tax assets (Net)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Advance Tax & TDS (Net of provisions)	10,164	17,213
Total	**10,164**	**17,213**

Note 13 : Other current assets

Particulars	As at 31st March, 2020	As at 31st March, 2019
Net GST Input	12,361	16,870
Prepaid Expenses	-	222
Total	**12,361**	**17,091**

M-113, Conn. Circus New Delhi
B.R. Maheswari & Co. LLP Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

Note 14 : Equity share capital

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	No. of Shares	Amount	No. of Shares	Amount
Authorised				
3000000 Equity Shares of Rs 10/- each	3,000,000	30,000	3,000,000	30,000
Issued, Subscribed and Paid-up: 21,69,519 Equity Shares of Rs. 10/- Each (Fully paid)	2,169,519	21,695	2,169,519	21,695
In previous year 26,50,000 Equity Shares of Rs. 10/- Each (Fully paid)				
Total		21,695		21,695

The Company has one class of equity share having a par value of ₹ 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Reconciliation of Shares Issued

Particuars	As at 31st March, 2020		As at 31st March, 2019	
	No. of Shares	Amount	No. of Shares	Amount
Opening Balance	2,169,519	21,695,190	2,650,000	26,500,000
Less : Reduction in Capital	-	-	480,481	4,804,810
Closing Balance	2,169,519	21,695,190	2,169,519	21,695,190

Details of Equity Shares held by shareholders holding more than 5% of the aggregate shares in the company.

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	No. of Shares	Percentage (%) of holding	No. of Shares	Percentage (%) of holding
Ajai Hari Dalmia	-	-	894,547	41%
Usha Dalmia	-	-	128,822	6%
Abhishek Dalmia	-	-	383,739	18%
Hilltop Metals Ltd.	111,229	5%	111,229	5%
Radha Madhav Trust	408,736	19%	-	-
Ajai Hari Dalmia Trust	1,322,143	61%	-	-
Ajai Hari Dalmia (HUF)	-	-	298,774	14%

M-118 Conn Circus New Delhi

B R Maheswari & Co LLP Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 15 : Trade Payables

Particulars	As at 31st March , 2020	As at 31st March, 2019
i. total outstanding dues of MSME		
ii. total outstanding dues of creditors other than MSME	12,671	2,170
Total	12,671	2,170

The amount due to Micro and Small Enterprises as defined in the "Micro, Small & Medium Enterprises development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the company.

Note 16 : Other financial liabilities

Particulars	As at 31st March , 2020	As at 31st March, 2019
Current		
Auditor's Remuneration payable	144	108
Other payables	36,964	24,154
Total	37,108	24,262

Note 17: Other liabilities

Particulars	As at 31st March, 2020	As at 31st March, 2019
Current		
Advance from Customers	1,920	806
Statutary Dues	202	391
Total	2,122	1,197

Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 18 : Revenue from Operations

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Sale of products		
Trading In Commodities	994,308	550,462
Other Operating Revenues		
Income from Derivative Trading	170,578	18,715
Total	**1,164,886**	**569,178**

Note 19 : Other income

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Net Gain / (loss) on sale of investments	3,062	21,001
Interest Income	14,112	3,067
Lease Income	1,578	-
Consultancy Income	30,000	-
Dividend Income	231	246
Share of Profit / (loss) in Partnership Firm/LLP	5,511	9,016
Income from Alternate Investment Fund	-	164
Other Commodity Income	4,315	-
Miscellaneous Income	23	543
Total	**58,831**	**34,038**

Note 20 : Changes in Inventories of Finished Goods, Work in progress and Stock in Trade

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Opening Stocks		
Finshed Goods	338,195	64,310
Total (A)	**338,195**	**64,310**
Closing Stock		
Finished Goods	252,126	338,195
Total (B)	**252,126**	**338,195**
(Increase)/Decrease in Inventories (A - B)	**86,069**	**(273,885)**

Note 21 : Employee benefits expenses

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Employees Salaries	380	358
Staff Welfare	7	7
Total	387	365

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Note: 22 Other Administarative Expenses

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Legal & Professional Expenses	5,755	10,607
Meeting & AGM Expenses	-	22
Advertisement Expenses	-	70
Audit Fee	190	118
Printing & Stationery Expenses	82	150
Membership & Subscription	10	-
Telephone & Internet Expenses	23	19
Repair & Maintenance	1	-
Change in fair value of financial instruments classified under FVTPL	1,391	695
Loss on Escrow Account Settlement	4,788	-
Business Promotion	380	629
Charity & Donation	1,500	1,000
Bank Charges	0.3	1
Rent	48	48
Insurance Expenses	206	180
Travelling Expenses	1,158	518
STT Expenses	32	71
Depository Charges	22	24
Provision for Expected Credit Loss on Debtors	376	-
Miscellaneous Expenses	27	17
Total	**15,989**	**14,170**

Note: 22.1 Payment to Auditors (Excluding GST)

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
For Annual Audit	100	100
For Half yearly Audit	40	-
For GST Audit	50	-
For Consultantion/Tax representation	40	225
Total	**230**	**325**

Note : 23 Finance Cost

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Interest Expenses	1	414
Total	**1**	**414**

Note 24 : Depreciation and amortisation

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Depreciation of property, plant and equipment (Refer Note 3)	1,255	176
Total	1,255	176

Notes

Forming part of the Standalone Financial Statements

Note 25 : Earning per share

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Weighted average number of equity shares outstanding	2,169,519	2,169,519
Profit after tax available for shareholders	76,108	65,264
Basic & diluted earning per share*	35.08	30.08
Nominal value per share	10	10

Note 26 : Effective Tax Reconciliation

Reconciliation of tax expense and accounting profit as per Ind AS 12 :

Income Tax Expenses

This note provides an analysis of the Company's income tax expenses that how the tax expenses is affected by non-assessable and not-deductible items:

Particulars	2019-20	2018-19
Income Tax Expenses		
Current tax for the year	18,472	13,400
Adjustment for tax of prior period	5,685	-
Total current expenses	24,157	13,400
Deferred tax		
Increase/ (Decrease) in deferred tax assets	(3,291)	12,184
(Increase)/ Decrease in deferred tax liabilities	234	5,302
Total deferred tax Income/(Expenses)	(3,057)	17,487
Other Comprehensive Income		
Tax expense on Re-measurement gains/ (Losses) on defined benefit plan	-	-
Total tax on Other Comprehensive Income	-	-
Income tax expenses	27,214	(4,087)

M-11
Conn Circus
New Delhi
B.R. Maheswari & Co. LLP
Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

Note 27 : Disclosure required pursuant to Ind AS -36 "Impairment of assets"

The Company has carried out impairment test on its fixed assets as on the date of Balance Sheet and the Management is of the opinion that there is no asset for which provision for impairment is required to be made as per Ind AS - 36 Impairment of Assets.

Significant Customers

Following individual customer transacted for more than 10% of revenue in the year ended March 31,2019 and nine month ended 31st March 2020 :

For the year ended 31st March 2020	For the year ended 31st March 2019
Ventura Securities Ltd.	Ventura Commodities Ltd.
Somnath Trading Co.	Shubha Protiens Pvt. Ltd.

Note 28 : Contingent Liabilities

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Contingent liabilities	Nil	Nil
Total	-	-

Note 29 : Capital Management

The primary objective of the Company's capital management is to ensure availability of funds at competitive cost for its operational and development needs and maintain a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The Company manages its capital structure and makes changes in view of changing economic conditions. No changes were made in the objectives, policies or process during the period ended 31.03.2020 and 31.03.2019. The Company determines the amount of capital requirement on the basis of annual operating plan and long-term strategic plans. The finding requirements are met through internal accruals and long term/ short term borrowings.

For the purpose of Company's capital management, equity includes paid up equity share capital and reserves and surplus and Debt comprises of long term borrowings including current maturities of these borrowings. Presently, the Company has zero long term debts.

Note 30 : Financial Risk Management objectives and policies

The Company's business activities exposed to a variety of financial risk viz., market risk, credit risk and liquidity risk. The company's focus is to foresee the unpredictability of financial risk and to address the issue to minimize the potential adverse effects of its financial performance.

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the company's management.

Market risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes.

Credit risk

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, loans, investments and other financial assets.

At each reporting date, the Company measures loss allowance for certain class of financial assets based on historical trend, industry practices and the business environment in which the Company operates.

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables which is summarised in table below. Trade receivables are typically unsecured and are derived from revenue earned from customers primarily located in India. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables and unbilled revenues. The provision matrix takes into account available external and internal credit risk factors such as credit default swap quotes, credit ratings from international credit rating agencies and the Company's historical experience for customers.

Notes

Forming part of the Standalone Financial Statements

(i) Provision for expected credit losses

The Company measures Expected Credit Loss (ECL) for financial instruments based on historical trend, industry practices and the business environment in which the Company operates

For financial assets, a credit loss is the difference between:
(a) the contractual cash flows that are due to an entity under the contract; and
(b) the cash flows that the entity expects to receive

The Company recognizes in profit or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date in accordance with Ind AS 109.

In determination of the allowances for credit losses on trade receivables, the Company has used a practical expedience by computing the expected credit losses based on ageing matrix, which has taken into account historical credit loss experience and adjusted for forward looking information. The Company also makes general provision for life time expected credit loss based on it previous experience of write off in previous years.

(ii) The movement of Trade Receivables are as follows:

Particulars	As at 31st March, 2020	As at 31st March, 2019
Trade Receivables (Gross)	6,317	1,457
Less: Expected Credit Loss	376	-
Trade Receivables (Net)	5,941	1,457

The movement of Expected credit loss are as follows:
Particulars

Particulars	Period ended 31st March, 2020	Year ended 31st March, 2019
Opening balance	-	-
Add: Provision made during the year	(375.99)	-
Less: Reversal / utilised during the year	-	-
Closing balance	(375.99)	-

M-118 Conn. Circus New Delhi Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 31 : Related Party Disclosure

Pursuant to Ind AS-24 "Related Party Disclosures", following parties are to be treated as related parties:

a) Where control exists:

Name of the Related party	Nature of Relationship
Revathi Equipment Ltd.	- Subsidiary Company
Renaissance Stocks Ltd.	- Wholly Owned Subsidiary Company
Semac Consultants Pvt Ltd.	- Subsidiary of Revathi Equipment Ltd.
Semac and Partners LLC.	- Subsidiary of Semac Consultants Pvt Ltd.

b) Entities over which key managerial personnel is able to exercise significant influence:

Name of the Related party

(i) SWBI Design Informatics Pvt Ltd

c) Key managerial personnel

Name of the Related party	Nature of Relationship
Mr. Abhishek Dalmia	- Director
Mr. Ajai Hari Dalmia	- Director
Smt. Deepali Dalmia	- Director
Mr. Neeraj Mittal	- Director

e) Relatives of Person mentioned above in Item (c) & (d)

Name of the Related party	Nature of Relationship
Mrs. Usha Dalmia	Wife of Mr. Ajai Hari Dalmia

Notes

Forming part of the Standalone Financial Statements

Details of transactions with the related parties

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	Where control exists		Entities over which key managerial personnel is able to exercise significant influence		Key managerial personnel and their relatives	
Transaction during the year	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
<u>Salary</u> Salary paid to Smt Usha Dalmia	-	-	-	-	60	60

Notes

Forming part of the Standalone Financial Statements

The following table provides the fair value measurement hierarchy of Company's asset and liabilities grouped into Level 1 to Level 3 as described below:

i) Financial assets and liabilities are measured at- recurring fair value measurement

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Investment in Equity Instruments					
As at March 31, 2020	4	132,665	-	-	132,665
As at March 31, 2019	4	13,932	-	-	13,932

During the year ended 31.03.2020 and year ended 31.03.2019, there were no transfers between Level 1 and level 2 fair value measurements and no transfer into and out of Level 3 fair value measurements. There is no transaction/balance under level 3.

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 10-09-2020

For and on behalf of the Board of Directors

Abhishek Dalmia
Director
DIN : 00011958

Deepali Dalmia
Director
DIN : 00017415

Notes

Forming part of the Standalone Financial Statements

Note 32 : Financial instruments

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	Notes	31st March, 2020			31st March, 2019		
		FVPL	FVOCI	Amortized Cost	FVPL	FVOCI	Amortized Cost
Financial Assets							
Investment							
Equity Shares (Quoted)	4	23,748	-	-	3,922	-	-
Mutual funds and Alternative Investment fund (Quoted)	4	108,917	-	-	10,011	-	-
Loans and Advances	10	-	-	147,003	-	-	54,037
Trade Receivables	7	-	-	6,317	-	-	1,457
Cash and Bank Balances	8 & 9	-	-	1,366	-	-	27,616
Other Financial Assets	11	-	-	4,868	-	-	1,215
Total Financial Assets		132,665	-	159,555	13,932	-	84,325
Financial Liabilities							
Trade Payables	15	-	-	12,671	-	-	2,170
Other Financial Liabilities	16	-	-	37,108	-	-	24,262
Total Financial liabilities		-	-	49,779	-	-	26,432

Fair Value Hierarchy

The company uses following method of hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

Fair Value Techniques:

The fair value of the financial assets and liabilities are included at the amount 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 following methods and assumptions were used to estimate the fair values:

a) Fair value of cash and short term deposits, trade receivables, trade payables, current loans, other current financial assets, and other current financial liabilities approximate to their carrying amount largely due to the short term maturities of these instruments.

b) Long term fixed rate and variable rate receivables are evaluated by the Company based on parameters such as interest rate, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. For fixed interest rate borrowings fair value is determined by using Discounted Cash Flow (DCF) method using discount rate that reflects the issuer's borrowings rate. Risk of non-performance for the company is considered to be insignificant in valuation.

B R MAHESWARI & CO LLP
CHARTERED ACCOUNTANTS

M-118, Connaught Circus,
New Delhi - 110001
Phones: +91 (11) 4340 2222
23416341
2341 8130
Fax: +91(11) 2341 5796
E-mail: brmc@brmco.com

Independent Auditors' Report

To the Members of
Renaissance Advanced Consultancy Limited

Report on the audit of the Standalone Financial Statements

We have audited the standalone financial statements of Renaissance Advanced Consultancy Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of changes in equity and the statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) 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 (ICAI) together with the ethical requirements that are relevant to our audit of the standalone 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, for example, Board's Report including Annexures to Board's Report, Business Responsibility Report and Shareholder's Information, Key Highlights etc., but does not include the consolidated financial statements, standalone financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

The other information is expected to be made available to us after the date of this auditors' report. When we read this other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

The Company's 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, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditors' 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 system 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 standalone 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.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in

(i) planning the scope of our audit work and in evaluating the results of our work; and

(ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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 of the current period 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.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, based on our audit we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

   (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   (e) On the basis of written representations received from the directors as on March 31, 2019 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of section 164 (2) of the Act.

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure 'A'.

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

   In our opinion and to the best of our information and according to the explanations given to us,

M-118 Conn. Circus New Delhi

Annexure 'A' to the Independent Auditors' Report

(Referred to in Paragraph 1(f) under the heading "Report on other legal and regulatory requirements" of our report of even date)

Report on the Internal Financial Controls under clause (i) of sub section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Renaissance Advanced Consultancy Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

(h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

i. The Company did not have any pending litigations;

ii. The Company did not have any long term contracts including any derivative contracts for which there were any material foreseeable losses;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 'B' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No. 001035N/N500050

Sanjay Nath
Partner
Membership No.082700

Place: New Delhi
Date: August 13, 2019

UDIN: 19082700AAAAHP9027

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No: 001035N/N500050

Sanjay Nath
Partner
Membership No 082708

Place: New Delhi
Date: August 13, 2019

UDIN: 19082708AAAAHP9027

Annexure 'B' to the Independent Auditors' Report
(Referred to in Paragraph 2 under the heading "Report on other legal and regulatory requirements" of our report of even date)

1) In respect of its fixed assets:

(a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) As explained to us, physical verification of fixed assets is ongoing exercise and some of the fixed assets have been physically verified during the year by the management and there is regular programme of verification which in our opinion, though reasonable, requires to be strengthened having regard to the size of the company and nature of its assets. According to the information given by the management, no material discrepancies were noticed on such verification.

2) In respect of its inventories:

(a) The inventories have been physically verified by the management. In our opinion, the frequency of verification is reasonable.

(b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

(c) The company has maintained proper records of inventory. No material discrepancies were noticed on verification between the physical stocks and the book records.

3) As informed, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act for the financial year 2018-19, and accordingly clauses (a), (b) and (c) of Para (iii) of the order are not applicable.

4) In our opinion and according to the information and explanations given to us and on an overall examination of the standalone Ind AS financial statements, the Company has complied with the provisions of section 185 and 186 of the act, with respect to the loans and investments made.

5) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits during the year, and accordingly is not required to comply with the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.

6) As informed to us, the maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, in respect of the activities carried on by the Company.

7) (a) According to the information and explanations given to us, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Value Added Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it. As informed, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2019 for a period of more than six months from the date they become payable.

(i) There are no disputed amounts of statutory dues which have not been deposited with the concerned authorities.

8) Based on the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of loans and borrowings to the financial institutions, banks or debenture holders. The Company did not have any outstanding loans and borrowings from government during the year.

9) The company has not raised any money by way of public offer or term loans during the year.

10) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

11) In our opinion and according to the information and explanations given to us, the company has not paid any managerial remuneration during the year, and accordingly is not required to comply with the provisions of section 197 read with Schedule V to the Act.

12) The Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with sections 177 and 188 of the Act wherever applicable and the details have been disclosed in the Standalone Ind AS financial statements, as required by the applicable accounting standards.

14) Based on the information and explanations given to us and examination of standalone Ind AS financial statements, the company has not made preferential allotment of shares during the year.

MAHESWARI & CO.
M-118,
Conn. Circus
New Delhi

15) According to the information and explanations given to us and on an overall examination of the standalone Ind AS financial statements of the Company, we report that the Company has not entered into any non- cash transaction with directors or persons connected with him.

16) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No: 001035N/N500050

Sanjay Nath
Partner
Membership No.082700

B R MAHESWARI & CO. LLP
M-118, Conn. Circus New Delhi
Chartered Accountants

Place: New Delhi
Date: August 13, 2019

UDIN: 19082700AAAAHP9027

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Standalone Balance Sheet as at 31st March, 2019

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	Note No.	As at 31st March,	
		2019	2018
ASSETS			
Non-Current Assets			
Property, plant and equipment	3	358	535
Financial Assets			
a. Investments	4	1,145,934	1,407,437
b. Other Financial Assets		-	-
Deferred tax assets (Net)	5	12,417	-
Total non-current assets		**1,158,709**	**1,407,972**
Current Assets			
Inventories	6	338,195	64,310
Financial Assets			
a. Trade Receivables	7	1,457	8,055
b. Cash and Cash Equivalents	8	5,708	6,028
c. Other Bank balances	9	21,908	28,341
d. Loans and Advances — C.F	10	54,037	22,751
e. Other Financial Assets	11	1,215	570
Tax Assets (Net)	12	17,213	17,498
Other Current Assets	13	17,091	2,965
Total current assets		**456,825**	**150,517**
Total Assets		**1,615,534**	**1,558,489**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	14	21,695	26,500
Other equity	SOCIE	1,566,211	1,496,142
Total equity		**1,587,906**	**1,522,642**
Liabilities			
Non-Current Liabilities			
Deferred tax liability	5	-	5,070
Total non-current liabilities		-	**5,070**
Current Liabilities			
Financial Liabilities			
a. Borrowings	15	-	12,902
b. Trade Payables	16		
i. total outstanding dues of MSME		-	-
ii. total outstanding dues of creditors other than MSME		2,170	2,300
c. Other Financial Liabilities	17	24,262	10,325
Other Liabilities	18	1,197	5,251
Total current liabilities		**27,628**	**30,778**
Total liabilities		**27,628**	**35,847**
Total Equity and Liabilities		**1,615,534**	**1,558,489**

Significant accounting policies and notes to standalone financial statements, Note 1-35.

This is the Balance Sheet referred to in our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

B.R. MAHESWARI & CO. LLP M-118, Conn. Circus New Delhi Chartered Accountants

Place : New Delhi
Date: 01.08.2019

For and on behalf of the Board of Directors

A.H Dalmia
Director
DIN: 00215963

Abhishek Dalmia
Director
DIN: 00011958

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Standalone Statement of Profit and Loss for the year ended 31st March 2019

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	Note No.	Year ended 31st March, 2019	Year ended 31st March, 2018
Revenue from Operations	19	569,178	134,409
Other Income	20	34,038	9,017
Total revenue/ income		**603,216**	**143,426**
EXPENSES			
Purchases of Stock-in-Trade		800,797	95,618
Changes in Inventories of Finished Goods, Work in progress and Stock in Trade (Increase) / Decrease	21	(273,885)	17,233
Employee benefits expenses	22	365	814
Other Expenses & Adjustments	23	14,170	16,086
Finance cost	24	414	340
Depreciation and Amortisation	25	176	201
Total expenses		542,038	130,293
Profit before Tax		**61,178**	**13,133**
Income tax expenses			
a. Current tax	27	13,400	7,000
b. Deferred Tax	27	(17,487)	5,277
Total tax expense		**(4,087)**	**12,277**
Profit for the year		**65,264**	**856**
Other comprehensive income			
a. Items that may be reclassified to statement of Profit and Loss		-	-
		-	-
b. Items that will not be reclassified to statement of Profit and Loss			
Re-measurement gains/ (Losses) on defined benefit plan			
Income tax effect			
		-	-
Other comprehensive income for the Year (net of tax) (a+b)		-	-
Total comprehensive income for the year		**65,264**	**856**
Earnings per Equity share of [Nominal value per share ₹ 10/- (31st March, 2017 : ₹10/-)]			
Basic earning per share	26	28.79	0.38
Diluted earnings per share	26	28.79	0.38

Significant accounting policies and notes to standalone financial statements, Note 1-35.

This is the Statement of Profit and Loss referred to in our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 01.08.2019

For and on behalf of the Board of Directors

A H Dalmia
Director
DIN: 00225963

Abhishek Dalmia
Director
DIN: 00011958

RENAISSANCE ADVANCED CONSULTANCY LIMITED
Standalone Statement of Cash Flow for the year ended 31 March 2019

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit before tax for the year	61,178	13,133
Adjustments to reconcile profit before tax to net cash provided by operating activities:		
Depreciation and Amortisation	176	201
Profit on sales of investments	(23,003)	(5,596)
Change in fair value of financial instruments classified under FVTPL	805	6,045
Interest and financial charges	414	340
Income from AIF	(164)	-
Interest Income	(3,067)	(4,770)
Dividend Income	(246)	(173)
Share in partnership firm	(9,016)	273
Operating profit before working capital changes	**28,969**	**11,455**
Changes in Working Capital		
Adjustments for (increase)/decrease in operating assets:		
Trade receivables	6,598	2,813
Inventories	(273,865)	17,233
Loans & advances (Current)	(31,286)	709
Other Bank Balance	6,433	53,759
Other current financial assets	(649)	(2,703)
Other assets (Current and Non-current)	(14,126)	(516)
Adjustments for increase/(decrease) in operating liabilities:		
Trade Payables	(130)	858
Provisions (Current and Non-current)	-	(2,403)
Other current financial Liabilities	13,937	(2,041)
Other current Liabilities	(4,054)	5,065
Cash generated from operations	**(268,191)**	**86,660**
Direct Taxes paid (Net of Refunds)	(13,115)	(6,098)
Income Tax Refund Received	-	-
Net Cash from operating activities	**(281,306)**	**80,563**
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipments and Intangible Assets (including Capital Work in Progress)	-	(735)
Proceeds from sale of Property, Plant and Equipments	-	-
Interest Received	3,067	4,770
Dividend Received	246	173
Income from AIF	164	-
Purchase of Investments	(7,064,848)	(4,121,739)
Sale/Redemption of Investments	7,355,673	4,027,033
Net Cash from/ (used) in investment activities	**294,302**	**(90,498)**
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Loan	-	15,000
Repayment of loan	(12,902)	(2,098)
Interest and financial charges paid	(414)	(340)
Net Cash (used) / from financing activities	**(13,316)**	**12,562**
Net Increase / (decrease) in cash and cash equivalents	(320)	2,626
Opening balance of Cash and cash equivalents	6,028	3,402
Closing balance of Cash and cash equivalents	5,708	6,028

(a) Direct Taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.

(b) The above Cash Flow statement is prepared as per "Indirect method" specified in Ind AS 7 "Statement of Cash Flows".

This is the Statement of Cash Flow referred to in our report of even date

For B.R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

For and on behalf of the Board of Directors

A H Dalmia
Director
DIN: 00025963

Abhishek Dalmia
Director
DIN: 00011958

Place : New Delhi
Date: 01.08.2019

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Standalone Statement of Changes in Equity (SOCIE)

A. Equity share capital

(All amounts in ₹ 000's, unless otherwise stated)

	Numbers	Amount
As at 01st April, 2017	**2,650,000**	**26,500**
Change in equity share capital during the year	-	-
As at 31st March, 2018	2,650,000	26,500
Less : Reduction in equity share capital during the year	(480,481)	(4,805)
As at 31st March, 2019	**2,169,519**	**21,695**

B. Other Equity

Particulars	Note	Reserves and Surplus		Total other equity
		Capital Reserve	Retained Earnings	
Balance as at 1st April, 2017		939,524	555,761	**1,495,285**
Profit for the year		-	856	**856**
Interim Dividend on Equity shares (Refer Note 1 below)		-	-	-
Corporate dividend tax		-	-	-
Remeasurement of defined benefit plans (net of tax)		-	-	-
Depreciation adjustment	3	-	-	-
Balance as at 31st March, 2018		**939,524**	**556,618**	**1,496,142**
Balance as at 1st April, 2018		939,524	556,618	1,496,142
Profit for the year		-	65,264	65,264
Reduction of equity share capital at nil consideration		4,805		4,805
Interim Dividend on Equity shares (Refer Note 1 below)		-	-	-
Corporate dividend tax		-	-	-
Remeasurement of defined benefit plans (net of tax)		-	-	-
Depreciation adjustment	3	-	-	-
Balance as at 31st March, 2019		**944,329**	**621,882**	**1,566,211**

This is the Statement of Change in Equity referred to in our report of even date.

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 01.08.2019

B.R. MAHESWARI & CO. LLP * M-118, Conn. Circus New Delhi * Chartered Accountants

For and on behalf of the Board of Directors

A.H Dalmia
Director
DIN: 00215963

Abhishek Dalmia
Director
DIN: 00011958

Notes

Forming part of the Standalone Financial Statements

1 SIGNIFICANT ACCOUNTING POLICIES

This Note provides a list of the significant accounting policies adopted in the preparation of these standalone financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

a. The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 (the Act) read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b. These financial statements have been prepared on a historical cost basis except for the following:-

- Certain Financial Assets and liabilities measured at fair value.
- Defined benefit plans- Plan assets measured at fair value.

2.2 FUNCTIONAL AND PRESENTATION CURRENCY

These financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency and all amount are rounded to the nearest thousands, except as stated otherwise.

Notes

Forming part of the Standalone Financial Statements

2.3 USE OF ESTIMATES AND JUDGEMENTS

The preparation of financial statements in accordance with Ind AS requires management to make judgement, estimates and assumptions that affect the application of accounting policies and the reported account of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognized in the period in which the estimates are known or materialized.

2.4 REVENUE RECOGNITION

a. REVENUE FROM OPREATIONS

Revenue is measured at fair value of consideration received or receivable. Revenues are recognized when collectability of the resulting receivable is reasonably assured.

Revenue from sale of goods is recognized when products are delivered to the customers. Delivery occurs when the product has been shipped to the customers, the risks of obsolescence and loss have been transferred to customers and either the customer has accepted the products in accordance with sales arrangement.

b. OTHERS ITEMS OF REVENUE

Interest income from a financial asset is recognised when it is probable that the economic benefit will flow to the entity and the amount of income can be measered reliably. Interest income is accured on a time basis, by reference to the principal outstanding and the effective rate applicable which is the rate that discounts estimated future cash receipts through the expected life of the financial assets to that assets' net carrying amount on initial recoginition.

Dividend income is recognised when the company's right to receive the payment is established.

Other items like extra items claim, insurance claims, any receipts on account of pending income tax, sales tax, GST and excise duty assessments, where quantum of accruals cannot be ascertained with reasonable certainty, are recognized as income only when revenue is virtually certain which generally coincides with receipts.

2.5 PROPERTY, PLANT AND EQUIPMENT

Property, Plant and Equipment assets are carried at cost net of tax / duty credit availed less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accountec for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

The items of property, plant and equipment which are not yet ready for use are disclosed as Capital work-in-progress and are carried at historical cost.

MAHESWARI & CO.

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

Property, Plant and Equipment are eliminated from the financial statements, either on disposal or when retired from active use.

Gain and losses on disposal or retirement of assets are determined by comparing proceeds with carrying amount. These are recognised in the Statement of Profit and Loss.

Depreciation is provided using the written down value method to allocate their cost, net of their residual values on the basis of useful life of the assets. Estimated useful lives of the assets are as follows:

Nature of Asset	Estimated useful lives
Furniture and Fixtures	10 years
Computers	3 years

The residual values are not more than 5% of the original cost of the asset.

The residual values, useful lives and method of depreciation of property, plant and equipment are reviewed at end of each financial year and any changes there-in are considered as change in estimate and accounted prospectively.

Notes

Forming part of the Standalone Financial Statements

2.6 IMPAIRMENT OF NON-FINANCIAL ASSETS

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing of an asset is required, the Company estimates the assets recoverable amount. An assets recoverable amount is the higher of an assets or Cash-generating unit (CGU) fair value less cost of disposal and its fair value in use. Recoverable amount is determined for an individual asset, unless the assets does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an assets or CGU exceeds its recoverable amount, the assets is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset. In determining the fair value less costs of disposal, recent market transactions are taken in account. If no such transactions can be identified, an appropriate valuation model is used. Impaired losses are recognised in statement of profit and loss.

2.7 INVENTORIES

Raw material, stores, work-in-progress and traded goods are stated at the lower of cost and net realisable value. However, these items are considered to be realisable at cost if the finished products in which they will be used, are expected to be sold at or above cost. Cost of inventories comprises all cost of purchase and other cost incurred in bringing them to their present location and condition. The cost, in general, is determined under Weighted Average Cost Method.

2.8 EARNING PER SHARE

Basic earnings per share is calculated by dividing net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For considering the Company's earnings per share the net profit or loss for the period is taken. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, if any, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Notes

Forming part of the Standalone Financial Statements

2.9 BORROWING COSTS

Borrowing cost specifically relating to the acquisition or construction of a qualifying assets that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. All other borrowing costs are charged to revenue in the period in which it is incurred. Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange difference to the extent regarded as an adjustment to the borrowing cost.

2.10 PROVISION AND CONTINGENT LIABILITIES

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

Provisions are measured at the present value of management's best estimates of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability is not considered. However, a disclosure for contingent liabilities is made when there is a possible obligation arising from past event, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of the amount cannot be made.

2.11 DIVIDEND

Dividend on equity shares are recorded as a liability on the date of approval by the shareholders and interim dividend are recorded as a liability on the date of declaration by the Company's Board of Directors.

2.12 CASH AND CASH EQUIVALENTS

For the purpose of the Statement of cash flows, cash and cash equivalents consists of cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investment with original maturities of three months or less that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value.

Notes

Forming part of the Standalone Financial Statements

2.13 EMPLOYEE BENEFITS

a. Short term employee benefits are recognised as an expense in the statement of profit and loss of the year in which the related service are rendered.

b. Compensated absence is accounted for using the project unit credit method, on the basis of actuarial valuation carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to profit and loss in the period in which they arise.

c. Contribution payable by the Company to the concerned government authorities in respect of provident fund, family pension fund and employee state insurance are defined contribution plans. The contributions are recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service. The company does not have any further obligation in this respect, beyond such contribution.

d. The cost of providing gratuity, a defined benefit plans, is determined using the Projected Unit Credit Method, on the basis of actuarial valuation carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income in the period in which they arise. Other costs are accounted in Statement of profit and loss.

The Company operates a defined benefit plan for gratuity, which requires contributions to be made to a separately administered fund. The corpus of which is invested with the Life Insurance Corporation of India.

2.14 INCOME TAXES

Income tax expenses comprises current and deferred income tax. Income tax expenses are recognised in the Statement of Profit and Loss except that it relates to items recognised directly in equity, in those case it is recognised in 'Other Comprehensive Income'. Current Income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balances sheet date.

Deferred income tax assets and liabilities are recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the year in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax assets is recognised to the extent that it is probable that future profit will be available against which the deductible temporary differences and tax losses can be utilized. Deferred income taxes are not provided on the undistributed earnings of subsidiary where it is expected that earnings of the subsidiary will not be distributed in foreseeable future. The Company off sets current tax assets and Current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it indents either to settle on a net basis, or to realize the assets and settle the liability simultaneously. The income tax provision of the interim period is made based on the best estimate of the annual average tax rate expected to be applicable for the full financial year.

Notes

Forming part of the Standalone Financial Statements

2.15 FINANCIAL INSTRUMENTS

A financial instrument is any contract that give rise to a financial assets of one entity and financial liability or equity instrument of another entity.

a. Financial Assets

Initial recognition and measurement

The Company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

Subsequent measurement

Financial assets are subsequently measured at amortized cost or fair value through profit or loss depending on its business model for managing those financial assets and the assets contractual cash flow characteristics.

(i) Financial assets carried at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order 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.

(ii) Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it 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.

(iii) Financial assets at fair value through profit or loss

A financial asset, which is not classified in any of the above categories, is subsequently fair valued through profit or loss.

(iv) Investment in subsidiaries and associates

Investment in subsidiaries and associates is carried at cost in the separate financial statements.

Derecognition

The company derecognizes a financial asset only when the contractual rights to the cash flows from the assets expires or it transfers the financial assets and substantially all the risks and rewards of ownership of the assets to another entity.

Impairment of Financial Assets

The company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets. If credit risks has not increase significantly 12 months ECL is used to provide the impairment loss. If credit risks has increased significantly lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risks since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12 month ECL.

ECL is the difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all cash shortfalls), discounted at the original EIR.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expenses in the statement of profit & loss.

b. Financial Liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit and loss, loans and borrowings or payable.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Subsequent measurement

The measurement of financial liabilities depends on their classification described below:

Financial liabilities at fair value through profit and loss

Financial liabilities at fair value through profit or loss includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships. All change in the fair value of such liability are recognised in the statement of profit and loss.

Loan and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized costs using EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Decrecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

Notes

Forming part of the Standalone Financial Statements

2.16 CRITICAL ESTIMATES AND JUDGEMENTS

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgement and assumptions which affect the reported amount of assets and liabilities as at the balance sheet date, reported amount of revenue and expenses for the year and disclosure of contingent asset and liabilities as at the balance sheet date.

The areas involving critical estimates or judgement are:

i Critical estimates

a Estimated useful life of property, plant and equipment – Note 2.5

b Estimated fair value of financial instruments – Note 36

c Recognition of revenue – Note 2.4

ii Significant Judgements

a Designating financial asset / liability through fair value through profit or loss so as to reduce/eliminate accounting mismatch.

b Probability of an outflow of resources to settle an obligation resulting in recognition of provision.

The estimates, judgement and assumptions used in the financial statements are based upon Management's evaluation of relevant facts and circumstances and as at the date of financial statements. Accounting estimates could differ from period to period and accordingly appropriate changes in estimates are made as the management becomes aware of the changes. Actual results could differ from the estimates.

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 3 : Property, Plant & Equipment (2017-18)

	Gross Value				Depreciaiton / Amortisation				Net Value
Asset Category	Opening as on 01.04.17	Additions during the year	Retirement/ Adjustments during the year	As on 31.03.2018	Opening as on 01.04.17	Depreciation during the Year	Retirement/ Adjustments during the year	Up to 31.03.2018	As on 31.03.2018
Furniture & Fixtures	-	555		555	-	124	-	124	432
Computer	4	179	-	183	3	77	-	80	103
Total	4	735	-	739	3	201	-	204	535

Note 3 : Property, Plant & Equipment (2018-19)

	Gross Value				Depreciaiton / Amortisation				Net Value
Asset Category	Opening as on 01.04.18	Additions during the year	Retirement during the year	As on 31.03.2019	Opening as on 01.04.18	Depreciation during the Year	Retirement during the year	Up to 31.03.2019	As on 31.03.2019
Furniture & Fixtures	555	-	-	555	124	112		236	320
Computer	183	-	-	183	80	65	-	145	38
Total	739	-	-	739	204	176	-	381	358

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Notes

Forming part of the Standalone Financial Statements (All amounts in ₹ 000's, unless otherwise stated)

Note 4 : Investments

	Non-Current Investments			
	As at 31st March, 2019		As at 31st March, 2018	
	Quantity	Amount	Quantity	Amount
A. Investment at Cost				
Unquoted				
i. Investment in Fully paid Equity Shares of Subsidiary Company				
Renaissance Stocks Limited	999,994	118,863	999,994	118,863
		118,863		118,863
ii. Investment in Partnership Firm & LLP				
Shri Investment		485,310		727,593
Third Alpha LLP		50,532		-
		535,842		727,593
iii. Investment in Preference shares				
Renaissance Steels India Pvt. Ltd.	5,360,000	53,659	2,860,000	28,659
		53,659		28,659
iv. Investment in equity shares of subsidiary company				
Quoted				
Revathi Equipments Limited	1,768,953	423,638	1,768,953	423,638
		423,638		423,638
Sub-total (A)		1,132,002		1,298,753
B. Investment At Fair Value through Profit and Loss				
i. Investment in Fully paid Equity Shares				
Quoted				
Coal India Limited	1	0.24	1	0.28
Ircon International Ltd.	8,875	3,570	-	-
Jagran Prakashan Ltd.	815	103	-	-
Monte Carlo Fashions Ltd.	363	132	-	-
Mphasis Ltd.	118	117	-	-
Rajratan Global Wire Limited	-	-	93,040	48,492
		3,922		48,493
ii. Investment in Alternative Investment Fund				
Quoted				
DSP Blackrock Emerging Stars Fund - Class B- 1.02 (Category III)	-		75,936	12,633
IIFL Best of Class Fund 1 (Category III AIF managed by HDFC)	-		499,077	6,151
IIFL Best of Class Fund 1 (Category III AIF managed by Reliance)		-	500,897	5,307
		-		24,091
iii. Investment in Units of Mutual Funds				
Quoted				
Aditya Birla Sun Life liquid Fund -Growth -Regular	33,480	10,011	129,945	36,100
		10,011		36,100
Sub-total (B)		13,932		108,684
Total (A+B)		1,145,934		1,407,437

75

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 5 : Deferred tax assets /(liabilities) (Net)

Particulars	As at 31st March, 2019	Charged/ (credit) during the year	As at 31st March, 2018	Charged/ (credit) during the year	As at 31st March, 2017
Deferred tax assets on account of:					
a) Reconstruction expenses	-	(100)	100	(100)	199.09
b) Preliminary Expenses	-	(4)	4	(4)	8.28
c) On difference between WDV of Assets	44	31	13	13	0.06
d) On MAT credit	10,235	10,235	-		
e) On Carry forward of lossess.	2,022	2,022			
Total deferred tax assets	**12,301**	**12,184**	**117**	**(91)**	**207**
Deferred tax liabilities on account of:					
a) On differences between fair value of investment as per book balances and tax balances	(116)	(5,302)	5,186	5,186	0
Total deferred tax (liabilities) / Asset	**(116)**	**(5,302)**	**5,186**	**5,186**	**-**
Total deferred tax (net)	**12,417**	**17,487**	**(5,070)**	**(5,277)**	**207**

Arun

KG

M-118, Conn. Circus New Delhi
Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 6 : Inventories

Particulars	As at 31st March, 2019	As at 31st March, 2018
Finished Goods	338,195	64,310
Total	**338,195**	**64,310**

Note 7 : Trade receivables

Particulars	As at 31st March, 2019	As at 31st March, 2018
Unsecured, Considered Good		
Trade receivables not exceeding six months	350	8,055
Trade receivables exceeding six months	1,107	-
Less Provision for doubtful debts	-	-
Total	**1,457**	**8,055**

Note 8 : Cash and cash equivalents

Particulars	As at 31st March, 2019	As at 31st March, 2018
Balance with Banks (In Current Accounts)	5,708	6,028
Total	**5,708**	**6,028**

Note 9 : Other Bank Balances

Particulars	As at 31st March, 2019	As at 31st March, 2018
Other Balances		
Balance with Banks (In Escrow Accounts)	21,908	28,341
Total	**21,908**	**28,341**

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 10 : Loans and Advances

Particulars	As at 31st March, 2019	As at 31st March, 2018
Security Deposits (For Trade)	28,000	14,000
Other Advances	275	1,047
Trade Advances	25,762	7,704
Total	54,037	22,751

Note 11 : Other financial assets

Particulars	As at 31st March, 2019	As at 31st March, 2018
Interest Accured but not due on Fixed Deposits	1,215	570
Total	1,215	570

Note 12 : Tax assets (Net)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Advance Tax & TDS (Net of provisions)	17,213	17,498
Total	17,213	17,498

Note 13 : Other current assets

Particulars	As at 31st March, 2019	As at 31st March, 2018
Net GST Input	16,870	2,877
Prepaid Expenses	222	88
Total	17,091	2,965

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 14 : Equity share capital

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	No. of Shares	Amount	No. of Shares	Amount
Authorised 3000000 Equity Shares of Rs 10/- each	3,000,000	30,000	3,000,000	30,000
Issued, Subscribed and Paid-up: 21,69,519 Equity Shares of Rs. 10/- Each (Fully paid)	2,169,519	21,695	2,650,000	26,500
In previous year 26,50,000 Equity Shares of Rs. 10/- Each (Fully paid)				
Total		21,695		26,500

The Company has one class of equity share having a par value of ₹ 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Reconciliation of Shares Issued

Particuars	As at 31st March, 2019		As at 31st March, 2018	
	No. of Shares	Amount	No. of Shares	Amount
Opening Balance	2,650,000	26,500,000	2,650,000	26,500,000
Less : Reduction in Capital	480,481	4,804,810	-	
Closing Balance	**2,169,519**	**21,695,190**	**2,650,000**	**26,500,000**

Details of Equity Shares held by shareholders holding more than 5% of the aggregate shares in the company.

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	No. of Shares	Percentage (%) of holding	No. of Shares	Percentage (%) of holding
Raghu Trading & Investment Co. Pvt. Ltd.	-	-	275,988	10%
Global Agencies Pvt. Ltd.	-	-	204,493	8%
Ajai Hari Dalmia	894,547	41%	894,547	34%
Usha Dalmia	128,822	6%	-	-
Abhishek Dalmia	383,739	18%	383,739	14%
Hilltop Metals Ltd.	111,229	5%	-	-
Ajai Hari Dalmia (HUF)	298,774	14%	298,774	11%

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 15 : Current Borrowings

Particulars	As at 31st March, 2019	As at 31st March, 2018
Secured Loan	-	12,902
Total	**-**	**12,902**

Note 16 : Trade Payables

Particulars	As at 31st March, 2019	As at 31st March, 2018
i. total outstanding dues of MSME		
ii. total outstanding dues of creditors other than MSME	2,170	2,300
Total	**2,170**	**2,300**

The amount due to Micro and Small Enterprises as defined in the "Micro, Small & Medium Enterprises development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the company.

Note 17 : Other financial liabilities

Particulars	As at 31st March, 2019	As at 31st March, 2018
Current		
Auditor's Remuneration payable	108	108
Other payables	24,154	10,217
Total	**24,262**	**10,325**

Note 18: Other liabilities

Particulars	As at 31st March, 2019	As at 31st March, 2018
Current		
Advance from Customers	806	72
Statutory Dues	391	446
MTM on Commodities Future Trading	-	4,733
Total	**1,197**	**5,251**

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 19 : Revenue from Operations

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Sale of products		
Trading in Commodities	550,462	122,396
Other Operating Revenues		
Income from Derivative Trading	18,715	12,013
Total	569,178	134,409

Note 20 : Other income

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Net Gain / (loss) on sale of investments	21,001	3,596
Interest Income	3,067	4,770
Dividend Income	246	173
Share of Profit / (loss) in Partnership Firm/LLP	9,016	(273)
Income from Alternate Investment Fund	164	-
Miscellaneous Income	543	751
Total	34,038	9,017

Note 21 : Changes in Inventories of Finished Goods, Work in progress and Stock in Trade

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Opening Stocks		
Finshed Goods	64310	81543
Total (A)	64,310	81,543
Closing Stock		
Finished Goods	338,195	64,310
Total (B)	338,195	64,310
(Increase)/Decrease in Inventories (A - B)	(273,885)	17,233

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 22 : Employee benefits expenses

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Employees Salaries	358	740
Staff Welfare	7	74
Total	365	814

Note: 23 Other Expenses & Adjustments

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Legal & Professional Expenses	10,607	6,620
Meeting & AGM Expenses	22	30
Advertisement Expenses	70	64
Audit Fee	118	118
Administrative Expenses	150	149
Telephone & Internet Expenses	19	30
Repair & Maintenance	-	51
Change in fair value of financial instruments classified under FVTPL	695	6,045
Business Promotion	629	268
Charity & Donation	1,000	2,000
Bank Charges	1	1
Rates, Fee & Taxes	-	-
Rent	48	32
Insurance Expenses	180	80
Travelling Expenses	518	395
STT on Investments	71	17
Depository Charges	24	148
Miscellaneous Expenses	17	38
Total	**14,170**	**16,086**

Note : 24 Finance Cost

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Interest Expenses	414	340
Total	**414**	**340**

Note 25 : Depreciation and amortisation

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Depreciation of property, plant and equipment (Refer Note 3)	176	201
Total	176	201

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 26 : Earning per share

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Weighted average number of equity shares outstanding	2,266,932	2,266,932
Profit after tax available for shareholders	65,264	856
Basic & diluted earning per share*	28.79	0.38
Nominal value per share	10	10

Note 27 : Effective Tax Reconciliation

Reconciliation of tax expense and accounting profit as per Ind AS 12

Income Tax Expenses

This note provides an analysis of the Company's income tax expenses that how the tax expenses is affected by non-assessable and not-deductible items:

Particulars	2018-19	2017-18
Income Tax Expenses		
Current tax for the year	13,400	7,000
Adjustment for tax of prior period		-
Total current expenses	**13,400**	**7,000**
Deferred tax		
Increase/ (Decrease) in deferred tax assets	12,184	(91)
(Increase)/ Decrease in deferred tax liabilities	5,302	(5,186)
Total deferred tax Income/(Expenses)	**17,487**	**(5,277)**
Other Comprehensive Income		
Tax expense on Re-measurement gains/ (Losses) on defined benefit plan	-	-
Total tax on Other Comprehensive Income	-	-
Income tax expenses	**(4,087)**	**12,277**

Notes

Forming part of the Standalone Financial Statements

Note 28 : Disclosure required pursuant to Ind AS -36 "Impairment of assets"

The Company has carried out impairment test on its fixed assets as on the date of Balance Sheet and the Management is of the opinion that there is no asset for which provision for impairment is required to be made as per Ind AS - 36 Impairment of Assets.

Significant Customers

No customer individually accounted for more than 10% of the revenues in the years ended March 31, 2018 and following individual customer trasacted for more than 10% of revenue in the year ended March 31,2019

a) Ventura Commodities Ltd (May be ignored as it is a broker not customer)
b) Shubham Proteins Pvt. Ltd

(All amounts in ₹ 000's, unless otherwise stated)

Note 29 : Contingent Liabilities

Particulars	As at 31st March, 2019	As at 31st March, 2018
Contingent liabilities	Nil	Nil
Total	-	

Note 30 : Capital Management

The primary objective of the Company's capital management is to ensure availability of funds at competitive cost for its operational and development needs and maintain a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The Company manages its capital structure and makes changes in view of changing economic conditions. No changes were made in the objectives, policies or process during the year ended 31.03.2019 and 31.03.2018. The Company determines the amount of capital requirement on the basis of annual operating plan and long-term strategic plans. The funding requirements are met through internal accruals and long term/ short term borrowings.

For the purpose of Company's capital management, equity includes paid up equity share capital and reserves and surplus and Debt comprises of long term borrowings including current maturities of these borrowings. Presently, the Company has zero long term debts.

Notes

Forming part of the Standalone Financial Statements

Note 31 : Financial Risk Management objectives and policies

The Company's business activities exposed to a variety of financial risk viz., market risk, credit risk and liquidity risk. The company's focus is to foresee the unpredictability of financial risk and to address the issue to minimise the potential adverse effects of its financial performance.

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Company's management.

Market risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes.

Credit risk

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, loans, investments and other financial assets.

At each reporting date, the Company measures loss allowance for certain class of financial assets based on historical trend, industry practices and the business environment in which the Company operates.

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables which is summarised in table below. Trade receivables are typically unsecured and are derived from revenue earned from customers primarily located in India. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables and unbilled revenues. The provision matrix takes into account available external and internal credit risk factors such as credit default swap quotes, credit ratings from international credit rating agencies and the Company's historical experience for customers.

Notes

Forming part of the Standalone Financial Statements

(i) **Provision for expected credit losses**

The Company measures Expected Credit Loss (ECL) for financial instruments based on historical trend, industry practices and the business environment in which the Company operates.

For financial assets, a credit loss is the difference between:
(a) the contractual cash flows that are due to an entity under the contract, and
(b) the cash flows that the entity expects to receive

The Company recognizes in profit or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date in accordance with Ind AS 109.

In determination of the allowances for credit losses on trade receivables, the Company has used a practical expedience by computing the expected credit losses based on ageing matrix, which has taken into account historical credit loss experience and adjusted for forward looking information. The Company also makes general provision for life time expected credit loss based on it previous experience of write off in previous years.

(ii) **The movement of Trade Receivables are as follows:**

Particulars	As at 31st March, 2019	As at 31st March, 2018
Trade Receivables (Gross)	1,457	8,055
Less: Expected Credit Loss	-	
Trade Receivables (Net)	1,457	8,055

The movement of Expected credit loss are as follows:

Particulars	Year ended	
	31st March, 2019	31st March, 2018
Opening balance	-	-
Add: Provision made during the year	-	-
Less: Reversal / utilised during the year	-	-
Closing balance	-	-

Financial instruments and cash deposits

Credit risk arising from investments and balances with banks is limited because the counter parties are banks and recognised companies and approved funds managed by professionals fund managers with high credit worthiness. The Company considers factors such as track record, size of the institution, market reputation and service standards to select the banks with which balances and deposits are maintained. Investments of surplus funds are made only with approved counterparties. The maximum exposure to credit risk for the components of the balance sheet is Rs 7,76,15,940 as at 31.03.2019 and Rs 3,43,69,232 as at 31.03.2018, which is the carrying amounts of cash and cash equivalents, other bank balances, investments (other than equity investments in subsidiary), trade receivables, loans and other financial assets.

Notes

Forming part of the Standalone Financial Statements

Liquidity risk

Liquidity risk is the risk that the company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company monitors its risk to a shortage of funds using a recurring liquidity planning tool. This tool considers the maturity of both its financial investments and financial assets (i.e. trade receivables, other financial assets) and projected cash flows from operations.

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from opreations. The Company has no outstanding borrowings. The Company believes that the working capital is sufficient to meet its current requirements.

As at March 31, 2019, the Company had a working capital of Rs. 4,29,197 thousands including cash and cash equivalents of Rs. 5,708 thousands. As at March 31, 2018, the Company had a working capital of Rs. 11,83,436 thousands including cash and cash equivalents of Rs. 6,078 thousands. Accordingly, no liquity risk is perceived.

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 32 : Related Party Disclosure

Pursuant to Ind AS-24 "Related Party Disclosures", following parties are to be treated as related parties:

a) Where control exists:

Name of the Related party	**Nature of Relationship**
Revathi Equipment Ltd.	- Subsidiary Company
Renaissance Stocks Ltd.	- Wholly Owned Subsidiary Company
Semac Consultants Pvt Ltd.	- Subsidiary of Revathi Equipment Ltd
Semac and Partners LLC.	- Subsidiary of Semac Consultants Pvt Ltd.

b) Entities over which key managerial personnel is able to exercise significant influence:

Name of the Related party

(i) SWBI Design Informatics Pvt Ltd

c) Key managerial personnel

Name of the Related party	**Nature of Relationship**
Mr. Abhishek Dalmia	- Director
Mr. Ajai Hari Dalmia	- Director
Smt. Deepali Dalmia	- Director
Mr. Neeraj Mittal	- Director

e) Relatives of Person mentioned above in item (c) & (d)

Name of the Related party	**Nature of Relationship**
Mrs. Usha Dalmia	Wife of Mr. Ajai Hari Dalmia

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Details of transactions with the related parties

Particulars	Where control exists		Entities over which key managerial personnel is able to exercise significant influence		Key managerial personnel	
Transaction during the year	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Loan Given						
Semac Consultants Pvt Ltd	-	30,000	-	-	-	-
SWBI Design Informatics Pvt Ltd		67,050	-	-	-	-
Loan Repayment Received						
Semac Consultants Pvt Ltd		30,000		-	-	-
SWBI Design Informatics Pvt Ltd		67,050	-	-	-	-
Interest Received						
Semac Consultants Pvt Ltd		583.56	-	-	-	
SWBI Design Informatics Pvt Ltd		1,019		-	-	
Salary						
Salary paid to Smt Usha Dalmia	60	60	-	-		-

Notes

Forming part of the Standalone Financial Statements

Note 34: Recent Accounting Pronouncements

In March 2019, the Ministry of Corporate Affairs issued Companies (Indian Accounting Standards) Amendments Rules, 2019, notifying the following Ind AS/amendments which is effective from annual period beginning on or after 1st April 2019:

- **Ind AS 116 – Leases**

It replaces Ind AS 17 'Leases'. Ind AS 116 'Leases' is effective for annual periods beginning April 1, 2019 or thereafter and has not been applied in preparing these financial statements. The Company will apply Ind AS 116 from annual period beginning April 1, 2019. Ind AS 116 'Leases' sets out the principles for the recognition, measurement, presentation and disclosure of leases and require lessee to account for all lease under a single on balance sheet model similar to accounting for finance lease. Lessee will be required to recognise a liability for lease payments and an asset representing the right to use the underlying asset during the lease term. Lessee will be required to separately recognise the interest expenses on the lease liability and the depreciation on the right to use the assets. The Company is evaluating the impact of these on the financial statements. However, as the Company does not have any material leases, therefore the adoption of this standard is not likely to have material impact on its financial statements.

Note 35: Previous year's figures are reclassified, where necessary, to conform to the current year's classification.

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 01.08.2019

For and on behalf of the Board of Directors

A.H Dalmia
Director
DIN: 00225963

Abhishek Dalmia
Director
DIN: 00011958

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 33 : Financial instruments

Particulars	Notes	31st March, 2019			31st March, 2018		
		FVPL	FVOCI	Amortized Cost	FVPL	FVOCI	Amortized Cost
Financial Assets							
Investment							
Equity Shares (Quoted)	4	3,922	-	-	48,493	-	-
Mutual funds and Alternative Investment fund (Quoted)	4	10,011	-	-	60,191	-	-
Loans and Advances	10	-	-	54,037	-	-	22,751
Trade Receivables	7	-	-	1,457	-	-	8,055
Cash and Bank Balances	8 & 9	-	-	27,616	-	-	34,369
Other Financial Assets	11	-	-	1,215	-	-	570
Total Financial Assets		**13,932**	-	**84,325**	**108,684**	-	**65,745**
Financial Liabilities							
Trade Payables	16	-	-	2,170	-	-	2,300
Other Financial Liabilities	17	-	-	24,282	-	-	10,325
Total Financial liabilities		-	-	**26,432**	-	-	**12,625**

Fair Value Hierarchy

The company uses following method of hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques.

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

Notes

Forming part of the Standalone Financial Statements

Fair Value Techniques:

The fair value of the financial assets and liabilities are included at the amount 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 following methods and assumptions were used to estimate the fair values:

a) Fair value of cash and short term deposits, trade receivables, trade payables, current loans, other current financial assets, and other current financial liabilities approximate to their carrying amount largely due to the short term maturities of these instruments.

b) Long term fixed rate and variable rate receivables are evaluated by the Company based on parameters such as interest rate, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. For fixed interest rate borrowings fair value is determined by using Discounted Cash Flow (DCF) method using discount rate that reflects the issuer's borrowings rate. Risk of non-performance for the company is considered to be insignificant in valuation.

The following table provides the fair value measurement hierarchy of Company's asset and liabilities grouped into Level 1 to Level 3 as described below:

(All amounts in ₹ 000 s, unless otherwise stated)

i) Financial assets and liabilities are measured at- recurring fair value measurement

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Investment in:					
Equity Instruments					
As at March 31, 2019	4	13,932	-	-	13,932
As at March 31, 2018	4	108,684	-	-	108,684

During the year ended 31.03.2019 and 31.03.2018, there were no transfers between Level 1 and level 2 fair value measurements and no transfer into and out of Level 3 fair value measurements. There is no transaction/balance under level 3.

B R MAHESWARI & CO LLP
CHARTERED ACCOUNTANTS

M 118, Connaught Circus,
New Delhi - 110001
Phones: +91 (11) 4340 2222
23416341
2341 8130
Fax: +91(11) 2341 5796
E-mail: brmc@brmco.com

Independent Auditors' Report

TO THE MEMBERS OF
RENAISSANCE ADVANCED CONSULTANCY LIMITED

Report on the Standalone Ind AS financial statements

We have audited the accompanying standalone Ind AS financial statements of **RENAISSANCE ADVANCED CONSULTANCY LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Ind AS financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the state of affairs (financial position), profit (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) prescribed under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2018 and its profit, its cash flows and changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 'A' a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

   (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   (e) On the basis of written representations received from the directors as on 31st March, 2018 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure 'B'.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company did not have any pending litigations;

ii. The Company did not have any long term contracts including any derivative contracts for which there were any material foreseeable losses;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **B. R. Maheswari & Co. LLP**
Chartered Accountants
Firm's Registration No. 001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No. 82700

B R Maheswari & Co. LLP
M-118,
Conn. Circus
New Delhi
Chartered Accountants

Place: New Delhi
Date: July 6, 2018

Annexure 'A' to the Independent Auditors' Report

Referred to in Paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date)

1) In respect of its fixed assets:

(a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) As explained to us, physical verification of fixed assets is ongoing exercise and some of the fixed assets have been physically verified during the year by the management and there is regular programme of verification which in our opinion, though reasonable, requires to be strengthened having regard to the size of the company and nature of its assets. According to the information given by the management, no material discrepancies were noticed on such verification.

2) In respect of its inventories:

(a) The inventories have been physically verified by the management. In our opinion, the frequency of verification is reasonable.

(b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

(c) The company has maintained proper records of inventory. No material discrepancies were noticed on verification between the physical stocks and the book records

3) As informed, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act for the financial year 2017-18, and accordingly clauses (a), (b) and (c) of Para (iii) of the order are not applicable.

4) In our opinion and according to the information and explanations given to us and on an overall examination of the standalone Ind AS financial statements, the Company has complied with the provisions of section 185 and 186 of the act, with respect to the loans and investments made.

5) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits during the year, and accordingly is not required to comply with the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.

B.R. MAHESWARI & CO LLP M-118, Conn. Circus New Delhi Chartered Accountants

6) As informed to us, the maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, in respect of the activities carried on by the Company.

7) (a) According to the information and explanations given to us, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Value Added Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it. As informed, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2018 for a period of more than six months from the date they become payable.

(b) There are no disputed amounts of statutory dues which have not been deposited with the concerned authorities.

8) Based on the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of loans and borrowings to the financial institutions, banks or debenture holders. The Company did not have any outstanding loans and borrowings from government during the year.

9) The company has not raised any money by way of public offer or term loans during the year.

10) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

11) In our opinion and according to the information and explanations given to us, the company has not paid any managerial remuneration during the year, and accordingly is not required to comply with the provisions of section 197 read with Schedule V to the Act.

12) The Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with sections 177 and 188 of the Act wherever applicable and the details have been disclosed in the Standalone Ind AS financial statements, as required by the applicable accounting standards.

14) Based on the information and explanations given to us and examination of standalone Ind AS financial statements, the company has not made preferential allotment of shares during the year.

15) According to the information and explanations given to us and on an overall examination of the standalone Ind AS financial statements of the Company, we report that the Company has not entered into any non- cash transaction with directors or persons connected with him.

M-118,
Conn. Circus
New Delhi

16) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **B. R. Maheswari & Co LLP**
Chartered Accountants
Firm's Registration No: 001035N/N500050

Sanjay Nath
Partner
Membership No: 82700

Place: New Delhi
Date: July 6, 2018

Annexure 'B' to the Independent Auditors' Report

Report on the Internal Financial Controls under clause (i) of sub section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of RENAISSANCE ADVANCED CONSULTANCY LIMITED ("the Company") as of March 31, 2018 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

MAHESWARI & CO. LLP M-118, Conn Circus, New Delhi Chartered Accountants

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone Ind AS financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2018 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. R. Maheswari & Co LLP**
Chartered Accountants
Firm's Registration No: 001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No: 82700

B R Maheswari & Co. LLP M-118, Conn. Circus New Delhi Chartered Accountants

Place: New Delhi
Date: July 6, 2018

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Standalone Balance Sheet as at 31st March, 2018

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	Note No.	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
ASSETS				
Non-Current Assets				
Property, plant and equipment	3	535	1	4
Capital work in progress			-	-
Other intangible assets				
Financial Assets				
a. Investments	4	1,407,437	1,315,453	1,197,083
b. Other Financial Assets				
Deferred tax assets (Net)	5		207	329
Other Non- Current assets		-	-	-
Total non-current assets		**1,407,972**	**1,315,662**	**1,197,416**
Current Assets				
Inventories	6	64,310	81,543	56,059
Financial Assets				
a. Investments	4	-	-	-
b. Trade Receivables	7	8,055	10,867	1,105
c. Cash and Cash Equivalents	8	6,028	3,402	5,603
d. Other Bank balances	9	28,341	82,100	82,100
e. Loans and Advances	10	22,751	23,460	253,026
f. Other Financial Assets	11	570	300	342
Tax Assets (Net)	12	17,498	18,400	5,437
Other Current Assets	13	2,965	2,448	27
Total current assets		**150,517**	**222,521**	**403,698**
Total Assets		**1,558,489**	**1,538,182**	**1,601,113**
EOUITY AND LIABILITIES				
Equity				
Equity Share Capital	14	26,500	26,500	26,500
Other equity	SOCIE	1,496,142	1,495,285	1,245,606
Total equity		**1,522,642**	**1,521,785**	**1,272,106**
Liabilities				
Non-Current Liabilities				
Provisions		-	-	-
Deferred tax liability	5	5,070	-	-
Total non-current liabilities		**5,070**	-	-
Current Liabilities				
Financial Liabilities				
a. Borrowings	15'	12,902	-	317,500
b. Trade Payables	16	2,300	1,442	591
c. Other Financial Liabilities	17	10,325	12,365	3,646
Other Liabilities	18	5,251	186	3,487
Provisions	19	-	2,403	3,783
Tax liabilities (Net)	20	-	-	-
Total current liabilities		**30,778**	**16,397**	**329,007**
Total liabilities		**35,847**	**16,397**	**329,007**
Total Equity and Liabilities		**1,558,489**	**1,538,182**	**1,601,113**

Significant accounting policies and notes to standalone financial statements, Note 1-48.
This is the Balance Sheet referred to in our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

For and on behalf of the Board of Directors

B R MAHESWARI & CO LLP M-118, Conn. Circus New Delhi Chartered Accountants

Sanjay Nath
Partner
Membership No.82700

A.H Dalmia
Director
DIN: 00215962

Abhishek Dalmia
Director
DIN: 00011958

Place : New Delhi
Date: **06.07.2018**

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Standalone Statement of Profit and Loss for the year ended

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	Note No.	Year ended 31st March, 2018	Year ended 31st March, 2017
Revenue from Operations	21	134,409	177,807
Other Income	22	2,971	304,337
Total revenue/ income		137,380	482,144
EXPENSES			
Purchases of Stock-in-Trade		95,618	190,460
Changes in Inventories of Finished Goods, Work in progress and Stock in Trade	23	17,233	(25,484)
Employee benefits expenses	24	814	1,002
Other administrative expenses	25	10,041	4,736
Finance cost	26	340	9,567
Depreciation and Amortisation	27	201	3
Total expenses		124,247	180,284
Profit before Tax		13,133	301,860
Income tax expenses			
a. Current tax	29	7,000	52,060
b. Deferred Tax	29	5,277	121
Total tax expense		12,277	52,181
Profit for the year		856	249,679
Other comprehensive Income			
a. Items that may be reclassified to statement of Profit and Loss		-	-
		-	-
b. Items that will not be reclassified to statement of Profit and Loss			
Re-measurement gains/ (Losses) on defined benefit plan			
Income tax effect			
		-	-
Other comprehensive Income for the Year (net of tax) (a+b)		-	-
Total comprehensive Income for the year		856	249,679
Earnings per Equity share of [Nominal value per share ₹ 10/- (31st March, 2017 : ₹10/-)]			
Basic earning per share	28	0.32	94.22
Diluted earnings per share	28	0.32	94.22

Significant accounting policies and notes to standalone financial statements, Note 1-48.

This is the Statement of Profit and Loss referred to in our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

M-118, Conn. Circus New Delhi Chartered Accountants

Place : New Delhi
Date: 06.07.2018

For and on behalf of the Board of Directors

A.H Dalmia
Director
DIN: 00225962

Abhishek Dalmia
Director
DIN: 00011958

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Standalone Cash Flow Statement for the year ended

(All amounts in ₹ 000's, unless otherwise stated)

Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit before tax for the year	13,133	301,860
Adjustments to reconcile profit before tax to net cash provided by operating activities:		
Depreciation and Amortisation	201	3
Profit on sales of investments	(3,596)	(162,798)
Change in fair value of financial instruments classified under FVTPL	6,045	(54,711)
Interest and financial charges	340	9,567
Interest Income	(4,770)	(25,329)
Dividend Income	(173)	(59,733)
Share in partnership firm	273	(1,766)
Operating profit before working capital changes	**11,455**	**7,093**
Changes in Working Capital		
Adjustments for (increase)/decrease in operating assets:		
Trade receivables	2,813	(9,763)
Inventories	17,233	(25,484)
Loans & advances (Current)	709	229,566
Other Bank Balance	53,759	-
Other current financial assets	(270)	42
Other assets (Current and Non-current)	(516)	(2,422)
Adjustments for increase/(decrease) in operating liabilities:		
Trade Payables	858	851
Provisions (Current and Non-current)	(2,403)	(1,380)
Other current financial Liabilities	(2,041)	8,719
Other current Liabilities	5,065	(3,300)
Cash generated from operations	**86,660**	**203,923**
Direct Taxes paid (Net of Refunds)	(6,098)	(65,376)
Income Tax Refund Received	-	353
Net Cash from operating activities	**80,563**	**138,900**
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipments and Intangible Assets (including Capital Work In Progress)	(735)	-
Proceeds from sale of Property, Plant and Equipments	-	-
Interest Received	4,770	25,329
Dividend Received	173	59,733
Purchase of Investments	(4,121,739)	(3,337,250)
Sale/Redemption of Investments	4,027,033	3,438,155
Net Cash from/ (used) in investment activities	**(90,498)**	**185,966**
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Loan	15,000	-
Repayment of loan	(2,098)	(317,500)
Interest and financial charges paid	(340)	(9,567)
Net Cash (used) / from financing activities	**12,562**	**(327,067)**
Net increase / (decrease) in cash and cash equivalents	**2,626**	**(2,201)**
Opening balance of Cash and cash equivalents	**3,402**	**5,603**
Closing balance of Cash and cash equivalents	**6,028**	**3,402**

(a) Direct Taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.

(b) The above Cash Flow statement is prepared as per "Indirect method" specified in Ind AS 7 "Statement of Cash Flows".

This is the Cash Flow Statement referred to in our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No.82700

B R MAHESWARI & CO. LLP
M-118, Conn. Circus New Delhi
Chartered Accountants

Place : New Delhi
Date: 06.07.2018

For and on behalf of the Board of Directors

A.H Dalmia
Director
DIN: 00215962

Abhishek Dalmia
Director
DIN: 00011958

RENAISSANCE ADVANCED CONSULTANCY LIMITED
Standalone Statement of Changes in Equity (SOCIE)

A. Equity share capital

(All amounts in ₹ 000's, unless otherwise stated)

	Numbers	Amount
As at 1st April, 2016	2,650,000	26,500
Change in equity share capital during the year	-	-
As at 31st March, 2017	2,650,000	26,500
Change in equity share capital during the year	-	-
As at 31st March, 2018	**2,650,000**	**26,500**

B. Other Equity

Particulars	Note	Reserves and Surplus		Total other equity
		Capital Reserve	Earnings	
Balance as at 1st April, 2016		**939,524**	**306,082**	**1,245,606**
Profit for the year		-	249,679	249,679
Dividends on equity shares		-	-	-
Corporate dividend tax		-	-	-
Remeasurement of defined benefit plans (net of tax)		-	-	-
Depreciation adjustment	3	-	-	-
Balance as at 31st March, 2017		**939,524**	**555,761**	**1,495,285**
Balance as at 1st April, 2017		939,524	555,761	1,495,285
Profit for the year		-	856	856
Interim Dividend on Equity shares (Refer Note 1 below)		-	-	-
Corporate dividend tax		-	-	-
Remeasurement of defined benefit plans (net of tax)		-	-	-
Depreciation adjustment	3	-	-	-
Balance as at 31st March, 2018		**939,524**	**556,618**	**1,496,142**

This is the Statement of Change in Equity referred to in our report of even date.

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

B.R. Maheswari & Co. LLP M-118, Conn. Circus New Delhi Chartered Accountants

Place : New Delhi
Date: 06.07.2018

For and on behalf of the Board of Directors

A.H Dalmia
Director
DIN: 00225962

Abhishek Dalmia
Director
DIN: 00011958

Notes

Forming part of the Standalone Financial Statements

1 SIGNIFICANT ACCOUNTING POLICIES

This Note provides a list of the significant accounting policies adopted in the preparation of these standalone financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

a. The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 (the Act) read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act. These financial statements for the year ended March 31, 2018 is the first Financial Year of the Company in accordance with Ind-AS.

For all periods up to and including the year ended March 31, 2017, the company prepared its financial statements in accordance with Indian GAAP, notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act.

The company has adopted all the Ind AS standards and the adoption was carried out in accordance with Ind AS 101 'First time adoption of Indian Accounting Standards'. Refer note 37 for an explanation how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b. These financial statements have been prepared on a historical cost basis except for the following:-

- Certain Financial Assets and liabilities measured at fair value.
- Defined benefit plans- Plan assets measured at fair value.

2.2 FUNCTIONAL AND PRESENTATION CURRENCY

These financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency and all amount are rounded to the nearest thousands, except as stated otherwise.

ESWARI & C. LLP M-118 Conn. Circus New Delhi Chartered Accountants

2.3 USE OF ESTIMATES AND JUDGEMENTS

- The preparation of financial statements in accordance with Ind AS requires management to make judgement, estimates and assumptions that affect the application of accounting policies and the reported account of assets, liabilities, income and expenses. Actual results may differ from these estimates.

  Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognized in the period in which the estimates are known or materialized.

2.4 REVENUE RECOGNITION

a. REVENUE FROM OPREATIONS

Revenue is measured at fair value of consideration received or receivable. Revenues are recognized when collectability of the resulting receivable is reasonably assured.

- Revenue from sale of goods is recognized when significant risks and rewards of ownership is transferred to the buyer which generally conincides when the product are dispatched / shipped, recovery of the consideration is probable, the associated cost can be estimeated reliably.

- Revenue is disclosed net of sales tax / VAT / Goods and Services Tax, discounts, volume rebates and returns, as applicable. Revenue is inclusive of excise duty.

b. OTHERS ITEMS OF REVENUE

Interest income from a financial asset is recognised when it is probable that the economic benefit will flow to the entity and the amount of income can be measered reliably. Interest income is accured on a time basis, by reference to the principal outstanding and the effective rate applicable which is the rate that discounts estimated future cash receipts through the expected life of the financial assets to that assets' net carrying amount on initial recoginition.

Dividend income is recognised when the company's right to receive the payment is established.

Other items like extra items claim, insurance claims, any receipts on account of pending income tax, sales tax, GST and excise duty assessments, where quantum of accruals cannot be ascertained with reasonable certainty, are recognized as income only when revenue is virtually certain which generally coincides with receipts.

2.5 PROPERTY, PLANT AND EQUIPMENT

Property, Plant and Equipment assets are carried at cost net of tax / duty credit availed less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

The items of property, plant and equipment which are not yet ready for use are disclosed as Capital work-in-progress and are carried at historical cost.

Notes

Forming part of the Standalone Financial Statements

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

Property, Plant and Equipment are eliminated from the financial statements, either on disposal or when retired from active use.

Gain and losses on disposal or retirement of assets are determined by comparing proceeds with carrying amount. These are recognised in the Statement of Profit and Loss.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1st April, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment. Subsequently, Property, plant and equipment are stated at cost less accumulated depreciation/amortization and impairment, if any.

When significant parts of the plant and equipment are required to be replaced at intervals the Company depreciates them separately based on their specific useful lives.

Depreciation is provided using the written down value method to allocate their cost, net of their residual values on the basis of useful life of the assets. Estimated useful lives of the assets are as follows:

Nature of Asset	Estimated useful lives
Furniture and Fixtures	10 years
Computers	3 years

The residual values are not more than 5% of the original cost of the asset.

The residual values, useful lives and method of depreciation of property, plant and equipment are reviewed at end of each financial year and any changes there-in are considered as change in estimate and accounted prospectively.

Notes

Forming part of the Standalone Financial Statements

2.6 IMPAIRMENT OF NON-FINANCIAL ASSETS

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing of an asset is required, the Company estimates the assets recoverable amount. An assets recoverable amount is the higher of an assets or Cash-generating unit (CGU) fair value less cost of disposal and its fair value in use. Recoverable amount is determined for an individual asset, unless the assets does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an assets or CGU exceeds its recoverable amount, the assets is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset. In determining the fair value less costs of disposal, recent market transactions are taken in account. If no such transactions can be identified, an appropriate valuation model is used. Impaired losses are recognised in statement of profit and loss.

2.7 INVENTORIES

Raw material, stores, work-in-progress and traded goods are stated at the lower of cost and net realisable value. However, these items are considered to be realisable at cost if the finished products in which they will be used, are expected to be sold at or above cost. Cost of inventories comprises all cost of purchase and other cost incurred in bringing them to their present location and condition. The cost, in general, is determined under Weighted Average Cost Method.

2.8 EARNING PER SHARE

Basic earnings per share is calculated by dividing net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For considering the Company's earnings per share the net profit or loss for the period is taken. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, if any, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

B R MAHESWARI & CO. LLP M-118, Connaught Circus New Delhi Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

2.9 BORROWING COSTS

Borrowing cost specifically relating to the acquisition or construction of a qualifying assets that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. All other borrowing costs are charged to revenue in the period in which it is incurred. Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange difference to the extent regarded as an adjustment to the borrowing cost.

2.10 PROVISION AND CONTINGENT LIABILITIES

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

Provisions are measured at the present value of management's best estimates of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability is not considered. However, a disclosure for contingent liabilities is made when there is a possible obligation arising from past event, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of the amount cannot be made.

2.11 DIVIDEND

Dividend on equity shares are recorded as a liability on the date of approval by the shareholders and interim dividend are recorded as a liability on the date of declaration by the Company's Board of Directors.

2.12 CASH AND CASH EQUIVALENTS

For the purpose of the Statement of cash flows, cash and cash equivalents consists of cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investment with original maturities of three months or less that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value.

BRAHMESWARI & CO. LLP
M-113
Conn. Circus
New Delhi
Chartered Accountants

2.13 EMPLOYEE BENEFITS

a. Short term employee benefits are recognised as an expense in the statement of profit and loss of the year in which the related service are rendered.

b. Compensated absence is accounted for using the project unit credit method, on the basis of actuarial valuation carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to profit and loss in the period in which they arise.

c. Contribution payable by the Company to the concerned government authorities in respect of provident fund, family pension fund and employee state insurance are defined contribution plans. The contributions are recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service. The company does not have any further obligation in this respect, beyond such contribution.

d. The cost of providing gratuity, a defined benefit plans, is determined using the Projected Unit Credit Method, on the basis of actuarial valuation carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income in the period in which they arise. Other costs are accounted in Statement of profit and loss.

The Company operates a defined benefit plan for gratuity, which requires contributions to be made to a separately administered fund. The corpus of which is invested with the Life Insurance Corporation of India.

2.14 INCOME TAXES

Income tax expenses comprises current and deferred income tax. Income tax expenses are recognised in the Statement of Profit and Loss except that it relates to items recognised directly in equity, in those case it is recognised in 'Other Comprehensive Income'. Current Income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balances sheet date.

Deferred income tax assets and liabilities are recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the year in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax assets is recognised to the extent that it is probable that future profit will be available against which the deductible temporary differences and tax losses can be utilized. Deferred income taxes are not provided on the undistributed earnings of subsidiary where it is expected that earnings of the subsidiary will not be distributed in foreseeable future. The Company off sets current tax assets and Current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it indents either to settle on a net basis, or to realize the assets and settle the liability simultaneously. The income tax provision of the interim period is made based on the best estimate of the annual average tax rate expected to be applicable for the full financial year.

2.15 FINANCIAL INSTRUMENTS

A financial instrument is any contract that give rise to a financial assets of one entity and financial liability or equity instrument of another entity.

a. Financial Assets

Initial recognition and measurement

The Company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

Subsequent measurement

Financial assets are subsequently measured at amortized cost or fair value through profit or loss depending on its business model for managing those financial assets and the assets contractual cash flow characteristics.

(i) Financial assets carried at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order 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.

(ii) Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it 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.

(iii) Financial assets at fair value through profit or loss

A financial asset, which is not classified in any of the above categories, is subsequently fair valued through profit or loss.

(iv) Investment in subsidiaries and associates

Investment in subsidiaries and associates is carried at cost in the separate financial statements.

Derecognition

The company derecognizes a financial asset only when the contractual rights to the cash flows from the assets expires or it transfers the financial assets and substantially all the risks and rewards of ownership of the assets to another entity.

Impairment of Financial Assets

The company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets. If credit risks has not increase significantly 12 months ECL is used to provide the impairment loss. If credit risks has increased significantly lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risks since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12 month ECL.

ECL is the difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all cash shortfalls), discounted at the original EIR.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expenses in the statement of profit & loss.

b. Financial Liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit and loss, loans and borrowings or payable.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Subsequent measurement

The measurement of financial liabilities depends on their classification described below:

Financial liabilities at fair value through profit and loss

Financial liabilities at fair value through profit or loss includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships. All change in the fair value of such liability are recognised in the statement of profit and loss.

Loan and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized costs using EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Decrecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

MAHESWARI & CO. LLP M-118, Conn Circus, New Delhi Chartered Accountants

2.16 CRITICAL ESTIMATES AND JUDGEMENTS

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgement and assumptions which affect the reported amount of assets and liabilities as at the balance sheet date, reported amount of revenue and expenses for the year and disclosure of contingent asset and liabilities as at the balance sheet date.

The areas involving critical estimates or judgement are:

i **Critical estimates**

a Estimated useful life of property, plant and equipment – Note 2.5

b Estimated fair value of financial instruments – Note 36

c Recognition of revenue – Note 2.4

ii **Significant Judgements**

a Designating financial asset / liability through fair value through profit or loss so as to reduce/eliminate accounting mismatch.

b Probability of an outflow of resources to settle an obligation resulting in recognition of provision.

The estimates, judgement and assumptions used in the financial statements are based upon Management's evaluation of relevant facts and circumstances and as at the date of financial statements. Accounting estimates could differ from period to period and accordingly appropriate changes in estimates are made as the management becomes aware of the changes. Actual results could differ from the estimates.

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 3 : Property, Plant & Equipment (2016-17)

	Gross Value				Depreciaiton / Amortisation				Net Value
Asset Category	Opening as on 01.04.16	Additions during the year	Retirement/ Adjustments during the year	As on 31.03.2017	Opening as on 01.04.16	Depreciation during the Year	Retirement/ Adjustments during the year	Up to 31.03.2017	As on 31.03.2017
Computer	4	-	-	4	-	3	-	3	1
Total	4	-	-	4	-	3	-	3	1

Note 3 : Property, Plant & Equipment (2017-18)

	Gross Value				Depreciaiton / Amortisation				Net Value
Asset Category	Opening as on 01.04.17	Additions during the year	Retirement during the year	As on 31.03.2018	Opening as on 01.04.17	Depreciation during the Year	Retirement during the year	Up to 31.03.2018	As on 31.03.2018
Furniture & Fixtures	-	555	-	555	-	124	-	124	432
Computer	4	179	-	183	3	77	-	80	103
Total	4	735	-	739	3	201	-	204	535

M-118 Conn. Circus New Delhi Chartered Accountants

Notes

Forming part of the Standalone Financial Statements (All amounts in ₹ 000's, unless otherwise stated)

Note 4 : Investments

	Non-Current Investments					
	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	Quantity	Amount	Quantity	Amount	Quantity	Amount
A. Investment at Cost						
Unquoted						
i. Investment in Fully paid Equity Shares of Subsidiary Company						
Renaissance Stocks Limited	999,994	118,863	999,994	118,863	999,994	118,863
		118,863		118,863		118,863
ii. Investment in Partnership Firm						
Shri Investment		727,593		675,816		-
		727,593		675,816		-
iii. Investment in Preference shares						
Renaissance Steels India Pvt. Ltd.	2,860,000	28,659	-	-	-	-
		28,659		-		-
iv. Investment in equity shares of subsidiary company						
Quoted						
Revathi Equipments Limited	1,768,953	423,638	1,768,953	423,638	1,768,953	423,638
		423,638		423,638		423,638
Sub-total (A)		1,298,753		1,218,317		542,501
B. Investment At Fair Value through Profit and Loss						
i. Investment in Fully paid Equity Shares						
Quoted						
Coal India Limited	1	0.28	1	0.29	1	0.29
Rajratan Global Wire Limited	93,040	48,492	116,172	71,208	625,200	124,602
		48,493		71,208		124,603
ii. Investment in Alternative Investment Fund						
Quoted						
DSP Blackrock Emerging Stars Fund - Class B- 1.02 (Category III)	75,936	12,633	89,336	13,787	50,000	5,104
IIFL Best of Class Fund 1 (Category III AIF managed by HDFC)	499,077	6,151	499,077	5,711	499,077	4,303
IIFL Best of Class Fund 1 (Category III AIF managed by Reliance)	500,897	5,307	500,897	6,268	500,897	4,703
		24,091		25,767		14,111
iii. Investment in Units of Mutual Funds						
Quoted						
Birla Sunlife Cash Plus - Growth - Regular Plan	129,945	36,100	620	162	132,769	32,233
Birla Sunlife Cash Plus - Growth - Direct Plan	-	-	-	-	486,802	118,446
HDFC Cash Management Fund- Saving Plan- Growth	-	-	-	-	414	1,305
HDFC Floating Rate Income Fund- STP- Wholesale option	-	-	-	-	3,945,295	102,750
HDFC Liquid Fund- Growth	-	-	-	-	3,158	9,424
HDFC Liquid Fund- Direct Plan- Growth	-	-	-	-	39,609	118,437
ICICI Prudential Liquid Plan- Growth	-	-	-	-	529,068	118,434
ICICI Prudential Liquid- Direct Plan- Growth	-	-	-	-	447	100
Taurus Liquid Fund- Regular Plan- Super Insti Growth	-	-	-	-	8,990	14,739
		36,100		162		515,868
Sub-total (B)		108,684		97,136		654,582
Total (A+B)		1,407,437		1,315,453		1,197,083

B R MAHESWARI & CO. LLP M-118 Conn. Circus New Delhi Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 5 : Deferred tax assets /(liabilities) (Net)

Particulars	As at 31st March, 2018	Charged/ (credit) during the year	As at 31st March, 2017	Charged/ (credit) during the year	As at 1st April, 2016
Deferred tax assets on account of:					
a) Reconstruction expenses	100	(100)	199	(100)	299
b) Preliminary Expenses	4	(4)	8	(4)	12
Total deferred tax assets	**104**	**(104)**	**207**	**(104)**	**311**
Deferred tax liabilities on account of:					
a) On differences between WDV of Fixed assets as per book balances and tax balances	(13)	(13)	(0.06)	(0.26)	0.20
b) On differences between fair value of investment as per book balances and tax balances	5,186	5,186	-	18	(18)
Total deferred tax (liabilities) / Asset	**5,173**	**5,173**	**(0.06)**	**18**	**(18)**
Total deferred tax (net)	**(5,070)**	**(5,277)**	**207**	**(121)**	**329**

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 6 : Inventories

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Finished Goods	64,310	81,543	56,059
Total	64,310	81,543	56,059

Note 7 : Trade receivables

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Unsecured, Considered Good			
Trade receivables not exceeding six months	8,055	10,867	1,105
Less Provision for doubtful debts	-	-	-
Total	**8,055**	**10,867**	**1,105**

Note 8 : Cash and cash equivalents

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Balance with Banks (In Current Accounts)	6,028	3,402	5,603
Total	**6,028**	**3,402**	**5,603**

Note 9 : Other Bank Balances

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Other Balances			
Balance with Banks (In Escrow Accounts)	28,341	82,100	82,100
Total	**28,341**	**82,100**	**82,100**

B.R. MAHESWARI & CO. LLP M-118, Conn. Circus, New Delhi Chartered Accountants

RENAISSANCE ADVANCED CONSULTANCY LIMITED

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 10 : Loans and Advances

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Loans & Advances to related parties		-	239,500
Security Deposits (For Trade)	14,000	10,000	6,000
Other Advances	1,047	80	2
Trade Advances	7,704	13,380	7,524
Total	**22,751**	**23,460**	**253,026**

Note 11 : Other financial assets

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Interest Accured but not due on Fixed Deposits	570	300	342
Total	**570**	**300**	**342**

Note 12 : Tax assets (Net)

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance Tax & TDS (Net of provisions)	17,498	18,400	5,437
Total	**17,498**	**18,400**	**5,437**

Note 13 : Other current assets

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Net GST Input	2,877	-	-
Prepaid Expenses	88	45	27
MTM on Commodities Futures Trading	-	2,403	-
Total	**2,965**	**2,448**	**27**

MAHESWARI & CO. LLP M-118 Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 14 : Equity share capital

Particulars	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Authorised 3000000 Equity Shares of Rs. 10/ each	3,000,000	30,000	3,000,000	30,000	3,000,000	30,000
Issued, Subscribed and Paid-up: 26,50,000 Equity Shares of Rs. 10/- Each (Fully paid)	2,650,000	26,500	2,650,000	26,500	2,650,000	26,500
Total		26,500		26,500		26,500

The Company has one class of equity share having a par value of ₹ 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Reconciliation of Shares Issued

As no fresh issue of shares or reduction in capital was made during the current year as well as during the previous period, hence there is no change in the opening and closing capital. Accordingly, reconciliation of share capital has not been given.

Details of Equity Shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	No. of Shares	Percentage (%) of holding	No. of Shares	Percentage (%) of holding	No. of Shares	Percentage (%) of holding
Raghu Trading & Investment Co. Pvt. Ltd.	275,988	10%	275,988	10%	275,988	10%
Global Agencies Pvt. Ltd.	204,493	8%	204,493	8%	204,493	8%
Ajai Hari Dalmia	894,547	34%	894,547	34%	894,547	34%
Abhishek Dalmia	383,739	14%	383,739	14%	204,317	8%
Chaitanya Dalmia	-	0%	-	0%	147,570	6%
Ajai Hari Dalmia (HUF)	298,774	11%	298,774	11%	298,774	11%

MAHESWARI & CO. LLP
M-118 Conn. Circus New Delhi
Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 15 : Current Borrowings

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Secured Loan	12,902		317,500
Total	12,902		317,500

Note 16 : Trade Payables

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Due to MSME	-	-	-
Due to Others	-	-	-
Creditors for Goods	2,300	1,442	591
Total	2,300	1,442	591

The amount due to Micro and Small Enterprises as defined in the "Micro, Small & Medium Enterprises development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the company.

Note 17 : Other financial liabilities

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Current			
Auditor's Remuneration payable	108	105	60
Other payables	10,217	12,260	1,209
Interest Accrued but not due on borrowings	-	-	2,376
Total	10,325	12,365	3,646

Note 18: Other liabilities

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Current			
Advance from Customers	72	17	1
Statutary Dues	446	169	693
MTM on Commodities Future Trading	4,733	-	2,792
Total	5,251	186	3,487

Note 19 : Current provisions

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision- others			
Provision for Loss on Open Position of Commodities Futures	-	2,403	3,783
Total	-	2,403	3,783

Note 20 : Tax liability

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision for Income Tax	-	-	-
Total	-	-	-

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 21 : Revenue from Operations

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Sale of products		
Trading In Commodities	122,396	165,556
		-
Sale of Services	-	-
Consultancy Fee Income	-	7,200
	-	-
Other Operating Revenues	-	-
Income from Derivative Trading	12,013	5,051
Total	**134,409**	**177,807**

Note 22 : Other income

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Net Gain / loss on sale of investments	3,596	162,798
Interest Income	4,770	25,329
Dividend Income	173	59,733
Share of Profit in Partnership Firm	(273)	1,766
Miscellaneous Income	751	-
Change in fair value of financial instruments classified under FVTPL	(6,045)	54,711
Total	**2,971**	**304,337**

Note 23 : Changes in Inventories of Finished Goods, Work in progress and Stock in Trade

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Opening Stocks		
Finshed Goods	81543	56059
Total (A)	**81,543**	**56,059**
Closing Stock		
Finished Goods	64,310	81,543
Total (B)	**64,310**	**81,543**
(Increase)/Decrease in Inventories (A - B)	**17,233**	**(25,484)**

M-118 Conn. Circus New Delhi

MAHESWARI & CO. LLP Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 24 : Employee benefits expenses

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Employees Salaries	740	985
Staff Welfare	74	18
Total	**814**	**1,002**

Note: 25 Other Administarative Expenses

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Legal & Professional Expenses	6,620	3,407
Meeting & AGM Expenses	30	17
Advertisement Expenses	64	-
Audit Fee	118	115
Administrative Expenses	149	73
Telephone & Internet Expenses	30	7
Repair & Maintenance	51	19
Business Promotion	268	79
Charity & Donation	2,000	350
Bank Charges	1	2
Rates, Fee & Taxes	-	11
Rent	32	-
Insurance Expenses	80	39
Travelling Expenses	395	234
STT on Investments	17	303
Depository Charges	148	36
Miscellaneous Expenses	38	44
Total	**10,041**	**4,736**

Note : 26 Finance Cost

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Interest Expenses	340	9,567
Total	**340**	**9,567**

Note 27 : Depreciation and amortisation

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Depreciation of property, plant and equipment (Refer Note 3)	201	3
Total	**201**	**3**

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 28 : Earning per share

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Weighted average number of equity shares outstanding	2,650,000	2,650,000
Profit after tax available for shareholders	856	249,679
Basic & diluted earning per share*	0.32	94.22
Nominal value per share	10	10

(* EPS for the financial year 2016-17 has been restated in accordance with Ind AS 8.)

Note 29 : Effective Tax Reconciliation

Reconciliation of tax expense and accounting profit as per Ind AS 12 :

Income Tax Expenses

This note provides an analysis of the Company's income tax expenses that how the tax expenses is affected by non-assessable and not-deductible items:

Particulars	2017-18	2016-17
Income Tax Expenses		
Current tax for the year	7,000	52,060
Adjustment for tax of prior period	-	-
Total current expenses	**7,000**	**52,060**
Deferred tax		
Increase/ (Decrease) in deferred tax assets	(104)	(104)
(Increase)/ Decrease in deferred tax liabilities	(5,173)	(18)
Total deferred tax Income/(Expenses)	**(5,277)**	**(121)**
Other Comprehensive Income		
Tax expense on Re-measurement gains/ (Losses) on defined benefit plan	-	-
Total tax on Other Comprehensive Income	-	-
Income tax expenses	**12,277**	**52,181**

B R MAHESWARI & CO. LLP M-118 Connaught Circus New Delhi Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

Note 30 : Disclosure required pursuant to Ind AS 36 "Impairment of assets"

The Company has carried out impairment test on its fixed assets as on the date of Balance Sheet and the Management is of the opinion that there is no asset for which provision for impairment is required to be made as per Ind AS 36 Impairment of Assets.

Significant Customers

No customer individually accounted for more than 10% of the revenues in the years ended March 31, 2018 and March 31, 2017.

(All amounts in ₹ 000's, unless otherwise stated)

Note 32 : Contingent Liabilities

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Contingent liabilities	Nil	Nil	Nil
Total	-	-	-

Note 33 : Capital Management

The primary objective of the Company's capital management is to ensure availability of funds at competitive cost for its operational and development needs and maintain a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The Company manages its capital structure and makes changes in view of changing economic conditions. No changes were made in the objectives, policies or process during the year ended 31.03.2017 and 31.03.2016. The Company determines the amount of capital requirement on the basis of annual operating plan and long-term strategic plans. The finding requirements are met through internal accruals and long term/ short term borrowings.

For the purpose of Company's capital management, equity includes paid up equity share capital and reserves and surplus and Debt comprises of long term borrowings including current maturities of these borrowings. Presently, the Company has zero long term debts.

M-1 Conn Circus New Delhi Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

Note 34 : Financial Risk Management objectives and policies

The Company's business activities exposed to a variety of financial risk viz., market risk, credit risk and liquidity risk. The company's focus is to foresee the unpredictability of financial risk and to address the issue to minimize the potential adverse effects of its financial performance.

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the company's management.

Market risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes.

Credit risk

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, loans, investments and other financial assets.

At each reporting date, the Company measures loss allowance for certain class of financial assets based on historical trend, industry practices and the business environment in which the Company operates.

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables which is summarised in table below. Trade receivables are typically unsecured and are derived from revenue earned from customers primarily located in India. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables and unbilled revenues. The provision matrix takes into account available external and internal credit risk factors such as credit default swap quotes, credit ratings from international credit rating agencies and the Company's historical experience for customers.

M-118 Conn. Circus New Delhi Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

(i) **Provision for expected credit losses**

The Company measures Expected Credit Loss (ECL) for financial instruments based on historical trend, industry practices and the business environment in which the Company operates.

For financial assets, a credit loss is the difference between:
(a) the contractual cash flows that are due to an entity under the contract; and
(b) the cash flows that the entity expects to receive

The Company recognizes in profit or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date in accordance with Ind AS 109.

In determination of the allowances for credit losses on trade receivables, the Company has used a practical expedience by computing the expected credit losses based on ageing matrix, which has taken into account historical credit loss experience and adjusted for forward looking information. The Company also makes general provision for life time expected credit loss based on it previous experience of write off in previous years.

(ii) **The movement of Trade Receivables are as follows:**

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Trade Receivables (Gross)	8,055	10,867	1,105
Less: Expected Credit Loss	-	-	-
Trade Receivables (Net)	**8,055**	**10,867**	**1,105**

The movement of Expected credit loss are as follows:

Particulars	Year ended	
	31st March, 2018	31st March, 2017
Opening balance	-	-
Add: Provision made during the year	-	-
Less: Reversal / utilised during the year	-	-
Closing balance	-	-

Financial Instruments and cash deposits

Credit risk arising from investments and balances with banks is limited because the counter parties are banks and recognised companies and approved funds managed by professionals fund managers with high credit worthiness. The Company considers factors such as track record, size of the institution, market reputation and service standards to select the banks with which balances and deposits are maintained. Investments of surplus funds are made only with approved counterparties. The maximum exposure to credit risk for the components of the balance sheet is Rs 1,74,429 thousands as at 31.03.2018 and Rs 2,17,265 thousands as at 31.03.2017, which is the carrying amounts of cash and cash equivalents, other bank balances, investments (other than equity investments in subsidiary), trade receivables, loans and other financial assets.

MAHESWARI & CO. LLP M-118 Connaught Circus New Delhi Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

Liquidity risk

Liquidity risk is the risk that the company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company monitors its risk to a shortage of funds using a recurring liquidity planning tool. This tool considers the maturity of both its financial investments and financial assets (i.e. trade receivables, other financial assets) and projected cash flows from operations.

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from opreations. The Company has no outstanding borrowings. The Company believes that the working capital is sufficient to meet its current requirements.

As at March 31, 2018, the Company had a working capital of Rs. 11,83,436 thousands including cash and cash equivalents of Rs. 6,028 thousands. As at March 31, 2017, the Company had a working capital of Rs. 2,06,123 thousands including cash and cash equivalents of Rs. 3,402 thousands. Accordingly, no liquity risk is perceived.

Notes
Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 35 : Related Party Disclosure
Pursuant to Ind AS 24 "Related Party Disclosures", following parties are to be treated as related parties:

a) Where control exists:

Name of the Related party	Nature of Relationship
Revathi Equipment Ltd.	- Subsidiary Company
Renaissance Stocks Ltd.	- Wholly Owned Subsidiary Company
Semac Consultants Pvt Ltd.	- Subsidiary of Revathi Equipment Ltd
Semac and Partners LLC.	- Subsidiary of Semac Consultants Pvt Ltd.

b) Entities over which key managerial personnel is able to exercise significant influence:
Name of the Related party
(i) SWBI Design Informatics Pvt Ltd

c) Key managerial personnel

Name of the Related party	Nature of Relationship
Mr. Abhishek Dalmia	- Director
Mr. Ajai Hari Dalmia	- Director
Smt. Deepali Dalmia	- Director
Mr. Neeraj Mittal	- Director
Mr. Arun Sharma	- Director

e) Relatives of Person mentioned above in Item (c) & (d)

Name of the Related party	Nature of Relationship
Mrs. Usha Dalmia	Wife of Mr. Ajai Hari Dalmia

Notes
Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Details of transactions with the related parties

Particulars	Where control exists		Entities over which key managerial personnel is able to exercise significant influence		Key managerial personnel	
Transaction during the year	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
Loan Given						
Semac Consultants Pvt Ltd	30,000	-	-	-	-	-
SWBI Design Informatics Pvt Ltd	67,050	-	-	-	-	-
Loan Repayment Received						
Semac Consultants Pvt Ltd	30,000	-	-	-	-	-
SWBI Design Informatics Pvt Ltd	67,050	-	-	-	-	-
Revathi Equipment Ltd.	-	239,500	-	-	-	-
Interest Received						
Semac Consultants Pvt Ltd	584	-	-	-	-	-
SWBI Design Informatics Pvt Ltd	1,019	-	-	-	-	-
Revathi Equipment Ltd.	-	20,022	-	-	-	-
Salary						
Salary paid to Smt Usha Dalmia	60	23	-	-	-	-

BR MAHESWARI & CO LLP M-118 Connaught Circus New Delhi Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

Note 36 : Financial instruments

Particulars	Notes	31st March, 2018			31st March, 2017			1st April, 2016		
		FVPL	FVOCI	Amortized Cost	FVPL	FVOCI	Amortized Cost	FVPL	FVOCI	Amortized Cost
Financial Assets										
Investment										
Equity Shares (Quoted)	4	48,493	-	-	71,208	-	-	124,603	-	-
Mutual funds and Alternative Investment fund (Quoted)	4	60,191	-	-	25,928	-	-	529,979	-	-
Loans and Advances	10	-	-	22,751	-	-	23,460	-	-	253,026
Trade Receivables	7	-	-	8,055	-	-	10,867	-	-	1,105
Cash and Bank Balances	8 & 9	-	-	34,369	-	-	85,502	-	-	87,703
Other Financial Assets	11	-	-	570	-	-	300	-	-	342
Total Financial Assets		**108,684**	-	**65,745**	**97,136**	-	**120,129**	**654,582**	-	**342,175**
Financial Liabilities										
Trade Payables	16	-	-	2,300	-	-	1,442	-	-	591
Other Financial Liabilities	17	-	-	10,325	-	-	12,365	-	-	3,646
Total Financial liabilities		-	-	**12,625**	-	-	**13,808**	-	-	**4,237**

Fair Value Hierarchy

The company uses following method of hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

Notes
Forming part of the Standalone Financial Statements

Fair Value Techniques:

The fair value of the financial assets and liabilities are included at the amount 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 following methods and assumptions were used to estimate the fair values:

a) Fair value of cash and short term deposits, trade receivables, trade payables, current loans, other current financial assets, and other current financial liabilities approximate to their carrying amount largely due to the short term maturities of these instruments.

b) Long term fixed rate and variable rate receivables are evaluated by the Company based on parameters such as interest rate, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. For fixed interest rate borrowings fair value is determined by using Discounted Cash Flow (DCF) method using discount rate that reflects the issuer's borrowings rate. Risk of non-performance for the company is considered to be insignificant in valuation.

The following table provides the fair value measurement hierarchy of Company's asset and liabilities grouped into Level 1 to Level 3 as described below:

(All amounts in ₹ 000's, unless otherwise stated)

i) Financial assets and liabilities are measured at- recurring fair value measurement

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Investment in:					
Equity Instruments					
As at March 31, 2018	4	108,684	-	-	108,684
As at March 31, 2017	4	97,136	-	-	97,136
As at April 1, 2016	4	654,582	-	-	654,582

During the year ended 31.03.2017 and 31.03.2016, there were no transfers between Level 1 and level 2 fair value measurements and no transfer into and out of Level 3 fair value measurements. There is no transaction/balance under level 3.

B R MAHESWARI & CO. LLP
M-118
Conn. Circus
New Delhi
Chartered Accountants

Notes
Forming part of the Standalone Financial Statements

Note 37 : First-time adoption of Ind AS

These are the Company's first Standalone Financial Statement prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Company's Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rule, 2015] and as amended and other relevant provisions of the Act. The accounting policies set out in Note 2 have been applied in preparing the Financial Statements for the year ended 31st March, 2018.

The Company has prepared standalone Financial Statements for the year ended 31st March, 2017 and in the preparation of an opening Ind AS balance sheet as at 1st April, 2016 (date of transition of the Company). In preparation its opening Ind AS balance sheet, the Company has adjusted the amounts reported previously in Financial Statements prepared in accordance with the Accounting Standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act, (hereinafter referred to as 'Previous GAAP'). An explanation of how the transition from Previous GAAP to Ind AS has affected the financial position, financial performance and cash flows of the Company is set out in the following tables and notes.

The Company has adopted Indian Accounting Standards (Ind AS) as notified under section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act. (Ind AS) on and from the Financial year 2017-18, with a transition date of 1st April, 2016. For all period up to and including the year ended 31st March, 2017, the company prepares its Financial Statements in accordance with the previously applicable Indian GAAP (hereinafter referred to as 'Previous GAAP').

The adoption of Ind AS has been carried out in accordance with Ind AS 101, First-time adoption of Indian Accounting Standard (Ind AS 101). Ind AS 101 requires that all Ind AS standards and interpretations that are issued and effective for the first Ind AS Financial Statements be applied retrospectively and consistently for all the financial years presented, subject to mandatory exemptions and voluntary exemptions.

Accordingly, the Company has prepared Financial Statements which comply with Ind AS for the year ended 31st March, 2018, together with the comparative information as at and for the year ended 31st March, 2017.

A) Exemptions and exceptions availed:

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

Ind AS optional Exemption

i. Previous GAAP carrying values deemed cost exemption:

Ind AS 101 permits a first-time adopter to elect to IGAAP carrying values of all its property, plant and equipment as recognised in the Financial Statements as at the date of transition as its deemed cost under Ind AS. Accordingly, the Company has elected to measure all of its property, plant and equipment previous GAAP carrying value on date of transition as deemed cost.

MAHESWARI & CO. LLP M-118, Conn. Circus New Delhi Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

ii. Investment in Subsidiaries, joint ventures and associates

Ind AS 101 permits a first time adopter to measure its investment in subsidiaries, joint venture and associates at the date of transition, at cost determined in accordance with Ind AS 27 or deemed cost. The deemed cost of such investment shall be it's fair value at date of transition to Ind AS of the Company, or IGAAP carrying amount at that date. Accordingly, The Company has elected to measure its investment in subsidiary at previous GAAP carrying amount as its deemed cost on the transition date.

iii. Business Combinations

Ind AS 103 Business Combinations has not been applied to acquisition of subsidiaries, which are considered business under Ind AS that occurred before 01.04.2016. Use of this exemption means that the Indian GAAP carrying amounts of assets and liabilities, that are required to be recognized under Ind AS, is their deemed cost at the date of acquisition. After the date of acquisition, measurement is in accordance with respective Ind AS. Assets and liabilities that do not qualify for recognition under Ind AS are excluded from the opening Ind AS balance sheet. The Company did not recognize or exclude any previously recognized amounts as a result of Ind AS recognition requirement except goodwill which was adjusted as per Ind AS 101.

Ind AS Applicable Mandatory exceptions

I. Estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates as at 1st April, 2016 are consistent with the estimates as at the date made in conformity with previous GAAP. The Company made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP.

Investment in equity instruments carried at FVPL. Impairment of financial assets based on expected credit loss model.

ii. De-recognition of financial assets and liabilities

Ind AS 101 requires a first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transaction occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first time adopter to apply the de-recognition requirements in Ind AS 109 retrospectively from a date of the entity's choosing, provided that the information was obtained at the time of initially accounting for those transactions.

The Company has opted to apply the de-recognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

iii. Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exists at the date of transition to Ind AS.

Notes

Forming part of the Standalone Financial Statements

B. Reconciliation of Balance Sheet as previously reported under Previous GAAP to Ind AS

Particulars	Ref	As at 31st March, 2017			As at 31st March, 2016		
		As per Previous GAAP	Ind AS Impact	As per Ind AS	As per Previous GAAP	Ind AS Impact	As per Ind AS
ASSETS							
Non-Current assets							
Property, Plant and Equipment	I	1		1	4	-	4
Capital work in progress		-	-		-	-	-
Other Intangible Assets		-	-	-	-	-	-
Financial Assets							
a. Investments	E	1,250,436	65,017	1,315,453	1,130,983	66,100	1,197,083
b. Other Financial Assets		-	-	-	-	-	-
Deferred tax assets (Net)	E	207	-	207	329	-	329
Other Non Current Assets		-	-	-	-	-	-
Total Non-Current Assets		**1,250,645**	**65,017**	**1,315,662**	**1,131,316**	**66,100**	**1,197,416**
Current Assets							
Inventories		81,543	-	81,543	56,059	-	56,059
Financial Assets							
a. Investments	E	-	-	-	-	-	-
b. Trade Receivables		10,867	-	10,867	1,105	-	1,105
c. Cash and Cash Equivalents		85,502	(82,100)	3,402	87,703	(82,100)	5,603
d. Other Bank balances		-	82,100	82,100	-	82,100	82,100
e. Loans and Advances		41,860	(18,400)	23,460	258,463	(5,437)	253,026
f. Other Financial Assets		-	300	300	-	342	342
Current Tax Assets		-	18,400	18,400	-	5,437	5,437
Other Current Assets		2,749	(300)	2,448	368	(342)	27
Total Current Assets		**222,521**	-	**222,521**	**403,698**	-	**403,698**
Total Assets		**1,473,165**	**65,017**	**1,538,182**	**1,535,013**	**66,100**	**1,601,113**
EQUITY AND LIABILITIES							
Equity							
Equity Share Capital		26,500	-	26,500	26,500	-	26,500
Other Equity	E	1,430,268	65,017	1,495,285	1,179,506	66,100	1,245,606
Total equity		**1,456,768**	**65,017**	**1,521,785**	**1,206,006**	**66,100**	**1,272,106**
Liabilities							
Non-Current Liabilities							
Provisions		-	-	-	-	-	-
Deferred tax liability	E	-	-	-	-	-	-
Total Non-Current Liabilities		-	-	-	-	-	-
Current Liabilities							
Financial Liabilities							
a. Borrowings		-	-	-	317,500	-	317,500
b. Trade Payables		1,442	-	1,442	591	-	591
c. Other Financial Liabilities	E	-	12,365	12,365	-	3,646	3,646
Other Current Liabilities		12,552	(12,365)	186	7,133	(3,646)	3,487
Provisions		2,403	-	2,403	3,783	-	3,783
Current tax liability		-	-	-	-	-	-
Total Current Liabilities		**16,397**	-	**16,397**	**329,007**	-	**11,507**
Total liabilities		**16,397**	-	**16,397**	**329,007**	-	**11,507**
Total Equity and Liabilities		**1,473,166**	**65,017**	**1,538,182**	**1,535,013**	**66,100**	**1,283,613**

MAHESWARI & CO. LLP M-118 Conn. Circus New Delhi Accountants

Notes

Forming part of the Standalone Financial Statements

C. Reconciliation of Statement of Profit and Loss as previously reported under IGAAP to Ind AS

Particulars	Ref.	For the year ended March 31, 2017		
		As per Indian GAAP	Ind AS Transition impact	As per Ind AS
Revenue from operations	E	177,807		177,807
Other income	E	305,420	(1,083)	304,337
Total revenue/ income		**483,227**	**(1,083)**	**482,144**
EXPENSES				
Purchases of Stock-in-Trade		190,460	-	190,460
Changes in Inventories of Finished Goods, Work in progress and Stock in Trade		(25,484)	-	(25,484)
Employee benefits expenses	E	1,002	-	1,002
Other administrative expenses	E	4,736	-	4,736
Finance cost		9,567	-	9,567
Depreciation and Amortisation	E	3	-	3
Total expenses		**180,284**	**-**	**180,284**
Profit before Exceptional Items and Tax		302,943	(1,083)	301,860
Exceptional Items		-	-	-
Profit before Tax		**302,943**	**(1,083)**	**301,860**
Income tax expenses				
Current tax		52,060	-	52,060
Deferred Tax	E	121	-	121
Tax related to earlier years (Net)		-	-	-
Total tax expense		52,181	-	52,181
Profit for the year		**250,762**	**(1,083)**	**249,679**
Other comprehensive Income				
a. Items that may be reclassified to Profit and Loss				
Income tax effect		-	-	-
		-	-	-
b. Items that will not be reclassified to Profit and Loss				
Re-measurement gains/ (Losses) on defined benefit plan	E	-	-	-
Income tax effect	E	-	-	-
		-	-	-
Other comprehensive Income for the Year (net of tax) (a+b)		-	-	-
Total comprehensive Income for the year		**250,762**	**(1,083)**	**249,679**

B.R. MAHESWARI & CO. LLP
M-118, Conn. Circus, New Delhi
Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

(All amounts in ₹ 000's, unless otherwise stated)

D. Reconciliation of total equity as at 31st March, 2017 and 1st April, 2016

Particulars	Note for first time adoption	As at 31st March, 2017	As at 1st April, 2016
Total equity (shareholder's funds) as per previous GAAP		1,456,768	1,206,006
Adjustment:			
Impact of measurement of certain investments at fair value		65,017	66,100
Deferred Tax adjustments on above items (Net)		-	-
Total Adjustments		**65,017**	**66,100**
Total equity (shareholder's fund) as per Ind AS		**1,521,785**	**1,272,106**

ii. Reconciliation of total comprehensive income for the year ended 31st March, 2017

Particulars	Note For First time adoption	Year ended 31st March, 2017
Profit after tax as per previous GAAP		250,762
Adjustment:		
Remeasurement gain on investments measured through profit and loss (FVTPL)		(1,083)
Reclassification of actuarial loss/ (gain) arising in respect of employee defined benefit scheme, to other comprehensive Income (OCI) (Net of taxes)		-
Tax Adjustments		-
Profit after tax as per Ind AS		**249,679**
Other Comprehensive income		
Remeasurement of post-employment benefit obligations		-
Income tax relating to item above		-
Total Adjustments		**249,679**

MAHESWARI & CO. LLP
B.R.
M-118,
Conn. Circus
New Delhi
Chartered Accountants

Notes

Forming part of the Standalone Financial Statements

E. Explanatory Notes to first-time adoption

Set out below are the notes to explain various adjustments pursuant to transition from previous GAAP to Ind AS.

i. Fair valuation of investments

Under the previous GAAP, investments in equity instruments were classified as long term investments or current investments based on the intended holding period and reliability. Long term investments were carried at cost less provision for the than temporary diminution in carrying amount of such investments. Current investments were carried at lower of cost and fair value. Under Ind AS investments in equity instruments (other than investment in subsidiary) are required to be measured at fair value. The Company has measured investment in equity instruments (other than investment in subsidiary and associates) and investments in units of mutual funds at fair value through profit and loss (FVTPL). The resulting fair value changes of these investments have been recognised in retained earnings as at the date of transition and subsequently in statement of profit and loss for the year ended 31st March, 2017. This decreased the statement of profit and loss by Rs. 1,083 thousands (net) as at 31st March, 2017 (and increased retained earnings by Rs. 66,100 thousands as on 1st April, 2016). Consequent to above, the total equity as on 31st March, 2017 decreased by Rs. 1,083 thousands (1st April, 2016 increased by Rs. 66,100 thousands).

ii. Financial Assets at Amortized Cost

Under Indian GAAP, the Company accounted for long term investments in bonds and debentures as investments measured at cost less provision for other than temporary diminution in the value of investments. Under Ind AS, the Company has designated these investments as financial assets measured at amortized cost. At the date of transition to Ind AS, difference between amortized cost and the Indian GAAP carrying value has been recognized in retained earnings. Subsequent to the date of transition to Ind AS, interest income has been recognized based on EIR method.

iii. Other Comprehensive Income

Under Indian GAAP, the company has not presented Other Comprehensive Income (OCI) separately. Hence it has reconciled Indian GAAP profit or loss to profit or loss as per Ind AS. Further, Indian GAAP profit or loss is reconciled to total comprehensive income as per Ind AS.

iv. Statement of Cash Flows

The impact of transition from Indian GAAP to Ind AS on the Statement of Cash Flows is due to various reclassification adjustments recorded under Ind AS in balance Sheet, Statement of Profit and Loss.

B R MAHESWARI & CO. LLP
M-118
Conn. Circus
New Delhi
Chartered Accountants

Notes
Forming part of the Standalone Financial Statements

Note 38: Recent Accounting Pronouncements
On March 28, 2018, the Ministry of Corporate Affairs (the 'MCA') notified the Companies (Indian Accounting Standards) (Amendments) Rules, 2018, notifying following Ind AS or amendments thereto:

- Ind AS 115- Revenue from Contracts with Customers
The MCA has notified the Ind AS 115 in place of Ind AS 11 and Ind AS 18. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further, the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The standard permits two possible methods of transition :
a. Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors.
b. Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach).

The effective date for adoption of Ind AS 115 is financial period beginning on or after April 1, 2018.

The Company will adopt the standard on April 1, 2018 by using the cumulative catch-up transition method and accordingly, comparatives for the year ending or ended March 31, 2018 will not be retrospectively adjusted. The effect on adoption of Ind AS 115 is expected to be insignificant.

- Amendments to Ind AS 21- The Effects of Changes in Foreign Exchange Rates

The MCA has inserted Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency.
The amendment will come into force from April 1, 2018. The Company has evaluated the effect of this on the financial statements and the impact is not material.

These Ind AS are applicable to the Company from 1st April, 2018. The Company is evaluating the effects of the new Ind AS/amendments on its Financial Statements.

Note 39: Previous year's figures are reclassified, where necessary, to conform to the current year's classification.

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

MAHESWARI & CO. LLP M-118, Conn. Circus New Delhi Chartered Accountants

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date:

For and on behalf of the Board of Directors

A.H Dalmia
Director
DIN: 00225963

Abhishek Dalmia
Director
DIN: 00011958

B R MAHESWARI & CO LLP
CHARTERED ACCOUNTANTS

M-118, Connaught Circus,
New Delhi - 110001
Phones: +91 (11) 4340 2222
23416341
2341 8130
Fax: +91(11) 2341 5796
E-mail: brmc@brmco.com

Independent Auditors' Report

To the Members of
Renaissance Stocks Limited

Report on the audit of the Financial Statements

We have audited the financial statements of Renaissance Stocks Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss and the statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its loss and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) 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 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 (ICAI) 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, for example, Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information 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 system 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in

(i) planning the scope of our audit work and in evaluating the results of our work; and

(ii) to evaluate the effect of any identified misstatements in the financial statements.

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 financial statements of the current period 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 and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

The other information is expected to be made available to us after the date of this auditors' report. When we read this other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' 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 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 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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that 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.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, based on our audit we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

   (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   (e) On the basis of written representations received from the directors as on March 31, 2020 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of section 164 (2) of the Act.

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure 'A'.

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

   (h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company did not have any pending litigations;

   ii. The Company did not have any long term contracts including any derivative contracts for which there were any material foreseeable losses;

   iii. There were no amounts which were required to be transferred to the Investor Education and

Annexure 'A' to the Independent Auditors' Report
(Referred to in Paragraph 1(f) under the heading "Report on other legal and regulatory requirements" of our report of even date)

Report on the Internal Financial Controls under clause (i) of sub section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Renaissance Stocks Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No: 001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No.082700

B R Maheswari & Co LLP
M-118
Conn Circus
New Delhi
Chartered Accountants

UDIN: 20082700AAAAVU3749

Place: New Delhi
Date: September 1, 2020

Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 'B' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No. 001035N/N500050

Sanjay Nath
Partner
Membership No.082700

UDIN: 20082700AAAAVU3749

Place: New Delhi
Date: September 1, 2020

Annexure 'B' to the Independent Auditors' Report
(Referred to in Paragraph 2 under the heading "Report on other legal and regulatory requirements" of our report of even date)

1) In respect of its fixed assets:
The Company does not have any fixed asset. Therefore, provisions of para (i) are not applicable.

2) In respect of its inventories:
The Company does not have any Inventory. Therefore, provisions of para (ii) are not applicable.

3) As informed, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act for the financial year 2019-20, and accordingly clauses (a), (b) and (c) of Para (iii) of the order are not applicable.

4) In our opinion and according to the information and explanations given to us and on an overall examination of the financial statements, the Company has complied with the provisions of section 185 and 186 of the act, with respect to the loans and investments made.

5) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits during the year, and accordingly is not required to comply with the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.

6) As informed to us, the maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, in respect of the activities carried on by the Company.

7) (a) According to the information and explanations given to us, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Value Added Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it. As informed, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2020 for a period of more than six months from the date they become payable.

(i) There are no disputed amounts of statutory dues which have not been deposited with the concerned authorities.

M-118
Conn Circus
New Delhi

8) The Company does not have any loans or borrowings from any financial institution, bank or debenture holder or government during the year, accordingly Para (viii) of the order is not applicable.

9) The company has not raised any money by way of public offer or term loans during the year.

10) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

11) In our opinion and according to the information and explanations given to us, the company has not paid any managerial remuneration during the year, and accordingly is not required to comply with the provisions of section 197 read with Schedule V to the Act.

12) The Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with sections 177 and 188 of the Act wherever applicable and the details have been disclosed in the financial statements, as required by the applicable accounting standards.

14) Based on the information and explanations given to us and examination of financial statements, the company has not made preferential allotment of shares during the year.

15) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not entered into any non-cash transaction with directors or persons connected with him.

16) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No: 001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No.082700

UDIN: 20082700AAAAVU3749

M-118 Conn. Circus New Delhi
Chartered Accountants

Place: New Delhi
Date: September 1, 2020

RENAISSANCE STOCKS LIMITED

BALANCE SHEET AS AT 31ST MARCH,2020

Sr. No.	Particulars	Note No	As at 31st,March 2020 Amount (in Rs.)	As at 31st,March 2019 Amount (in Rs.)
I.	**EQUITY AND LIABILITIES**			
A	**Shareholders' Funds**			
	(a) Share Capital	2	10,000,000	10,000,000
	(b) Reserves and Surplus	3	108,444,473	108,501,536
			118,444,473	**118,501,536**
B	**Current Liabilities**			
	(a) Other Current Liabilities	4	14,990	5,211
	(b) Short Term Provisions	5	-	-
			14,990	**5,211**
	Total		**118,459,463**	**118,506,747**
II.	**ASSETS**			
A	**Non-Current Assets**			
	(a) Non-Current Investments	6	118,364,132	118,364,132
			118,364,132	**118,364,132**
B	**Current Assets**			
	(a) Cash and Cash Equivalents	7	74,769	97,741
	(b) Short-Term Loans and Advances	8	20,562	44,874
			95,331	**142,615**
	Total		**118,459,463**	**118,506,747**
	Significant Accounting Policies	1		
	Notes on Financial Statements	2-14		

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

M-118, Conn. Circus New Delhi
B.R. Maheswari & Co LLP Chartered Accountants

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 01-09-2020

For and on behalf of the Board of Directors

A.H. DALMIA
Director
DIN : 00225963

ABHISHEK DALMIA
Director
DIN : 00011958

RENAISSANCE STOCKS LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2020

Sr. No.	Particulars	Note No	For the year ended 31st,March 2020 Amount (in Rs.)	For the year ended 31st,March 2019 Amount (in Rs.)
I.	Other Income	9	12	4,333
II.	**Total Revenue**		12	4,333
III.	**Expenses**			
	Other Expenses	10	52,085	139,549
IV.	**Total Expenses**		52,085	139,549
V.	**Profit before tax (II - III)**		(52,073)	(135,216)
VI.	**Tax Expense**			
	Current tax		-	-
	Previous Year		4,990	-
VII.	**Profit / (Loss) for the year (V - VI)**		(57,063)	(135,216)
VIII.	**Earnings Per Share**	11		
	-Basic and Diluted		(0.06)	**(0.14)**
	Significant Accounting Policies	1		
	Notes on Financial Statements	2-14		

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

M-118 Conn. Circus New Delhi

Sanjay Nath
Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 01-09-2020

For and on behalf of the Board of Directors

A.H. DALMIA	**ABHISHEK DALMIA**
Director	**Director**
DIN : 00225963	**DIN : 00011958**

RENAISSANCE STOCKS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2020

	Particulars	Year ended March 31,2020 Amount (in Rs.)		Year ended March 31,2019 Amount (in Rs.)	
A	**CASH FLOW FROM OPERATING ACTIVITIES**				
	[a] Net Profit/Loss before Tax	(52,073)		(135,216)	
	Add : Adjustment in profit & Loss Account				
	[b] Operating profit before working capital charges	(52,073)		(135,216)	
	Adjustments for:				
	Loans & Advances	23,974		(42,437)	
	Accounts Payable	9,779		(689)	
	[c] Cash generated from operations	(18,320)		(178,342)	
	Net Income Tax Paid (Net of refund)	(4,652)		1,014	
	Net cash from Operating Activities (A)		(22,972)		(177,328)
B	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Net Cash from Investing Activities (B)		-		-
C	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Net Cash from Financing activities [C]		-		-
	Net Increase/ Decrease in Cash Equivalent [A+B+C]		(22,972)		(177,328)
	Cash and Cash equivalent (Beginning of the year)		97,741		275,069
	Cash and Cash equivalent (End of the year)		74,769		97,741

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 01.08.2019

M-118 Conn Circus New Delhi Chartered Accountants

For and on behalf of the Board of Directors

A.H. DALMIA	**ABHISHEK DALMIA**
Director	Director
DIN : 00225963	DIN : 00011958

RENAISSANCE STOCKS LIMITED

NOTES ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2020

2 SHARE CAPITAL

Particulars	As at 31st March 2020 Number of shares	Amount (in Rs.)	As at 31st March 2019 Number of shares	Amount (in Rs.)
Authorised Share Capital				
Equity Shares of Rs. 10 each	2,000,000	20,000,000	2,000,000	20,000,000
Issued,Subscribed and Paid up				
Equity Shares of Rs.10 each fully paid up	1,000,000	10,000,000	1,000,000	10,000,000
Total		10,000,000		10,000,000

2.1 **The Reconciliation of the number of shares outstanding is set out below:**

Particulars	As at 31st March 2020 No. of shares	As at 31st March 2019 No. of shares
Equity Shares outstanding at the beginning of the year	1,000,000	1,000,000
Equity Shares outstanding at the end of the year	1,000,000	1,000,000

2.2 **Detail of Shareholders holding more than 5% of shares**

Name of Shareholder	As at 31st March 2020 Number of shares	% of Holding	As at 31st March 2019 Number of shares	% of Holding
M/s Renaissance Advanced Consultancy Ltd (Holding Company)	999,994	100%	999,994	100%

2.3 **Terms/rights attached to Equity Shares**

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

There are no securities issued which are outstanding for conversion into equity shares.

There are no shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestment.

3 RESERVES AND SURPLUS

Particulars	As at 31st March 2020 Amount (in Rs.)	As at 31st March 2019 Amount (in Rs.)
Capital Redemption Reserves		
Opening Balance	584,000	584,000
Add: Transfer during the year	-	-
Closing Balance	584,000	584,000
Securities Premium		
Opening Balance	108,279,000	108,279,000
Less: Transferred to Capital Redemption reserve	-	-
Closing Balance	108,279,000	108,279,000
Profit & Loss Account		
Opening Balance	(361,464)	(226,248)
Add: Transfer during the year	(57,063)	(135,216)
Closing Balance	(418,527)	(361,464)
Total	108,444,473	108,501,536

4 OTHER CURRENT LIABILITIES

Particulars	As at 31st March 2020 Amount (in Rs.)	As at 31st March 2019 Amount (in Rs.)
Others Payables*	14,990	5,211
Total	14,990	5,211

*Includes Audit Fees and Payables for expenses

M-118 Conn Circus New Delhi

5 SHORT TERM PROVISIONS

Particulars	As at 31st March 2020 Amount (in Rs.)	As at 31st March 2019 Amount (in Rs.)
Provision for Income Tax	-	-
Total	-	-

6 NON-CURRENT INVESTMENTS

Particulars	As at 31st March 2020 Amount (in Rs.)	As at 31st March 2019 Amount (in Rs.)
Other than Trade Investments (At Cost)		
Investment in Equity instruments [Market Value Rs.13,07,02,000/- (Previous year Rs.18,73,92,850/-)]	118,364,132	118,364,132
Total	118,364,132	118,364,132

6.1 Investments in equity instruments include 4,57,000 equity shares of Revathi Equipments Ltd. of Rs.10 each.

7 CASH AND CASH EQUIVALENTS

Particulars	As at 31st March 2020 Amount (in Rs.)	As at 31st March 2019 Amount (in Rs.)
Balances with banks	74,769	97,741
Total	74,769	97,741

8 SHORT-TERM LOANS AND ADVANCES

Particulars	As at 31st March 2020 Amount (in Rs.)	As at 31st March 2019 Amount (in Rs.)
Advance tax and tax deducted at source	-	338
Other Advances	20,562	44,536
Total	20,562	44,874

9 OTHER INCOME

Particulars	For the year ended 31st,March 2020 Amount (in Rs.)	For the year ended 31st,March 2019 Amount (in Rs.)
Interest Income on Fixed Deposits	-	3,375
Interest Income on income tax refund	12	58
Miscellaneous Income	-	900
Total	12	4,333

10 OTHER EXPENSES

Particulars	For the year ended 31st,March 2020 Amount (in Rs.)	For the year ended 31st,March 2019 Amount (in Rs.)
Bank Charges	708	3,506
Depository Charges	25,074	609
Legal & Professional Expenses	16,303	82,169
Advertisement Expenses	-	47,990
Miscellaneous Expenses	-	275
Audit Fees		
- As Statutory auditor	10,000	5,000
	52,085	139,549

M-118 Conn. Circus New Delhi
Chartered Accountants

11 <u>EARNINGS PER SHARE</u>

Particulars	As at 31st,March 2020 Amount (in Rs.)	As at 31st, March 2019 Amount (in Rs.)
Net Profit attributable to Equity shareholders (A)	(57,063)	(135,216)
Number of Shares outstanding during the year (B)	1,000,000	1,000,000
Earnings per share (A/B)	**(0.06)**	**(0.14)**

12 Information relating to the previous year rearranged where ever necessary in accordance with Schedule III of Companies Act 2013.

13 All financial figures have been rounded off to the nearest rupee.

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

M-118 Conn Circus New Delhi Chartered Accountants

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 01.08.2019

For and on behalf of the Board of Directors

A.H. DALMIA
Director
DIN : 00225963

ABHISHEK DALMIA
Director
DIN : 00011958

RENAISSANCE STOCKS LIMITED

SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013.

The financial statements are prepared on accrual basis under the historical cost convention.

B. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates, if any, are recognised in the period in which the results are known/materialised.

C. FIXED ASSETS

Tangible Assets
Tangible Assets are stated at cost comprising its purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

D. DEPRECIATION, AMORTISATION AND DEPLETION

Tangible Assets
Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written Down Value (WDV) Method as prescribed in Schedule II to the Companies Act, 2013.

E. INVESTMENTS

Current Investments and Non Current Investments are carried at cost. Provision for diminution in the value of such investments is made only if such a decline is other than temporary.

F. INVENTORIES

Items of inventories are measured at lower of cost and realisable value.

G. REVENUE RECOGNISTION

Revenue is recognised only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of goods, services, service tax, excise duty, adjusted for discounts (net), and gain/loss on corresponding hedge contracts.

Dividend income is recognised when the right to receive payment is established.

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

EXCISE DUTY/SERVICE TAX/GOODS AND SERVICE TAX

Excise duty/Service tax is accounted on the basis of both, payments made in respect of goods cleared/services provided and provisions made for goods lying in bonded warehouses.

Am Pb

M-118 Conn. Circus New Delhi B. R. Maheswari & Co. LLP Chartered Accountants

B R MAHESWARI & CO LLP
CHARTERED ACCOUNTANTS

M-118, Connaught Circus,
New Delhi - 110001
Phones: +91 (11) 4340 2222
23416341
2341 8130
Fax: +91(11) 2341 5796
E-mail: brmc@brmco.com

Independent Auditors' Report

To the Members of
Renaissance Stocks Limited

Report on the audit of the Financial Statements

We have audited the financial statements of Renaissance Stocks Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and the statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its profit and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) 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 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 (ICAI) 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Other Matter

The comparative financial statements of the Company for financial year ended March 31, 2018 included in these financial statements have been audited by predecessor auditor whose report for the year ended March 31, 2018 dated July 6, 2018 expressed an unmodified opinion on those statements.

Our opinion on the financial statements is not modified is respect of these matters.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, for example, Board's Report including

B R MAHESWARI & CO
M-118,
Conn. Circus
New Delhi

Annexures to Board's Report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

The other information is expected to be made available to us after the date of this auditors' report. When we read this other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' 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 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 financial statements.

B R MAHESWARI & CO LLP
M-118
Conn. Circus
New Delhi
Chartered Accountants

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 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 system 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in

(i) planning the scope of our audit work and in evaluating the results of our work; and
(ii) to evaluate the effect of any identified misstatements in the financial statements.

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.

M-118
Conn. Circus
New Delhi

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period 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.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, based on our audit we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

   (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   (e) On the basis of written representations received from the directors as on March 31, 2019 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of section 164 (2) of the Act.

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure 'A'.

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

   (h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company did not have any pending litigations;

   ii. The Company did not have any long term contracts including any derivative contracts for which there

M-118
Conn. Circus
New Delhi

were any material foreseeable losses;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 'B' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No. 001035N/N500050

B R MAHESWARI & CO LLP
M-118, Conn. Circus, New Delhi
Chartered Accountants

Sanjay Nath
Partner
Membership No.082700

Place: New Delhi
Date: August 28th, 2019

UDIN: 19082700AAAALZ4789

Annexure 'A' to the Independent Auditors' Report
(Referred to in Paragraph 1(f) under the heading "Report on other legal and regulatory requirements" of our report of even date)

Report on the Internal Financial Controls under clause (i) of sub section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Renaissance Stocks Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

B R MAHESWARI & CO LLP
M-118
Conn. Circus
New Delhi
Chartered Accountants

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No: 001035N/N500050

B R MAHESWARI & CO LLP
M-118,
Conn. Circus
New Delhi
Chartered Accountants

Sanjay Nath
Partner
Membership No.082700

Place: New Delhi
Date: August 28th, 2019

UDIN: 19082700AAAALZ4789

Annexure 'B' to the Independent Auditors' Report
(Referred to in Paragraph 2 under the heading "Report on other legal and regulatory requirements" of our report of even date)

1) In respect of its fixed assets:
The Company does not have any fixed asset. Therefore, provisions of para (i) is not applicable.

2) In respect of its inventories:
The Company does not have any Inventory. Therefore, provisions of para (ii) is not applicable.

3) As informed, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act for the financial year 2018-19, and accordingly clauses (a), (b) and (c) of Para (iii) of the order are not applicable.

4) In our opinion and according to the information and explanations given to us and on an overall examination of the financial statements, the Company has complied with the provisions of section 185 and 186 of the act, with respect to the loans and investments made.

5) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits during the year, and accordingly is not required to comply with the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.

6) As informed to us, the maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, in respect of the activities carried on by the Company.

7) (a) According to the information and explanations given to us, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Value Added Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it. As informed, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2019 for a period of more than six months from the date they become payable.

(i) There are no disputed amounts of statutory dues which have not been deposited with the concerned authorities.

8) The Company does not have any loans or borrowings from any financial institution, bank or debenture holder or government during the year, accordingly Para (viii) of the order is not applicable.

B.R. MAHESWARI & CO.
M-118
Conn. Circus
New Delhi
Chartered Accountants

9) The company has not raised any money by way of public offer or term loans during the year.

10) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

11) In our opinion and according to the information and explanations given to us, the company has not paid any managerial remuneration during the year, and accordingly is not required to comply with the provisions of section 197 read with Schedule V to the Act.

12) The Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with sections 177 and 188 of the Act wherever applicable and the details have been disclosed in the financial statements, as required by the applicable accounting standards.

14) Based on the information and explanations given to us and examination of financial statements, the company has not made preferential allotment of shares during the year.

15) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not entered into any non-cash transaction with directors or persons connected with him.

16) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No: 001035N/N500050

B R Maheswari & Co LLP
M-118,
Conn. Circus
New Delhi
Chartered Accountants

Sanjay Nath
Partner
Membership No.082700

Place: New Delhi
Date: August 28th, 2019

UDIN: 19082700AAAALZ4789

RENAISSANCE STOCKS LIMITED

BALANCE SHEET AS AT 31ST MARCH,2019

Sr. No.	Particulars	Note No	As at 31st,March 2019 Amount (in Rs.)	As at 31st,March 2018 Amount (in Rs.)
I.	**EQUITY AND LIABILITIES**			
A	**Shareholders' Funds**			
	(a) Share Capital	2	10,000,000	10,000,000
	(b) Reserves and Surplus	3	108,501,536	108,636,752
			118,501,536	**118,636,752**
B	**Current Liabilities**			
	(a) Other Current Liabilities	4	5,211	5,900
	(b) Short Term Provisions	5	-	-
			5,211	**5,900**
	Total		**118,506,747**	**118,642,652**
II.	**ASSETS**			
A	**Non-Current Assets**			
	(a) Non-Current Investments	6	118,364,132	118,364,132
			118,364,132	**118,364,132**
B	**Current Assets**			
	(a) Cash and Cash Equivalents	7	97,741	275,069
	(b) Short-Term Loans and Advances	8	44,874	3,451
			142,615	**278,520**
	Total		**118,506,747**	**118,642,652**
	Significant Accounting Policies	1		
	Notes on Financial Statements	2-14		

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 01.08.2019

For and on behalf of the Board of Directors

A.H. DALMIA
Director
DIN: 00225963

ABHISHEK DALMIA
Director
DIN: 00011958

RENAISSANCE STOCKS LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2019

Sr. No.	Particulars	Note No	As at 31st,March 2019 Amount (in Rs.)	As at 31st,March 2018 Amount (in Rs.)
I.	Other Income	9	4,333	13,573
II.	**Total Revenue**		**4,333**	**13,573**
III.	**Expenses**			
	Other Expenses	10	139,549	66,114
IV.	**Total Expenses**		**139,549**	**66,114**
V.	**Profit before tax (II - III)**		**(135,216)**	**(52,541)**
VI.	**Tax Expense**			
	Current tax		-	-
VII.	**Profit(Loss) for the period (V - VI)**		**(135,216)**	**(52,541)**
VIII.	**Earnings Per Share**	11		
	-Basic		**(0.14)**	**(0.05)**
	Significant Accounting Policies	1		
	Notes on Financial Statements	2-14		

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 01.08.2019

For and on behalf of the Board of Directors

A.H. DALMIA	**ABHISHEK DALMIA**
Director	**Director**
DIN: 00225963	DIN: 00011958

M-115, Conn. Circus, New Delhi

RENAISSANCE STOCKS LIMITED

CASH FLOW STATEMENT FOR THE PERIOD ENDED 31st MARCH 2019

	Particulars	Year ended March 31,2019 Amount (in Rs.)		Year ended March 31,2018 Amount (in Rs.)	
A	**CASH FLOW FROM OPERATING ACTIVITIES**				
	[a] Net Profit/Loss before Tax	(135,216)		(52,541)	
	Add : Adjustment in profit & Loss Account				
	[b] Operating profit before working capital charges	(135,216)		(52,541)	
	Adjustments for:				
	Loans & Advances	(42,437)		(136)	
	Accounts Payable	(689)		150	
	[c] Cash generated from operations	(178,342)		(52,527)	
	Net Income Tax Refund	1,014		237	
	Net cash from Operating Activities (A)		(177,328)		(52,290)
B	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Net Cash from Investing Activities (B)		-		-
C	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Net Cash from Financing activities [C]		-		-
	Net Increase/ Decrease in Cash Equivalent [A+B+C]		(177,328)		(52,290)
	Cash and Cash equivalent (Beginning of the year)		275,069		327,359
	Cash and Cash equivalent (End of the year)		97,741		275,069

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 01.08.2019

For and on behalf of the Board of Directors

A.H. DALMIA
Director
DIN: 00225963

ABHISHEK DALMIA
Director
DIN: 00011958

RENAISSANCE STOCKS LIMITED

SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013.

The financial statements are prepared on accrual basis under the historical cost convention.

B. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates, if any, are recognised in the period in which the results are known/materialised.

C. FIXED ASSETS

Tangible Assets
Tangible Assets are stated at cost comprising its purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

D. DEPRECIATION, AMORTISATION AND DEPLETION

Tangible Assets
Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written Down Value (WDV) Method as prescribed in Schedule II to the Companies Act, 2013.

E. INVESTMENTS

Current Investments and Non Current Investments are carried at cost. Provision for diminution in the value of such investments is made only if such a decline is other than temporary.

F. INVENTORIES

Items of inventories are measured at lower of cost and realisable value.

G. REVENUE RECOGNISTION

Revenue is recognised only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of goods, services, service tax, excise duty, adjusted for discounts (net), and gain/loss on corresponding hedge contracts.

Dividend income is recognised when the right to receive payment is established.

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

EXCISE DUTY/SERVICE TAX/GOODS AND SERVICE TAX

Excise duty/Service tax is accounted on the basis of both, payments made in respect of goods cleared/services provided and provisions made for goods lying in bonded warehouses.

RENAISSANCE STOCKS LIMITED

NOTES ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2019

2 SHARE CAPITAL

Particulars	As at 31st March 2019 Number of shares	Amount (in Rs.)	As at 31st March 2018 Number of shares	Amount (in Rs.)
Authorised Share Capital				
Equity Shares of Rs. 10 each	2,000,000	20,000,000	2,000,000	20,000,000
Issued,Subscribed and Paid up				
Equity Shares of Rs.10 each fully paid up	1,000,000	10,000,000	1,000,000	10,000,000
Total		**10,000,000**		**10,000,000**

2 The Reconciliation of the number of shares outstanding is set out below:

Particulars	As at 31st March 2019 No. of shares	As at 31st March 2018 No. of shares
Equity Shares outstanding at the beginning of the year	1,000,000	1,000,000
Equity Shares outstanding at the end of the year	1,000,000	1,000,000

2 Detail of Shareholders holding more than 5% of shares

Name of Shareholder	As at 31st March 2019 Number of shares	% of Holding	As at 31st March 2018 Number of shares	% of Holding
M/s Renaissance Advanced Consultancy Ltd	999,994	100%	999,994	100%

3 RESERVES AND SURPLUS

Particulars	As at 31st March 2019 Amount (in Rs.)	As at 31st March 2018 Amount (in Rs.)
Capital Redemption Reserves		
Opening Balance	584,000	584,000
Add: Transfer during the year	-	-
Closing Balance	584,000	584,000
Securities Premium		
Opening Balance	108,279,000	108,279,000
Less: Transferred to Capital Redemption reserve	-	-
Closing Balance	108,279,000	108,279,000
Profit & Loss Account		
Opening Balance	(226,248)	(173,707)
Add: Transfer during the year	(135,216)	(52,541)
Closing Balance	(361,464)	(226,248)
Total	**108,501,536**	**108,636,752**

4 OTHER CURRENT LIABILITIES

Particulars	As at 31st March 2019 Amount (in Rs.)	As at 31st March 2018 Amount (in Rs.)
Others Payables*	5,211	5,900
*Includes Audit Fees and Payables for expenses		
Total	**5,211**	**5,900**

5 **SHORT TERM PROVISIONS**

Particulars	As at 31st March 2019 Amount (in Rs.)	As at 31st March 2018 Amount (in Rs.)
Provision for Income Tax	-	-
Total	-	-

6 **NON-CURRENT INVESTMENTS**

Particulars	As at 31st March 2019 Amount (in Rs.)	As at 31st March 2018 Amount (in Rs.)
Other than Trade Investments (At Cost)		
Investment in Equity instruments [Market Value Rs.18,73,92,850/- (Previous year Rs.26,20,43,800/-)]	118,364,132	118,364,132
Total	118,364,132	118,364,132

6 Investments in equity instruments include 4,57,000 equity shares of Revathi Equipments Ltd. of Rs.10 each.

7 **CASH AND CASH EQUIVALENTS**

Particulars	As at 31st March 2019 Amount (in Rs.)	As at 31st March 2018 Amount (in Rs.)
Balances with banks* * Includes bank FDR of [Current year - Nil (Previous year Rs.2,00,000/-)]	97,741	275,069
Total	97,741	275,069

8 **SHORT-TERM LOANS AND ADVANCES**

Particulars	As at 31st March 2019 Amount (in Rs.)	As at 31st March 2018 Amount (in Rs.)
Advance tax and tax deducted at source	338	1,352
Other Advances	44,536	2,099
Total	44,874	3,451

9 **OTHER INCOME**

Particulars	Year ended at 31st March 2019 Amount (in Rs.)	Year ended at 31st March 2018 Amount (in Rs.)
Interest Income on Fixed Deposits	3,375	13,502
Interest Income on income tax refund	58	71
Miscellaneous Income	900	-
Total	4,333	13,573

10 **OTHER EXPENSES**

Particulars	Year ended at 31st March 2019 Amount (in Rs.)	Year ended at 31st March 2018 Amount (in Rs.)
Bank Charges	3,506	706
Depository Charges	609	16,713
Legal & Professional Expenses	82,169	24,671
Advertisement Expenses	47,990	-
Miscellaneous Expenses	275	18,124
Audit Fees	5,000	5,900
- As auditor		
	139,549	66,114

11 **EARNINGS PER SHARE**

Particulars	As at 31st,March 2019 Amount (in Rs.)	As at 31st, March 2018 Amount (in Rs.)
Net Profit attributable to Equity shareholders (A)	(135,216)	(52,541)
Number of Shares outstanding during the year (B)	1,000,000	1,000,000
Earnings per share (A/B)	**(0.14)**	**(0.05)**

12 Information relating to the previous year rearranged where ever necessary in accordance with Schedule III of Companies Act 2013.

13 All financial figures have been rounded off to the nearest rupee.

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

B R MAHESWARI & CO LLP M-118, Conn. Circus New Delhi Chartered Accountants

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 01.08.2019

For and on behalf of the Board of Directors

A.H. DALMIA	ABHISHEK DALMIA
Director	Director
DIN: 00225963	DIN: 00011958

Dujari & Co.

Chartered Accountants

Independent Auditor's Report

The Members of Renaissance Stocks Ltd.,

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **RENAISSANCE STOCKS LTD.** ('the Company'), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit & Loss, the cash flow statement for the year then ended, and a summary of significant Accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and Companies (Accounting Standards) Amendment Rules, 2016 as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those standards require that comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error in making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone financial statements.

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.

DUJARI & CO. ★ Chartered Accountants ★ #623 Sector 37 Faridabad 121003 Haryana

House No. 623, Sector-37, Faridabad-121003, Haryana
Phone: 0129- 2273749, 4037623, 011- 23351811, 9810847487

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2018 and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub section (11) Section 143 of the Act, we enclose in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.

As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

(b) in our opinion, proper books of account as required by law have been kept by the Company, so far as appears from our examination of those books;

(c) the Balance Sheet, the statement of Profit and Loss, and the Cash Flow Statement dealt with by this report are in agreement with the books of account:

(d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and Companies (Accounting Standards) Amendment Rules, 2016 as amended;

(e) on the basis of the written representations received from the directors as on 31 March 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2018 from being appointed as a director in terms of Section 164(2) of the Act;

(f) with respect to the adequacy of the internal financial controls over financial reporting on these standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in " Annexure B"; and

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rule, 2014, in our opinion and to the best of our information and according to the explanations given to us:

    (i) The Company do not have any pending litigations having impact on its standalone financial statements;

    (ii) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;

    (iii) There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.

For and on behalf of
DUJARI & CO.
Chartered Accountants,
Firm Registration No.000545N

(M.L. DUJARI)
Proprietor
Membership No.005618.

Place: New Delhi.
Dated: 6th July, 2018

Annexure-A to the Independent Auditors' Report to the Members of Renaissance Stocks Ltd. on the standalone financial Statements of date.

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in term of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section.

1) The Company do not have any fixed assets. Therefore, provisions of item I relating to fixed assets does not apply.

2) Company has not been trading in any goods or merchandise, therefore, provisions of item (ii) relating to inventory is not applicable.

3) The Company has not granted any loans, secured or unsecured, therefore, provisions of clause (iii) are not applicable.

4) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.

5) The Company has not accepted any deposits from the public.

6) The company is not required to maintain any cost records as per section 148(1) of the Companies Act, 2013. Therefore, the provisions of para 3(vi) of the Companies (Auditor's Report) Order, 2018 is not applicable to the company.

7) (a) According to the records of the company, the company has been regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Custom Duty, Excise Duty, Cess & Statutory dues, wherever applicable.

   (b) According to the information & explanations given to us, no undisputed amounts payable in respect of such statutory dues were outstanding as at 31st March, 2018 for a period of more than six months from the date they became payable.

   (c) According to the information & explanations given to us, there are no disputed statutory dues outstanding against the company.

8) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.

9) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.

10) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

11) According to the information and explanations given to us, the Company is not required to pay/provide for managerial remuneration.

DUJARI & CO. ★ Chartered Accountants ★ #623 Sector-37 Faridabad 121003 Haryana

12) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

13) According to the information & explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

14) According to the information & explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

15) According to the information & explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

16) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For and on behalf of
DUJARI & CO.
Chartered Accountants,
Firm Registration No.002545N

(M.L. DUJARI)
Proprietor
Membership No.005618.

Place: New Delhi.
Dated: 6th July, 2018

Annexure B to the Independent Auditors' Report to the Members of Renaissance Stocks Ltd. on the standalone financial statements of date

Report on the International Controls under Clause (i) of Sub-section 3 of section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of RENAISSANCE STOCKS LTD. ("the Company") as on 31 March 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls.

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform to audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Out audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

DUJARI & CO. ★ Chartered Accountants
#623 Sector-37 Faridabad 121003 Haryana

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and depositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Control over Financial Reporting

Because of the inherent limitations of internal financial control over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also projections of any evaluation of the internal financial control over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2018, based on the internal financial control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For and on behalf of
DUJARI & CO.
Chartered Accountants,
Firm Registration No.002545N

(M.L. DUJARI)
Proprietor
Membership No.005618.

Place: New Delhi.
Dated: 6th July, 2018

RENAISSANCE STOCKS LIMITED

BALANCE SHEET AS AT 31ST MARCH,2018

Sr. No.	Particulars	Note No	As at 31st,March 2018 Amount (in Rs.)	As at 31st,March 2017 Amount (in Rs.)
I.	**EQUITY AND LIABILITIES**			
A	**Shareholders' Funds**			
	(a) Share Capital	2	10,000,000	10,000,000
	(b) Reserves and Surplus	3	108,636,752	108,689,293
			118,636,752	**118,689,293**
B	**Current Liabilities**			
	(a) Other Current Liabilities	4	5,900	5,750
	(b) Short Term Provisions	5	-	-
			5,900	**5,750**
	Total		**118,642,652**	**118,695,043**
II.	**ASSETS**			
A	**Non-Current Assets**			
	(a) Non-Current Investments	6	118,364,132	118,364,132
			118,364,132	**118,364,132**
B	**Current Assets**			
	(a) Cash and Cash Equivalents	7	275,069	327,359
	(b) Short-Term Loans and Advances	8	3,451	3,552
			278,520	**330,911**
	Total		**118,642,652**	**118,695,043**
	Significant Accounting Policies	1		
	Notes on Financial Statements	2-14		

In terms of our report of even date

For Dujari & Co.,
Chartered Accountants
Firm Reg. No.002545N

For and on behalf of the Board of Directors

M.D.Dujari
Proprietor
Membership No. 005618

A.H. DALMIA
Director
DIN: 00225963

ABHISHEK DALMIA
Director
DIN 00011958

Place: New Delhi
Date: 06-Jul-18

RENAISSANCE STOCKS LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2018

Sr. No.	Particulars	Note No	As at 31st,March 2018 Amount (in Rs.)	As at 31st,March 2017 Amount (in Rs.)
I.	Other Income	9	13,573	15,886
II.	**Total Revenue**		**13,573**	**15,886**
III.	**Expenses**			
	Other Expenses	10	66,114	20,465
IV.	**Total Expenses**		**66,114**	**20,465**
V.	**Profit before tax (II - III)**		**(52,541)**	**(4,579)**
VI.	**Tax Expense**			
	Current tax		-	-
VII.	**Profit(Loss) for the period (V - VI)**		**(52,541)**	**(4,579)**
VIII.	**Earnings Per Share**	11		
	-Basic		**(0.05)**	**(0.00)**
	Significant Accounting Policies	1		
	Notes on Financial Statements	2-14		

In terms of our report of even date

For **Dujari & Co.,**
Chartered Accountants
Firm Reg. No.002545N

M.L.Dujari
Proprietor
Membership No. 005618

Place: New Delhi
Date: 06-Jul-18

For and on behalf of the Board of Directors

A.H. DALMIA
Director
DIN. 00225963

ABHISHEK DALMIA
Director
DIN - 00011958

RENAISSANCE STOCKS LIMITED

CASH FLOW STATEMENT FOR THE PERIOD ENDED 31st MARCH 2018

	Particulars	Year ended March 31,2018 Amount (in Rs.)		Year ended March 31,2017 Amount (in Rs.)	
A	**CASH FLOW FROM OPERATING ACTIVITIES**				
	[a] Net Profit/Loss before Tax	(52,541)		(4,579)	
	Add : Adjustment in profit & Loss Account				
	[b] Operating profit before working capital charges	(52,541)		(4,579)	
	Adjustments for:				
	Loans & Advances	(136)		(208)	
	Accounts Payable	150		(29)	
	[c] Cash generated from operations	(52,527)		(4,816)	
	Net Income Tax Refund	237		(2,310)	
	Net cash from Operating Activities (A)		(52,290)		(7,126)
B	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Net Cash from Investing Activities (B)		-		-
C	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Net Cash from Financing activities [C]		-		-
	Net Increase/ Decrease in Cash Equivalent [A+B+C]		(52,290)		(7,126)
	Cash and Cash equivalent (Beginning of the year)		327,359		334,485
	Cash and Cash equivalent (End of the year)		275,069		327,359

In terms of our report of even date

For **Dujari & Co.**
Chartered Accountants
Firm Reg. No.002545N

M.L.Dujari
Proprietor
Membership No. 005618

Place: New Delhi
Date: 06-Jul-18

For and on behalf of the Board of Directors

A.H. DALMIA	**ABHISHEK DALMIA**
Director	**Director**
DIN 00225963	DIN- 00011958

RENAISSANCE STOCKS LIMITED

SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013.

The financial statements are prepared on accrual basis under the historical cost convention.

B. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates, if any, are recognised in the period in which the results are known/materialised.

C. FIXED ASSETS

During the year, company has no fixed, tangible or Intangible assets.

D. DEPRECIATION, AMORTISATION AND DEPLETION

Since company has no fixed assets, there is nothing to charge on account of depreciation and amortisation over it.

E. INVESTMENTS

Non Current Investments are carried at cost. Provision for diminution in the value of such investments is made only if such a decline is other than temporary.

F. INVENTORIES

Company possess no inventory.

G. REVENUE RECOGNISTION

Revenue is recognised only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of goods, services, service tax, excise duty, adjusted for discounts (net), and gain/loss on corresponding hedge contracts.

Dividend income is recognised when the right to receive payment is established.

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

EXCISE DUTY/SERVICE TAX/GOODS AND SERVICE TAX

Excise duty/Service tax is accounted on the basis of both, payments made in respect of goods cleared/services provided and provisions made for goods lying in bonded warehouses.

RENAISSANCE STOCKS LIMITED

NOTES ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2018

2 SHARE CAPITAL

Particulars	As at 31st March 2018 Number of shares	Amount (in Rs.)	As at 31st March 2017 Number of shares	Amount (in Rs.)
Authorised Share Capital				
Equity Shares of Rs. 10 each	2,000,000	20,000,000	2,000,000	20,000,000
Issued,Subscribed and Paid up				
Equity Shares of Rs.10 each fully paid up	1,000,000	10,000,000	1,000,000	10,000,000
Total		**10,000,000**		**10,000,000**

2.1 The Reconciliation of the number of shares outstanding is set out below:

Particulars	As at 31st March 2018 No. of shares	As at 31st March 2017 No. of shares
Equity Shares outstanding at the beginning of the year	1,000,000	1,000,000
Equity Shares outstanding at the end of the year	1,000,000	1,000,000

2.2 Detail of Shareholders holding more than 5% of shares

Name of Shareholder	As at 31st March 2017 Number of shares	% of Holding	As at 31st March 2016 Number of shares	% of Holding
M/s Renaissance Advanced Consultancy Ltd	999,994	100%	999,994	100%

3 RESERVES AND SURPLUS

Particulars	As at 31st March 2018 Amount (in Rs.)	As at 31st March 2017 Amount (in Rs.)
Capital Redemption Reserves		
Opening Balance	584,000	584,000
Add: Transfer during the year	-	-
Closing Balance	584,000	584,000
Securities Premium		
Opening Balance	108,279,000	108,279,000
Less: Transferred to Capital Redemption reserve	-	-
Closing Balance	108,279,000	108,279,000
Profit & Loss Account		
Opening Balance	(173,707)	(169,128)
Add: Transfer during the year	(52,541)	(4,579)
Closing Balance	(226,248)	(173,707)
Total	**108,636,752**	**108,689,293**

DUJARI & CO. Chartered Accountants

4 **OTHER CURRENT LIABILITIES**

Particulars	As at 31st March 2018 Amount (in Rs.)	As at 31st March 2017 Amount (in Rs.)
Others Payables*	5,900	5,750
*Includes Audit Fees and Payables for expenses		
Total	5,900	5,750

5 **SHORT TERM PROVISIONS**

Particulars	As at 31st March 2018 Amount (in Rs.)	As at 31st March 2017 Amount (in Rs.)
Provision for Income Tax	-	-
Total	-	-

6 **NON-CURRENT INVESTMENTS**

Particulars	As at 31st March 2018 Amount (in Rs.)	As at 31st March 2017 Amount (in Rs.)
Other than Trade Investments (At Cost)		
Investment in Equity instruments [Market Value Rs.26,20,43,800/- (Previous year Rs.35,03,59,050/-)]	118,364,132	118,364,132
Total	118,364,132	118,364,132

6.1 Investments in equity instruments include 4,57,000 equity shares of Revathi Equipments Ltd. of Rs.10 each.

7 **CASH AND CASH EQUIVALENTS**

Particulars	As at 31st March 2018 Amount (in Rs.)	As at 31st March 2017 Amount (in Rs.)
Balances with banks*	275,069	327,359
* Includes bank FDR of [Rs.2,00,000 /-(Previous year Rs.2,00,000/-)]		
Total	275,069	327,359

8 **SHORT-TERM LOANS AND ADVANCES**

Particulars	As at 31st March 2018 Amount (in Rs.)	As at 31st March 2017 Amount (in Rs.)
Advance tax and tax deducted at source	1,352	1,589
Other Advances	2,099	1,963
Total	3,451	3,552

9 **OTHER INCOME**

Particulars	Year ended at 31st March 2018 Amount (in Rs.)	Year ended at 31st March 2017 Amount (in Rs.)
Interest Income on Fixed Deposits	13,502	15,886
Interest Income on income tax refund	71	-
Total	13,573	15,886

10 OTHER EXPENSES

Particulars	Year ended at 31st March 2018 Amount (in Rs.)	Year ended at 31st March 2017 Amount (in Rs.)
Bank Charges	706	41
Depository Charges	16,713	573
Legal & Professional Expenses	24,671	13,231
Miscellaneous Expenses	18,124	870
Audit Fees	5,900	5,750
As auditor		
	66,114	**20,465**

11 **EARNINGS PER SHARE**

Particulars	As at 31st,March 2018 Amount (in Rs.)	As at 31st, March 2017 Amount (in Rs.)
Net Profit attributable to Equity shareholders (A)	(52,841)	(4,879)
Number of Shares outstanding during the year (B)	1,000,000	1,000,000
Earnings per share (A/B)	**(0.05)**	**(0.00)**

12 Information relating to the previous year rearranged where ever necessary in accordance with Schedule III of Companies Act 2013.

13 All financial figures have been rounded off to the nearest rupee

In terms of our report of even date

For **Dujari & Co.,**
Chartered Accountants
Firm Reg. No.002545N

M.L.Dujari
Proprietor
Membership No. 005618

Place: New Delhi
Date: 06-Jul-18

For and on behalf of the Board of Directors

A.H. DALMIA
Director
DIN 00225963

ABHISHEK DALMIA
Director
DIN 00011958

B R MAHESWARI & CO LLP
CHARTERED ACCOUNTANTS

M-118, Connaught Circus,
New Delhi - 110001
Phones: +91 (11) 4340 2222
23416341
2341 8130
Fax: +91(11) 2341 5796
E-mail: brmc@brmco.com

Independent Auditors' Report

To the Members of
Renaissance Consultancy Services Limited

Report on the audit of the Financial Statements

We have audited the financial statements of Renaissance Consultancy Services Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020 and the Statement of Profit and Loss for the period from 7th January 2020 to 31st March 2020, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its loss for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) 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 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 (ICAI) 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, for example, Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

MAHESWARI & CO M-118, Conn. Circus New Delhi

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

The other information is expected to be made available to us after the date of this auditors' report. When we read this other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' 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 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 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 financial statements, whether due to fraud

M-118, Conn. Circus

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 system 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in

(i) planning the scope of our audit work and in evaluating the results of our work; and

(ii) to evaluate the effect of any identified misstatements in the financial statements.

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 financial statements of the current period and are therefore the

MAHESWARI & CO. M-118

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.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, based on our audit we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.

   (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   (e) On the basis of written representations received from the directors as on March 31, 2020 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of section 164 (2) of the Act.

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure 'A'.

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

   (h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company did not have any pending litigations;

   ii. The Company did not have any long term contracts including any derivative contracts for which there were any material foreseeable losses;

B.R. MAHESWARI & CO. LLP
M-118,
Conn. Circus

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 'B' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No. 001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No.082700

B R Maheswari & Co LLP
M-118,
Conn. Circus
New Delhi
Chartered Accountants

UDIN: 20082700AAAAVR4273

Place: New Delhi
Date: September 1, 2020

Annexure 'A' to the Independent Auditors' Report

(Referred to in Paragraph 1(f) under the heading "Report on other legal and regulatory requirements" of our report of even date)

Report on the Internal Financial Controls under clause (i) of sub section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Renaissance Consultancy Services Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

M-118, Conn. Circus

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No: 001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No.082700

B R Maheswari & Co LLP
M-118,
Conn. Circus
New Delhi
Chartered Accountants

UDIN: 20082700AAAAVR4273

Place: New Delhi
Date: September 1, 2020

Annexure 'B' to the Independent Auditors' Report
(Referred to in Paragraph 2 under the heading "Report on other legal and regulatory requirements" of our report of even date)

1) In respect of its fixed assets:
The Company does not have any fixed asset. Therefore, provisions of para (i) are not applicable.

2) In respect of its inventories:
The Company does not have any Inventory. Therefore, provisions of para (ii) are not applicable.

3) As informed, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act for the financial year 2019-20, and accordingly clauses (a), (b) and (c) of Para (iii) of the order are not applicable.

4) In our opinion and according to the information and explanations given to us and on an overall examination of the financial statements, the Company has complied with the provisions of section 185 and 186 of the act, with respect to the loans and investments made.

5) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits during the year, and accordingly is not required to comply with the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.

6) As informed to us, the maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, in respect of the activities carried on by the Company.

7) (a) According to the information and explanations given to us, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Value Added Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it. As informed, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2020 for a period of more than six months from the date they become payable.

(i) There are no disputed amounts of statutory dues which have not been deposited with the concerned authorities.

B R MAHESWARI & CO LLP
M-118,
Conn. Circus
New Delhi
Chartered Accountants

8) The Company does not have any loans or borrowings from any financial institution, bank or debenture holder or government during the year, accordingly Para (viii) of the order is not applicable.

9) The company has not raised any money by way of public offer or term loans during the year.

10) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

11) In our opinion and according to the information and explanations given to us, the company has not paid any managerial remuneration during the year, and accordingly is not required to comply with the provisions of section 197 read with Schedule V to the Act.

12) The Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with sections 177 and 188 of the Act wherever applicable and the details have been disclosed in the financial statements, as required by the applicable accounting standards.

14) Based on the information and explanations given to us and examination of financial statements, the company has not made preferential allotment of shares during the year.

15) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not entered into any non-cash transaction with directors or persons connected with him.

16) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No: 001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No.082700

B R MAHESWARI & CO LLP
M-118,
Conn. Circus
New Delhi
Chartered Accountants

UDIN: 20082700AAAAVR4273

Place: New Delhi
Date: September 1, 2020

RENAISSANCE CONSULTANCY SERVICES LTD

BALANCE SHEET AS AT 31ST MARCH,2020

Sr. No.	Particulars	Note No	As at 31st,March 2020 Amount (in Rs.)
I.	**EQUITY AND LIABILITIES**		
A	**Shareholders' Funds**		
	(a) Share Capital	2	10,000
	(b) Reserves and Surplus	3	(71,494)
			(61,494)
B	**Current Liabilities**		
	(a)Loan from Director	4	360,000
	(b) Other Current Liabilities	5	7,655
			367,655
	Total		**306,161**
II.	**ASSETS**		
A	**Non-Current Assets**		
			-
B	**Current Assets**		
	(a) Cash and Cash Equivalents	6	291,161
	(b) Short-Term Loans and Advances	7	15,000
			306,161
	Total		**306,161**
	Significant Accounting Policies	1	
	Notes on Financial Statements	2-14	

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

B.R. Maheswari & Co LLP M-118, Conn. Circus New Delhi Chartered Accountants

Place : New Delhi
Date: 01-09-2020

For and on behalf of the Board of Directors

A.H. DALMIA
Director
DIN : 00225963

ABHISHEK DALMIA
Director
DIN : 00011958

RENAISSANCE CONSULTANCY SERVICES LTD

STATEMENT OF PROFIT AND LOSS FOR THE PERIOD FROM 7th JANUARY 2020 to 31st MARCH, 2020

Sr. No.	Particulars	Note No	FROM 7th JANUARY 2020 to 31st MARCH, 2020 Amount (in Rs.)
I.	Other Income		-
II.	**Total Revenue**		-
III.	**Expenses**		
	Other Expenses	8	71,494
IV.	**Total Expenses**		**71,494**
V.	**Profit before tax (II - III)**		**(71,494)**
VI.	**Tax Expense**		
	Current tax		-
VII.	**Profit(Loss) for the period (V - VI)**		**(71,494)**
VIII.	**Earnings Per Share**	11	
	-Basic		**(307.85)**
	Significant Accounting Policies	1	
	Notes on Financial Statements	2-14	

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

B R MAHESWARI & CO LLP
M-118, Conn. Circus New Delhi
Chartered Accountants

Place : New Delhi
Date: 01-09-2020

For and on behalf of the Board of Directors

A.H. DALMIA
Director
DIN : 00225963

ABHISHEK DALMIA
Director
DIN : 00011958

RENAISSANCE CONSULTANCY SERVICES LTD

NOTES ON THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31.03.2020

2 SHARE CAPITAL

Particulars	As at 31st March 2020	
	Number of shares	Amount (in Rs.)
Authorised Share Capital		
Equity Shares 1000 of Rs. 10 each	1,000	10,000
Issued,Subscribed and Paid up		
Equity Shares 1000 of Rs. 10 each fully paid up	1,000	10,000
Total		**10,000**

2.1 The Reconciliation of the number of shares outstanding is set out below:

Particulars	As at 31st March 2020 No. of shares
Equity Shares outstanding at the beginning of the year	-
Equity Shares issued during the year	1,000
Equity Shares outstanding at the end of the year	1,000

2.2 Detail of Shareholders holding more than 5% of shares

Name of Shareholder	As at 31st March 2020	
	Number of shares	% of Holding
Ajai Hari Dalmia	501	50%
Abhishek Dalmia	494	49%

2.3 Terms/rights attached to Equity Shares

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

There are no securities issued which are outstanding for conversion into equity shares.

There are no shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestment.

3 RESERVES AND SURPLUS

Particulars	As at 31st March 2020 Amount (in Rs.)
Profit & Loss Account	
Opening Balance	-
Add: Transfer during the year	(71,494)
Closing Balance	(71,494)
Total	**(71,494)**

M-118 Conn Circus New Delhi
B R Maheswari & Co. LLP Chartered Accountants

4 **SHORT TERM BORROWINGS**

Particulars	As at 31st March 2020 Amount (in Rs.)
Unsecured Loan from Director	360,000
(Repayable on demand)	
Total	**360,000**

5 **OTHER CURRENT LIABILITIES**

Particulars	As at 31st March 2020 Amount (in Rs.)
Others Payables*	7,655
*Includes Audit Fees and Payables for expenses	
Total	**7,655**

6 **CASH AND CASH EQUIVALENTS**

Particulars	As at 31st March 2020 Amount (in Rs.)
Balances with banks	291,161
Total	**291,161**

7 **SHORT-TERM LOANS AND ADVANCES**

Particulars	As at 31st March 2020 Amount (in Rs.)
Other Advances	15,000
Total	**15,000**

8 **OTHER EXPENSES**

Particulars	For the period Amount (in Rs.)
Preliminary Expenses	23,240
Depository Charges	42,647
Legal & Professional Expenses	607
Statutory Audit Fees	5,000
	71,494

B R MAHESWARI & CO LLP
M-118
Conn. Circus
New Delhi
Chartered Accountants

9 EARNINGS PER SHARE

Particulars	As at 31st,March 2020 Amount (in Rs.)
Net Profit attributable to Equity shareholders (A)	(71,494)
Weighted Average number of Shares outstanding during the period (B)	232
Earnings per share (A/B)	**(307.85)**

10 All financial figures have been rounded off to the nearest rupee.

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date: 01-09-2020

A.H. DALMIA
Director
DIN : 00225963

ABHISHEK DALMIA
Director
DIN : 00011958

RENAISSANCE CONSULTANCY SERVICES LTD

Significant Accounting Policies

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013.

The financial statements are prepared on accrual basis under the historical cost convention.

B. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates, if any, are recognised in the period in which the results are known/materialised.

C. FIXED ASSETS

Tangible Assets
Tangible Assets are stated at cost comprising its purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

D. DEPRECIATION, AMORTISATION AND DEPLETION

Tangible Assets
Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written Down Value (WDV) Method as prescribed in Schedule II to the Companies Act, 2013.

E. INVESTMENTS

Current Investments and Non Current Investments are carried at cost. Provision for diminution in the value of such investments is made only if such a decline is other than temporary.

F. INVENTORIES

Items of inventories are measured at lower of cost and realisable value.

G. REVENUE RECOGNISTION

Revenue is recognised only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of goods, services, service tax, excise duty, adjusted for discounts (net), and gain/loss on corresponding hedge contracts.

Dividend income is recognised when the right to receive payment is established.

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

EXCISE DUTY/SERVICE TAX/GOODS AND SERVICE TAX

Excise duty/Service tax is accounted on the basis of both, payments made in respect of goods cleared/services provided and provisions made for goods lying in bonded warehouses.

B R MAHESWARI & CO LLP Chartered Accountants M-118 Conn. Circus New Delhi

B R MAHESWARI & CO LLP
CHARTERED ACCOUNTANTS

M-118, Connaught Circus,
New Delhi - 110001
Phones: +91 (11) 4340 2222
23416341
2341 8130
Fax: +91(11) 2341 5796
E-mail: brmc@brmco.com

Independent Auditors' Report

To the Members of

Renaissance Corporate Consultants Limited

Report on the audit of the Financial Statements

We have audited the financial statements of Renaissance Corporate Consultants Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020 and the Statement of Profit and Loss for the period from 7th January 2020 to 31st March 2020, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its loss for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) 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 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 (ICAI) 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, for example, Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

B R Maheswari & Co LLP
M-118, Conn. Circus, New Delhi
Chartered Accountants

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

The other information is expected to be made available to us after the date of this auditors' report. When we read this other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' 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 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 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 financial statements, whether due to fraud

M-118, Conn. Circus New Delhi

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 system 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in

(i) planning the scope of our audit work and in evaluating the results of our work; and

(ii) to evaluate the effect of any identified misstatements in the financial statements.

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 financial statements of the current period and are therefore the

M-118
Conn. Cir

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.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, based on our audit we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.

   (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   (e) On the basis of written representations received from the directors as on March 31, 2020 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of section 164 (2) of the Act.

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure 'A'.

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

   (h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company did not have any pending litigations;

   ii. The Company did not have any long term contracts including any derivative contracts for which there were any material foreseeable losses;

M-118 Conn. Circus New Delhi

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 'B' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No. 001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No.082700

UDIN: 20082700AAAAVR4273

Place: New Delhi
Date: September 1, 2020

Annexure 'A' to the Independent Auditors' Report
(Referred to in Paragraph 1(f) under the heading "Report on other legal and regulatory requirements" of our report of even date)

Report on the Internal Financial Controls under clause (i) of sub section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Renaissance Corporate Consultants Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls
The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility
Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Conn. Circus
New Delhi

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No: 001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No.082700

B R Maheswari & Co LLP * M-118 Conn. Circus New Delhi * Chartered Accountants

UDIN: 20082700AAAAVR4273

Place: New Delhi
Date: September 1, 2020

Annexure 'B' to the Independent Auditors' Report
(Referred to in Paragraph 2 under the heading "Report on other legal and regulatory requirements" of our report of even date)

1) In respect of its fixed assets:
The Company does not have any fixed asset. Therefore, provisions of para (i) are not applicable.

2) In respect of its inventories:
The Company does not have any Inventory. Therefore, provisions of para (ii) are not applicable.

3) As informed, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act for the financial year 2019-20, and accordingly clauses (a), (b) and (c) of Para (iii) of the order are not applicable.

4) In our opinion and according to the information and explanations given to us and on an overall examination of the financial statements, the Company has complied with the provisions of section 185 and 186 of the act, with respect to the loans and investments made.

5) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits during the year, and accordingly is not required to comply with the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.

6) As informed to us, the maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, in respect of the activities carried on by the Company.

7) (a) According to the information and explanations given to us, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Value Added Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it. As informed, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2020 for a period of more than six months from the date they become payable.

(i) There are no disputed amounts of statutory dues which have not been deposited with the concerned authorities.

M-118
Conn. Circus
New Delhi

8) The Company does not have any loans or borrowings from any financial institution, bank or debenture holder or government during the year, accordingly Para (viii) of the order is not applicable.

9) The company has not raised any money by way of public offer or term loans during the year.

10) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

11) In our opinion and according to the information and explanations given to us, the company has not paid any managerial remuneration during the year, and accordingly is not required to comply with the provisions of section 197 read with Schedule V to the Act.

12) The Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with sections 177 and 188 of the Act wherever applicable and the details have been disclosed in the financial statements, as required by the applicable accounting standards.

14) Based on the information and explanations given to us and examination of financial statements, the company has not made preferential allotment of shares during the year.

15) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not entered into any non-cash transaction with directors or persons connected with him.

16) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For B R Maheswari & Co LLP
Chartered Accountants
Firm's Registration No: 001035N/N500050

Sanjay Nath

Sanjay Nath
Partner
Membership No.082700

B R Maheswari & Co LLP
M-118
Conn. Circus
New Delhi
Chartered Accountants

UDIN: 20082700AAAAVR4273

Place: New Delhi
Date: September 1, 2020

RENAISSANCE CORPORATE CONSULTANTS LTD

BALANCE SHEET AS AT 31ST MARCH,2020

Sr. No.	Particulars	Note No	As at 31st,March 2020 Amount (in Rs.)
I.	**EQUITY AND LIABILITIES**		
A	**Shareholders' Funds**		
	(a) Share Capital	2	10,000
	(b) Reserves and Surplus	3	(35,551)
			(25,551)
B	**Non Current Liabilites**	-	
C	**Current Liabilities**		
	(a) Other Current Liabilities	4	35,551
			35,551
	Total		**10,000**
II.	**ASSETS**		
A	**Non-Current Assets**		
			-
B	**Current Assets**		
	(a) Cash and Cash Equivalents	5	5,050
	(b) Short-Term Loans and Advances	6	-
	(c) Other Current Asstes	7	4,950
			10,000
	Total		**10,000**
	Significant Accounting Policies	1	
	Notes on Financial Statements	2-14	

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

M-118, Conn. Circus New Delhi
B R Maheswari & Co LLP Chartered Accountants

Place : New Delhi
Date : 01-09-2020

For and on behalf of the Board of Directors

Deepali Dalmia

DEEPALI DALMIA	**ABHISHEK DALMIA**
Director	**Director**
DIN : 00017415	**DIN : 00011958**

RENAISSANCE CORPORATE CONSULTANTS LTD

STATEMENT OF PROFIT AND LOSS FOR THE PERIOD FROM 22nd JANUARY 2020 to 31st MARCH, 2020

Sr. No.	Particulars	Note No	FROM 22nd JANUARY 2020 to 31st MARCH, 2020 Amount (in Rs.)
I.	Other Income		-
II.	**Total Revenue**		-
III.	**Expenses**		
	Other Expenses	8	35,551
IV.	**Total Expenses**		**35,551**
V.	**Profit before tax (II - III)**		**(35,551)**
VI.	**Tax Expense**		
	Current tax		-
VII.	**Profit(Loss) for the period (V - VI)**		**(35,551)**
VIII.	**Earnings Per Share**	11	
	-Basic		**(368.08)**
	Significant Accounting Policies	1	
	Notes on Financial Statements	2-14	

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

B.R. MAHESWARI & CO LLP ★ M-118, Conn Circus New Delhi ★ Chartered Accountants

Sanjay Nath

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date : 01-09-2020

For and on behalf of the Board of Directors

Deepali Dalmia

DEEPALI DALMIA
Director
DIN : 00017415

ABHISHEK DALMIA
Director
DIN : 00011958

RENAISSANCE CORPORATE CONSULTANTS LTD

NOTES ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2020

2 SHARE CAPITAL

Particulars	As at 31st March 2020	
	Number of shares	Amount (in Rs.)
Authorised Share Capital		
Equity Shares 100000 of Rs. 10 each	100,000	1,000,000
Issued,Subscribed and Paid up		
Issued, Subscribed 505 Equity Shares at Rs. 10 Each fully paid up	505	5,050
Issued, Subscribed 495 Equity Shares at Rs. 10 Each but not paid up	495	4,950
Total		**10,000**

2.1 The Reconciliation of the number of shares outstanding is set out below:

Particulars	As at 31st March 2020	
	No. of shares	Amount (in Rs.)
Equity Shares Allotted during the year	505	5,050
Equity Shares outstanding at the end of the year	495	4,950

2.2 Detail of Shareholders holding more than 5% of shares

Name of Shareholder	As at 31st March 2020	
	Number of shares	% of Holding
Abhishek Dalmia	500	50%
Deepali Dalmia	495	49%

2.3 Terms/rights attached to Equity Shares

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

There are no securities issued which are outstanding for conversion into equity shares.

There are no shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestment.

3 RESERVES AND SURPLUS

Particulars	As at 31st March 2020 Amount (in Rs.)
Profit & Loss Account	
Profit/Loss transferred during the year	(35,551)
Closing Balance	(35,551)

M-118 Conn. Circus New Delhi
B R MAHESWARI & CO LLP * Chartered Accountants *

4 OTHER CURRENT LIABILITIES

Particulars	As at 31st March 2020 Amount (in Rs.)
Others Payables*	35,551
*Includes Audit Fees and Payables for expenses	
Total	**35,551**

5 CASH AND CASH EQUIVALENTS

Particulars	As at 31st March 2020 Amount (in Rs.)
Balances with banks	5,050
Total	**5,050**

6 SHORT-TERM LOANS AND ADVANCES

Particulars	As at 31st March 2020 Amount (in Rs.)
Other Advances	-
Total	-

7 OTHER CURRENT ASSETS

Particulars	As at 31st March 2020 Amount (in Rs.)
Others Receivables*	4,950
*Includes share allotment money from Deepali Dalmia	
Total	**4,950**

8 OTHER EXPENSES

Particulars	For the period Amount (in Rs.)
Preliminary Expenses	30,551
Depository Charges	-
Legal & Professional Expenses	-
Statutory Audit Fees	5,000
	35,551

B R MAHESWARI & CO LLP
M-118 Conn. Circus New Delhi
Chartered Accountants

9 **EARNINGS PER SHARE**

Particulars	As at 31st,March 2020 Amount (in Rs.)
Net Profit attributable to Equity shareholders (A)	(35,551)
Weighted Average number of Shares outstanding during the period (B)	97
Earnings per share (A/B)	**(368.08)**

10 All financial figures have been rounded off to the nearest rupee.

In terms of our report of even date

For B .R. Maheswari & Co LLP
CHARTERED ACCOUNTANTS
Firm Reg. No.001035N/N500050

Sanjay Nath
Partner
Membership No.82700

Place : New Delhi
Date : 01-09-2020

For and on behalf of the Board of Directors

DEEPALI DALMIA	**ABHISHEK DALMIA**
Director	**Director**
DIN : 00017415	**DIN : 00011958**

B R Maheswari & Co LLP M-118, Conn. Circus New Delhi Chartered Accountants

RENAISSANCE CORPORATE CONSULTANTS LTD

Significant Accounting Policies

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013.

The financial statements are prepared on accrual basis under the historical cost convention.

B. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates, if any, are recognised in the period in which the results are known/materialised.

C. FIXED ASSETS

Tangible Assets
Tangible Assets are stated at cost comprising its purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

D. DEPRECIATION, AMORTISATION AND DEPLETION

Tangible Assets
Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written Down Value (WDV) Method as prescribed in Schedule II to the Companies Act, 2013.

E. INVESTMENTS

Current Investments and Non Current Investments are carried at cost. Provision for diminution in the value of such investments is made only if such a decline is other than temporary.

F. INVENTORIES

Items of inventories are measured at lower of cost and realisable value.

G. REVENUE RECOGNISTION

Revenue is recognised only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of goods, services, service tax, excise duty, adjusted for discounts (net), and gain/loss on corresponding hedge contracts.

Dividend income is recognised when the right to receive payment is established.

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

EXCISE DUTY/SERVICE TAX/GOODS AND SERVICE TAX

Excise duty/Service tax is accounted on the basis of both, payments made in respect of goods cleared/services provided and provisions made for goods lying in bonded warehouses.

16

B R MAHESWARI & CO LLP
M-118
Conn Circus
New Delhi
Chartered Accountants