



**INDEPENDENT AUDITOR'S REPORT**

**To the Members of Shalby International Limited**

**Report on the Audit of the Standalone Financial Statements**

**Auditor's Opinion**

We have audited the accompanying standalone financial statements of **Shalby International Limited** ("the Company"), which comprise the balance sheet as at 31st March 2020, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and 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 "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") 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, Loss, total comprehensive 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 Companies Act, 2013. 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 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 opinion.

**Information Other than the Standalone 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 standalone financial statements and our auditor's report thereon.

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 during the course of

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our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **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 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, changes in equity 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. 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 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.

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- 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 Companies Act, 2013, 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 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 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 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.



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**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 in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 & 4 of the Order to the extent applicable.
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), the Statement of Cash Flows 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 financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls over financial reporting.
  - (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, no remuneration has been paid or provided during the period under audit.

- (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:



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- I. The Company does not have any pending litigations which would impact its Ind AS financial position.
- 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's education and protection fund by the company.

For T R Chadha & Co LLP  
Firm's Reg. No-: 006711N \ N500028  
Chartered Accountants

**Brijesh Thakkar**  
Partner

Membership No - 135556

Place: Ahmedabad  
Date: 12/06/2020  
UDIN No: 20135556AAAADH5753

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**ANNEXURE A**

**Shalby International Limited**  
**Annexure to Independent Auditors' Report for the period ended March 2020**  
**(Referred to in Paragraph 1 under the Heading of "Report on Other Legal and Regulatory Requirements" of our Report of even date)**

**(i) Fixed Assets**

As there are no fixed assets in the company, paragraph 3 (i) (a) (b) & (c) of the order is not applicable to the company.

**(ii) Inventories**

As there has been no inventory during the year, paragraph 3 (ii) of the order is not applicable to the company.

**(iii) Loans given**

In our opinion and according to the information and explanation given to us during the course of audit, the Company has not granted any Secured or unsecured loan to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Hence reporting under clause 3 (iii) (a), (b) and (c) does not arise.

**(iv) Compliance of Sec. 185 & 186**

In our opinion and according to the information and explanation given to us during the course of audit, the Company has not entered into any transaction in respect of loans, investments, guarantee and security which attracts compliance to provisions of section 185 & 186 of the Companies Act, 2013, therefore, paragraph 3 (iv) of the order is not applicable to the company.

**(v) Public Deposit**

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that the company has not accepted any deposit from the public in terms of Section 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under.

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**(vi) Cost Records**

In our opinion and according to information and explanations given to us, maintenance of cost records has not been prescribed by the Central Government under Section 148(1) of the Companies Act, for the services provided by the company therefore, paragraph 3 (vi) of the order is not applicable to the company.

**(vii) Statutory Dues**

a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has been regular in depositing its undisputed statutory dues including Provident Fund, Employees State insurance, income-tax, Sales-Tax, Wealth Tax, Service tax, value added tax, etc. There are no undisputed dues payable, outstanding as on 31st March, 2020 for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us, there are no amounts in respect of income tax, service tax etc. that have not been deposited with the appropriate authorities on account of any dispute as on 31st March 2020

**(viii)** According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken any loans from financial institutions or bank and not issued any debentures, accordingly paragraph 3 (viii) of the order is not applicable to the company.

**(ix)** According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not raised any money by way of initial public offer or further public offer including debt instrument and term loans, accordingly paragraph 3 (ix) of the order is not applicable to the company.

**(x)** Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud by the Company or any 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 & explanation given to us and on the basis of our examination of the records of the Company, managerial remuneration has not been paid \ provided, accordingly paragraph 3 (xi) of the order is not applicable to the company.

**(xii)** As explained, the company is not a Nidhi Company. Therefore paragraph 3 (xii) of the order is not applicable to the company.

**(xiii)** In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that transactions with the related parties are in compliance with sections 177 & 188 of the Act where

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applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

- (xiv) As per the information and explanations given by the management, company has not made preferential allotment or private placement of shares or not issued any debentures during the year under review, accordingly paragraph 3 (xiv) of the order is not applicable to the company.
- (xv) As per the information and explanations given by the management, the company has not entered into any non-cash transaction with directors or persons connected with him. Therefore paragraph 3 (xv) of the order is not applicable to the company.
- (xvi) As per the information and explanations given by the management, company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For T R Chadha & Co LLP  
Firm's Reg. No-: 006711N \ N500028  
Chartered Accountants

Brijesh Thakkar  
Partner  
Membership No - 135556



Place: Ahmedabad  
Date: 12/06/2020  
UDIN No: 20135556AAAADH5753

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**ANNEXURE B**

**THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS OF SHALBY INTERNATIONAL 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 with reference to Financial Statements of Shalby International Limited ("the Company") as of 31 March, 2020 in conjunction with our audit of the 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 financial controls with reference to financial statements 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.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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.

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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 with reference to financial statements.

**Meaning of Internal Financial Controls with reference to financial statements**

A company's internal financial control with reference to financial statements 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 with reference to financial statements 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 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 Controls with reference to Financial Statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements 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 with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31 March, 2020, based on, "the internal control with reference to financial statements 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 T R Chadha & Co LLP  
Firm's Reg. No:- 006711N \ N500028  
Chartered Accountants

Brijesh Thakkar  
Partner

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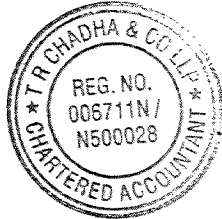
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**SHALBY INTERNATIONAL LIMITED**  
**U65923GJ2012PLC071824**  
**STANDALONE BALANCE SHEET AS AT 31st MARCH, 2020**

| Particulars  | Notes   | As at<br>31st March, 2020 | (Rs. in Lakh)<br>As at<br>31st March, 2019 |
|--|---------|---------------------------|--|
| <b>I. ASSETS</b>   |         |                           |  |
| <b>1 Current Assets</b>  |         |                           |  |
| (a) Financial Assets   |         |                           |  |
| (i) Cash & Cash Equivalent   | 5       | 1.45                      | 1.81                                       |
|  |         | 1.45                      | 1.81                                       |
| <b>TOTAL ASSETS</b>  |         |                           |  |
|  |         | 1.45                      | 1.81                                       |
| <b>II. EQUITY AND LIABILITIES</b>  |         |                           |  |
| <b>1 Equity</b>  |         |                           |  |
| (a) Equity Share Capital   | 6       | 5.00                      | 5.00                                       |
| (b) Other Equity   | 7       | (4.31)                    | (3.88)                                     |
|  |         | 0.69                      | 1.12                                       |
| <b>2 Liabilities</b>   |         |                           |  |
| <b>Current liabilities</b>   |         |                           |  |
| (a) Financial Liabilities  |         |                           |  |
| (i) Trade payables   |         |                           |  |
| - Total outstanding dues to Micro Enterprise & Small Enterprise            |         | -                         | -  |
| - Total outstanding dues to other than Micro Enterprise & Small Enterprise | 8       | 0.54                      | 0.50                                       |
| (ii) Other Financial Liabilities   | 9       | 0.22                      | 0.19                                       |
|  |         | 0.76                      | 0.69                                       |
| <b>TOTAL EQUITY AND LIABILITIES</b>  |         |                           |  |
|  |         | 1.45                      | 1.81                                       |
| Significant Accounting Policies  | 1 to 4  | -                         |  |
| The accompanying notes are an integral part of the financial statements.   | 5 to 24 |                           |  |
| As per our report of even date   |         |                           |  |

For T R Chadha & Co LLP  
Chartered Accountants  
Firm Reg. No. 006711N/N500028

  
**Brijesh Thakkar**  
Partner  
Mem. No. 135556



For and Bahalf of The Board  
Shalby International Limited

  
**Dr. Vikram Shah**  
Director  
Din: 00011653



**Mr. Shanay Shah**  
Director  
Din : 02726541



Place : Ahmedabad  
Date :

**12 JUN 2020**

Place : Ahmedabad  
Date :


**12 JUN 2020**

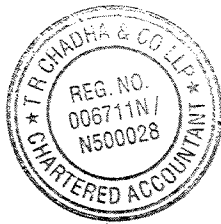
**SHALBY INTERNATIONAL LIMITED**  
**U65923GJ2012PLC071824**

**STATEMENT OF STANDALONE PROFIT AND LOSS FOR THE PERIOD ENDED 31st MARCH, 2020**

|  |         | (Rs. in Lakh)                          |  |
|--|---------|--|--|
| Particulars  | Notes   | For The Year Ended<br>31st March, 2020 | For The Year Ended<br>31st March, 2019 |
| <b>I. INCOME</b>   |         | -                                      | -                                      |
| <b>I. EXPENSES</b>   |         |  |  |
| (a) Other expenses   | 10      | 0.43                                   | 0.47                                   |
|  |         | <u>(0.43)</u>                          | <u>(0.47)</u>                          |
| <b>II. Profit/(Loss) For The Year Before Tax</b>                         |         | <u>(0.43)</u>                          | <u>(0.47)</u>                          |
| <b>III. Tax Expense</b>  |         | -                                      | -                                      |
| <b>IV. Profit/(Loss) For The Year</b>                                    |         | <u><u>(0.43)</u></u>                   | <u><u>(0.47)</u></u>                   |
| <b>V. Other Comprehensive Income</b>                                     |         |  |  |
| Item that will not be reclassified to Statement of Profit & Loss         |         | -                                      | -                                      |
| Item that will be reclassified to Statement of Profit & Loss             |         | -                                      | -                                      |
| <b>Other Comprehensive Income (After Tax)</b>                            |         | -                                      | -                                      |
| <b>Total Comprehensive Income (After Tax)</b>                            |         | <u><u>(0.43)</u></u>                   | <u><u>(0.47)</u></u>                   |
| <b>VI. Earning Per Equity Share of Rs.10/- each</b>                      |         |  |  |
| - Basic & Diluted (Amount in Rs.)  | 11      | (0.85)                                 | (0.95)                                 |
| Significant Accounting Policies  | 1 to 4  |  |  |
| The accompanying notes are an integral part of the financial statements. | 5 to 24 |  |  |
| As per our report of even date   |         |  |  |

**For T R Chadha & Co LLP**  
Chartered Accountants  
Firm Reg. No. 006711N/N500028


  
**Brijesh Thakkar**  
Partner  
Mem. No. 135556




Place : Ahmedabad  
Date :

**12 JUN 2020**

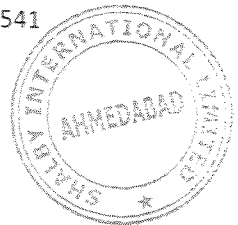
**For and on Behalf of The Board**  
**Shalby International Limited**

  
**Mr. Vikram Shah**  
Director  
Din: 00011653

  
**Mr. Shanay Shah**  
Director  
Din : 02726541

Place : Ahmedabad  
Date :

**12 JUN 2020**




**SHALBY INTERNATIONAL LIMITED**  
**U65923GJ2012PLC071824**  
**STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2020**

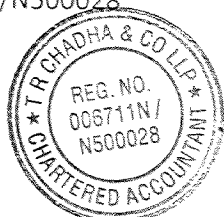
|   | (Rs. in Lakh) |         |
|---|---------------|---------|
| Particulars   | 2019-20       | 2018-19 |
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>                         |               |         |
| Net Loss Before Tax & Exceptional Items                               | (0.43)        | (0.47)  |
| <b>Adjustment for Increase / (Decrease) in Operating Liabilities:</b> |               |         |
| - Trade payables  | 0.04          | 0.39    |
| - Other Current liabilities   | 0.03          | 0.07    |
| <b>Cash Generated From Operations</b>                                 | (0.36)        | (0.01)  |
| Direct taxes Refund/(paid) (including Interest)                       | -             | -       |
| <b>Net Cash From Operating Activities (A)</b>                         | (0.36)        | (0.01)  |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>                         |               |         |
| Net Cash Used in Investing Activities (B)                             | -             | -       |
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>                         |               |         |
| Net Cash Used Financing Activities (C)                                | -             | -       |
| <b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>   | (0.36)        | (0.01)  |
| Cash and cash equivalents at the beginning of the year                | 1.81          | 1.82    |
| Cash and cash equivalents at the end of the year                      | 1.45          | 1.81    |
| <b>Components of Cash &amp; Cash Equivalents</b>                      |               |         |
| Cash on Hand  | -             | -       |
| Balances with banks:  |               |         |
| a) In current account   | 1.45          | 1.81    |
| b) Deposit with original maturity of less then 3 months               | -             | -       |
| <b>Total Cash and Bank Equivalents (As per Note 5)</b>                | 1.45          | 1.81    |

**Note :** The above Cash Flow Statement has been prepared under the indirect method set out in IND AS - 07 "Statement of Cash Flow" issued by the Central Government under Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (Companies Indian Accounting Standard Rules, 2015)

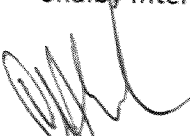
The Notes referred to above form an Integral part of this statement  
 (As per our report of even date

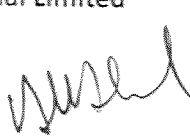
**For T R Chadha & Co LLP**  
 Chartered Accountants  
 Firm Reg. No. 006711N/N500028

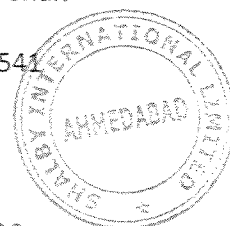
  
**Brijesh Thakkar**  
 Partner  
 Mem. No. 135556



**For and Bahalf of The Board**  
 Shalby International Limited

  
**Dr. Vikram Shah**  
 Director  
 Din: 00011653

  
**Mr. Shanay Shah**  
 Director  
 Din : 02726541



Place : Ahmedabad  
 Date :

12 JUN 2020

Place : Ahmedabad  
 Date :

12 JUN 2020

SHALBY INTERNATIONAL LIMITED  
STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31st MARCH, 2020

a) Equity Share Capital


| Particulars                                     | (Rs. in Lakh) |
|---|---------------|
|   | Amount        |
| Balance as at April 01, 2018                    | 5.00          |
| Changes in equity share capital during the year | -             |
| <b>Balance as at March 31, 2019</b>             | <b>5.00</b>   |
| Balance as at April 01, 2019                    | 5.00          |
| Changes in equity share capital during the year | -             |
| <b>Balance as at March 31, 2020</b>             | <b>5.00</b>   |

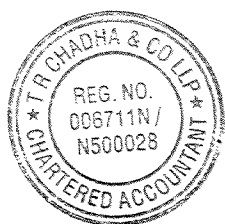
b) Other Equity

| Particulars  | (Rs. in Lakh)                           |               |
|--|---|---------------|
|  | Reserves & Surplus<br>Retained earnings | Total Equity  |
| Balance as at 1st April, 2019                            | (3.88)                                  | (3.88)        |
| Issue of Equity Shares                                   | -                                       | -             |
| Profit \ (Loss) for the year                             | (0.43)                                  | (0.43)        |
| Actuarial (Gain\Loss) in respect of defined benefit plan | -                                       | -             |
| <b>Balance as at March 31, 2020</b>                      | <b>(4.31)</b>                           | <b>(4.31)</b> |

| Particulars  | (Rs. in Lakh)                           |               |
|--|---|---------------|
|  | Reserves & Surplus<br>Retained earnings | Total Equity  |
| Balance as at 1st April, 2018                            | (3.41)                                  | (3.41)        |
| Issue of Equity Shares                                   | -                                       | -             |
| Profit \ (Loss) for the year                             | (0.47)                                  | (0.47)        |
| Actuarial (Gain\Loss) in respect of defined benefit plan | -                                       | -             |
| <b>Balance at the end of March 31, 2019</b>              | <b>(3.88)</b>                           | <b>(3.88)</b> |


For T R Chadha & Co LLP  
Chartered Accountants  
Firm Reg. No. 006711N/N500028

  
Brijesh Thakkar  
Partner  
Mem. No. 135556



For and Bahalf of The Board  
Shalby International Limited

  
Mr. Vikram Shah  
Director  
Din: 00011653

  
Mr. Shanay Shah  
Director  
Din : 02726541

Place : Ahmedabad  
Date : 12 JUN 2020

Place : Ahmedabad  
Date : 12 JUN 2020



## 1 BACKGROUND AND OPERATIONS

Shalby International Limited ("SIL", "Company") is a Public company incorporated on 05/09/2012 under the Companies Act, 1956, having its registered office at Shalby Hospitals, OPP. Karnavati Club, S. G. Highway, Ahmedabad - 380015 Gujarat, India. It is involved in Health Care activities. It is wholly owned subsidiary company of Shalby Limited.

These financial statements were authorised for issuance by the Board of Directors of the Company in their meeting held on....., 2020.

## 2 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

### 2.1 Basis of preparation and compliance with Ind AS

The financial statements of the Company as at and for the year ended March 31, 2020 has been prepared in accordance with Indian Accounting standards ('Ind AS') notified under section 133 of the Companies Act, 2013 ('Act') and the Companies (Indian Accounting Standards) Rules issued from time to time and other relevant provisions of the Companies Act, 2013 (collectively called as Ind AS).

### 2.2 Basis of measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, 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 realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the assets or liability.

### 2.3 Functional and presentation currency

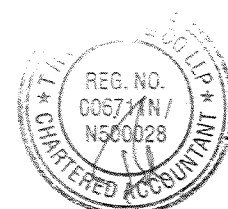
The financial statements are prepared in Indian Rupees, which is the Company's functional and presentation currency. All financial information presented in Indian Rupees has been rounded to the nearest lakhs with two decimals.

### 2.4 Current and non Current classification :

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

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

- a) It is expected to be realised or intended to sold or consumed in the Company's normal operating cycle,
- b) It is held primarily for the purpose of trading,
- c) It is expected to be realised within twelve months after the reporting period, or
- d) It is a cash or cash equivalent unless restricted from being exchanged or used to settle a liability for atleast twelve months after the reporting period.







### Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

### 3.4 Earnings Per Share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

### 3.5 Segment Reporting

#### Identification of segments:

The company's primary business segment is other financial intermediation other than that conducted by monetary institutions. Based on the guiding principles given in Ind AS - 108 on "Operating Segment" notified under the Companies (Indian Accounting Standards) Rules, 2015, this activity falls within a single primary business segment and accordingly the disclosure requirements of Ind AS - 108 in this regard are not applicable.

#### Segment Policies:

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

### 3.6 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

### 3.7 Fair value measurement

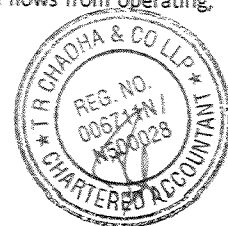
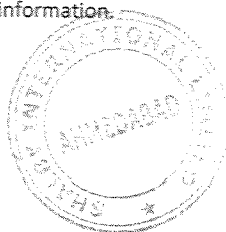
Fair value is the price that would be received to sell an asset or settle a liability in an ordinary transaction between market participants at the measurement date. The fair value of an asset or a liability is measured using the assumption that market participants would use when pricing an asset or a liability acting in their best economic interest. The Company used valuation techniques, which were appropriate in circumstances and for which sufficient data were available considering the expected loss/ profit in case of financial assets or liabilities.

### 3.8 Cash and cash equivalents (for purpose of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition) and highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

### 3.9 Cash flow statement

Cash flows are reported using indirect method, whereby Profit before tax reported under statement of profit/ (loss) is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on available information.



## 4 CRITICAL AND SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

### 4.1 Critical estimates and judgements

The following are the critical judgements, apart from those involving estimations that the management have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognized in the financial statements. Actual results may differ from these estimates. These estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates 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.

#### Income taxes:

Significant judgements are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

### 4.2 Significant accounting judgements, estimates and assumptions

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

#### Judgements

In the process of applying the company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the standalone financial statements:

#### Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The company based on its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the company. Such changes are reflected in the assumptions when they occur.

#### Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

#### Defined benefit plans

The cost of the defined benefit plans viz. gratuity, superannuation for the eligible employees of the Company 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 and mortality rates. 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 reviewed at each reporting date.

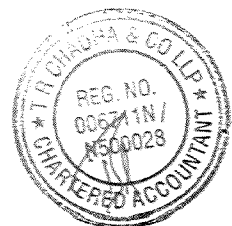
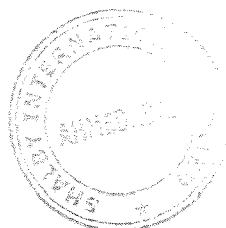
The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rate.

Further details about gratuity obligations are given in Note 24 (a).

#### Provision and contingent liability

On an ongoing basis, Company reviews pending cases, claims by third parties and other contingencies. For contingent losses that are considered probable, an estimated loss is recorded as an accrual in financial statements. Loss Contingencies that are considered possible are not provided for but disclosed as Contingent liabilities in the financial statements. Contingencies the likelihood of which is remote are not disclosed in the financial statements. Gain contingencies are not recognized until the contingency has been resolved and amounts are received or receivable.



SHALBY INTERNATIONAL LIMITED

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

5 Cash & Cash Equivalents

| Particulars                                       | (Rs. in Lakh)          |                        |
|---|------------------------|------------------------|
|   | As at 31st March, 2020 | As at 31st March, 2019 |
| Balances with scheduled banks in Current Accounts | 1.45                   | 1.81                   |
| Cash On Hand                                      | -                      | -                      |
| <b>Total</b>                                      | <b>1.45</b>            | <b>1.81</b>            |

6 Equity Share Capital

| Particulars   | (Rs. in Lakh)          |                        |
|---|------------------------|------------------------|
|   | As at 31st March, 2020 | As at 31st March, 2019 |
| <b>Authorised Share Capital</b>   |                        |                        |
| 10,00,000 (P.Y. 10,00,000) Equity Shares of Rs. 10/- each fully paid up | 100.00                 | 100.00                 |
|   | <b>100.00</b>          | <b>100.00</b>          |
| <b>Issued, Subscribed and Fully Paidup Equity Shares Capital</b>        |                        |                        |
| 50,000 (P.Y. 50,000) Equity Shares of Rs. 10/- each Fully Paidup        | 5.00                   | 5.00                   |
| <b>Total</b>  | <b>5.00</b>            | <b>5.00</b>            |

6.1 The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2020 and March 31, 2019 is set out below:

| Particulars                                   | (Rs. in Lakh)          |             |                        |             |
|---|------------------------|-------------|------------------------|-------------|
|   | As at 31st March, 2020 |             | As at 31st March, 2019 |             |
|   | No. of Shares          | Amount      | No. of Shares          | Amount      |
| At the beginning of the year                  | 50,000                 | 5.00        | 50,000                 | 5.00        |
| Add/Less : Adjustments during the period/year | -                      | -           | -                      | -           |
| <b>At the end of the period/year</b>          | <b>50,000</b>          | <b>5.00</b> | <b>50,000</b>          | <b>5.00</b> |

6.2 Number of Equity Shares held by holding/ultimate holding company and/or their subsidiaries/associates: (Out of equity shares issued by the company, shares held by its holding company)

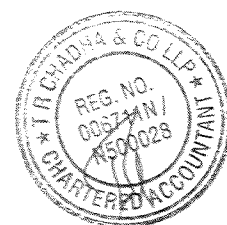
| Particulars                      | As at 31st March, 2020 |             | As at 31st March, 2019 |             |
|----------------------------------|------------------------|-------------|------------------------|-------------|
|                                  | No. of Shares          | % holding   | No. of Shares          | % holding   |
| Shalby Limited (Holding Company) | 50,000                 | 100%        | 50,000                 | 100%        |
| <b>Total</b>                     | <b>50,000</b>          | <b>100%</b> | <b>50,000</b>          | <b>100%</b> |

6.3 Details of Shareholders holding more than 5% shares in the company:

| Particulars                      | As at 31st March, 2020 |             | As at 31st March, 2019 |             |
|----------------------------------|------------------------|-------------|------------------------|-------------|
|                                  | No. of Shares          | % holding   | No. of Shares          | % holding   |
| Shalby Limited (Holding Company) | 50,000                 | 100%        | 50,000                 | 100%        |
| <b>Total</b>                     | <b>50,000</b>          | <b>100%</b> | <b>50,000</b>          | <b>100%</b> |

**Rights, Preferences and Restrictions Attached to Each class of Shares**

The Company has only one class of equity shares having par value of Rs. 10/- per share. Each equity shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing 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, if any, in proportion to their shareholding.



SHALBY INTERNATIONAL LIMITED

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

| 7 Other Equity | Particulars                             | (Rs. in Lakh)     |               |
|----------------|---|-------------------|---------------|
|                |   | Retained Earnings | Total         |
|                | Balance as at 1st April, 2019           | (3.88)            | (3.88)        |
|                | Profit/ (Loss) for the year             | (0.43)            | (0.43)        |
|                | Other comprehensive income for the year | -                 | -             |
|                | <b>Balance as at 31st March, 2020</b>   | <b>(4.31)</b>     | <b>(4.31)</b> |
|                | Balance as at 1st April, 2018           | (3.41)            | (3.41)        |
|                | Profit/ (Loss) for the year             | (0.47)            | (0.47)        |
|                | Other comprehensive income for the year | -                 | -             |
|                | <b>Balance as at 31st March, 2019</b>   | <b>(3.88)</b>     | <b>(3.88)</b> |

Nature and Purpose of other reserves

**Retained Earnings:** Retained Earnings represents surplus/accumulated earnings of the Corporation and are available for distribution to shareholders.

| 8 Trade Payables | Particulars  | (Rs. in Lakh)          |                        |
|------------------|--|------------------------|------------------------|
|                  |  | As at 31st March, 2020 | As at 31st March, 2019 |
|                  | (a) Total outstanding dues to Micro Enterprise & Small Enterprise                        | -                      | -                      |
|                  | (b) Total outstanding dues of Creditors other than Micro Enterprise & Small Enterprise** | 0.54                   | 0.50                   |
|                  | <b>Total</b>   | <b>0.54</b>            | <b>0.50</b>            |

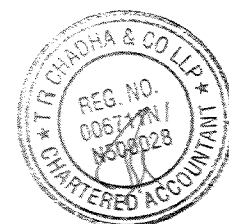
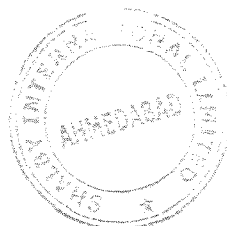
Disclosure for Micro and Small Enterprise

8.1 The amount due to Micro & Small Enterprises as defined in the "The Micro, Small and 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.

8.2 The disclosure relating to Micro, Small and Medium Enterprises as at March 31, 2020 are as under :

|   |     |
|---|-----|
| a) Principal amount remaining unpaid  | Nil |
| b) Interest due on above and the unpaid interest                            | Nil |
| c) Interest paid  | Nil |
| d) Payment made beyond the appointed day during the year                    | Nil |
| e) Interest due and payable for the period of delay                         | Nil |
| f) Interest accrued and remaining unpaid                                    | Nil |
| g) Amount of further interest remaining due and payable in succeeding years | Nil |

| 9 Other Financial Liability | Particulars                                   | (Rs. in Lakh)          |                        |
|-----------------------------|---|------------------------|------------------------|
|                             |   | As at 31st March, 2020 | As at 31st March, 2019 |
|                             | Other Payable to Shalby Ltd - Holding Company | 0.22                   | 0.19                   |
|                             | <b>Total</b>                                  | <b>0.22</b>            | <b>0.19</b>            |



**SHALBY INTERNATIONAL LIMITED**

**Notes To Standalone Financial Statements For The Year Ended 31st March, 2020**

**10 Other Expenses**

(Rs. in Lakh)

| Particulars             | For The Year<br>31st March, 2020 | For The Year<br>31st March, 2019 |
|-------------------------|----------------------------------|----------------------------------|
| Auditors' Remuneration* | 0.25                             | 0.25                             |
| Rates and Taxes         | 0.05                             | 0.05                             |
| Professional Fees       | 0.11                             | 0.17                             |
| Balance written off     | 0.02                             | -                                |
| <b>Total</b>            | <b>0.43</b>                      | <b>0.47</b>                      |

**\*Auditors' remuneration**

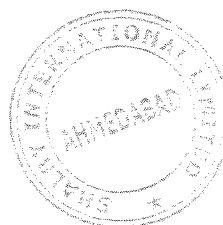
| Particulars                           | For The Year<br>31st March, 2020 | For The Year<br>31st March, 2019 |
|---------------------------------------|----------------------------------|----------------------------------|
| <b>Payment to Statutory Auditors:</b> |                                  |                                  |
| - Statutory audit                     | 0.25                             | 0.25                             |
|                                       | <b>0.25</b>                      | <b>0.25</b>                      |

**11 Disclosure pursuant to Ind AS 33 "Earnings per share"**

(Amount in Rs)

| Particulars   | For The Year<br>31st March, 2020 | For The Year<br>31st March, 2019 |
|---|----------------------------------|----------------------------------|
| Profit/(Loss) for the year attributable to Owners of the Company                | (42,710)                         | (47,500)                         |
| Amount available for calculation of Basic and Diluted EPS - (a)                 | (42,710)                         | (47,500)                         |
| Weighted Agerage No. of Equity Shares Outstanding for Basic & Diluted EPS - (b) | 50,000                           | 50,000                           |
| Basic and Diluted Earnings Per Share of Rs. 10/- Each (In Rs.) - (a) \ (b)      | (0.85)                           | (0.95)                           |

Basic and Diluted EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the company by the weighted average number of Equity shares outstanding during the year. Diluted EPS are calculated by dividing the profit for the year attributable to the equity holders of the company by weighted average number of Equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.



SHALBY INTERNATIONAL LIMITED

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

12 Deferred Tax Assets - Ind As 12

| Particulars   | (Rs. in Lakh)                          |  |
|---|--|--|
|   | For the Year ended<br>31st March, 2020 | For the Year ended<br>31st March, 2019 |
| <b>Deferred Tax Assets</b>                              |  |  |
| On account of Business Loss and Unabsorbed Depreciation | 1.26                                   | 1.14                                   |
| <b>Deferred Tax Liability</b>                           |  |  |
| Difference between book and tax depreciation            | -                                      |  |
| <b>Net Deferred Tax Asset \ (Liability)</b>             | <b>1.26</b>                            | <b>1.14</b>                            |

As per Ind AS 12, net deferred tax assets works out to Rs.1,25,513/- (previous year Rs. 1,14,408/-). However in absence of convincing other evidence that sufficient taxable profit will be available against which the unused tax losses or unused tax credits can be utilized by the entity, Deferred Tax Assets has not been recognised.

13 Disclosure of related parties / related party transactions pursuant to Ind AS 24 "Related Party Disclosures"

As per Indian Accounting Standard 24, issued by Companies (Accounting Standards) Rules, 2006 (as amended), the disclosures of transactions with the related parties as defined in the Accounting Standard are given below:

(A) List of Related Parties

- (i) Holding Company : Shalby Limited
- (ii) Key Management Personnel and their relatives : Mr. Vikram Shah  
Mr. Shanay Shah

(B) Transactions with Related Parties:

| Nature of transactions                             | (Rs. in Lakh)                          |  |
|--|--|--|
|  | For the Year ended<br>31st March, 2020 | For the Year ended<br>31st March, 2019 |
| (i) Payment to vendors directly by holding company | 0.03                                   | 0.08                                   |
| (ii) Advance given to Holding Company              | 1.05                                   | -                                      |
| (iii) Collection made against advance given        | 1.05                                   | -                                      |

(C) Outstanding Balances as at 31st March, 2020

| Nature of transactions             | (Rs. in Lakh)                          |  |
|------------------------------------|--|--|
|                                    | For the Year ended<br>31st March, 2020 | For the Year ended<br>31st March, 2019 |
| Amounts Payable to Holding Company | 0.22                                   | 0.19                                   |

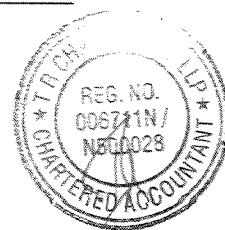
(D) Compensation of Key Management personnel of the group

No Compensation has been paid to Key Management Personnel during FY 19-20 (PY Rs. Nil)

14 Other Disclosures:

**Contingent Liabilities and Commitments**

| Particulars                             | (Rs. in Lakh)                          |  |
|---|--|--|
|   | For the Year ended<br>31st March, 2020 | For the Year ended<br>31st March, 2019 |
| Contingent Liabilities Not Provided For | NIL                                    | NIL                                    |
| Capital Commitments                     | NIL                                    | NIL                                    |



## 15 Financial Instruments

### Financial risk management objective and policies

This section gives an overview of the significance of financial instruments for the company and provides additional information on the balance sheet. Details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument.

### Financial Instruments - Accounting Classification and Fair Value Measurements

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

The following methods and assumptions were used to estimate the fair values:

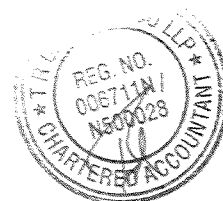
1. Fair value of cash and short terms deposits, trade and other short receivables, trade payables , other current liabilities , short term loans from banks and other financial institutions approximate their carrying amounts largely due to the short term maturities of these instruments
2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameter such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for the expected losses of these receivables.

The company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level: 1 Quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2 Other techniques for which all inputs which have a significant effect on the recorded fair value are observables, either directly or indirectly

Level 3 Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data



## Financial assets and liabilities:

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

| Financial instruments by categories | Note no. | As at 31 March, 2020 |        |               | As at 31 March, 2019 |        |               |
|-------------------------------------|----------|----------------------|--------|---------------|----------------------|--------|---------------|
|                                     |          | FVTPL                | FVTOCI | Amotised Cost | FVTPL                | FVTOCI | Amotised Cost |
| <b>Financial assets</b>             |          |                      |        |               |                      |        |               |
| Cash and cash equivalents           | 5        | -                    | -      | 1.45          | -                    | -      | 1.81          |
| <b>Total Financial Asset</b>        |          | -                    | -      | 1.45          | -                    | -      | 1.81          |
| <b>Financial liabilities</b>        |          |                      |        |               |                      |        |               |
| Trade payables                      | 8        | -                    | -      | 0.54          | -                    | -      | 0.50          |
| Other Financial Liabilities         | 9        | -                    | -      | 0.22          | -                    | -      | 0.19          |
| <b>Total Financial Liabilities</b>  |          | -                    | -      | 0.76          | -                    | -      | 0.69          |

## 16 Fair value of Financial asset and liabilities at amortized

| Financial instruments by categories | Note no. | (Rs. in Lakh)        |            |                      |            |
|-------------------------------------|----------|----------------------|------------|----------------------|------------|
|                                     |          | As at 31 March, 2020 |            | As at 31 March, 2019 |            |
|                                     |          | Carrying Amount      | Fair Value | Carrying Amount      | Fair Value |
| <b>Financial assets</b>             |          |                      |            |                      |            |
| Cash and cash equivalents           | 5        | 1.45                 | 1.45       | 1.81                 | 1.81       |
| <b>Total Financial Asset</b>        |          | 1.45                 | 1.45       | 1.81                 | 1.81       |
| <b>Financial liabilities</b>        |          |                      |            |                      |            |
| Trade payables                      | 8        | 0.54                 | 0.54       | 0.50                 | 0.50       |
| Other Financial Liabilities         | 9        | 0.22                 | 0.22       | 0.19                 | 0.19       |
| <b>Total Financial Liabilities</b>  |          | 0.76                 | 0.76       | 0.69                 | 0.69       |

## 17 Financial Risk Management

The company's activities expose it to variety of financial risks : market risk, credit risk and liquidity risk. The company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established a risk management policy to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management systems are reviewed periodically to reflect changes in market conditions and the Company's activities. The Board of Directors oversee compliance with the Company's risk management policies and

### i Market risk

The 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. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk.

### ii Foreign Currency Risk

Foreign currency risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rate.

The company is not exposed to foreign currency risk as it has no borrowing in foreign currency.

### iii Interest rate risk

Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Interest risk arises to the company mainly from Long term borrowings with variable rates. The company measures risk through sensitivity analysis.

The company is not exposed to Interest Rate Risk as it has no borrowings.





iv Foreign exchange risk

Foreign exchange risk comprises of the risk that may arise to the Company because of fluctuations in foreign currency exchange rates. Fluctuations in foreign currency exchange rates may have an impact on the statements of profit or loss. As on 31 March, 2020, the Company is not exposed to foreign exchange risk as there is no receivable or any payable outstanding in foreign currency.

v Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial assets.

The company is exposed to liquidity risk due to trade and other payables.

The company measures risk by forecasting cash flows.

The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due without incurring unacceptable losses or risking damage to the Company's reputation. The Company ensures that it has sufficient fund to meet expected operational expenses, servicing of financial obligations.

The following are the contractual maturities of financial liabilities

(Rs. in Lakh)

| As at March 31, 2020            | Carrying    | upto 1 year | 1 - 2 years | 2 - 5 years | > 5 |
|---------------------------------|-------------|-------------|-------------|-------------|-----|
| <b>Non Derivative Financial</b> |             |             |             |             |     |
| Trade payables                  | 0.54        | 0.54        | -           | -           | -   |
| Other Financial Liabilities     | 0.22        | 0.22        | -           | -           | -   |
| <b>Total</b>                    | <b>0.76</b> | <b>0.76</b> | -           | -           | -   |

Derivative Financial Liability Nil Nil Nil Nil Nil

| As at March 31, 2019            | Carrying    | upto 1 year | 1 - 2 years | 2 - 5 years | > 5 |
|---------------------------------|-------------|-------------|-------------|-------------|-----|
| <b>Non Derivative Financial</b> |             |             |             |             |     |
| Trade payables                  | 0.50        | 0.50        | -           | -           | -   |
| Other Financial Liabilities     | 0.19        | 0.19        | -           | -           | -   |
| <b>Total</b>                    | <b>0.69</b> | <b>0.69</b> | -           | -           | -   |

Derivative Financial Liability Nil Nil Nil Nil Nil

vi Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

18 Fair Value Measurement

All Financial assets and liabilities are measured at amortised cost hence disclosure of fair value measurement in Level 1, Level 2 & Level 3 categories are not required.

19 Disclosure pursuant to Ind AS 12 "Income taxes"

Tax Liability for the year ended 31 March 2020 and 31 March 2019 works out to be Nil due to losses from business and operations.

20 Disclosure pursuant to Ind AS 23 "Borrowing Costs"

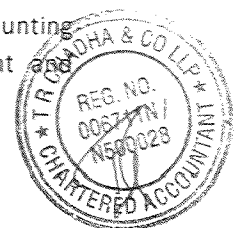
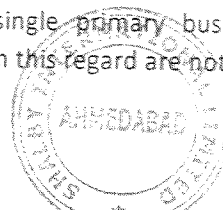
Borrowing cost capitalised during the year ` Nil (Previous year ` Nil )

21 Disclosure pursuant to Ind AS 36 "Impairment of Assets"

Based on a review of the future discounted cash flows of the project facility, the recoverable amount is higher than the carrying amount and hence no provision for impairment is made for the year.

22 Disclosure of segment information pursuant to Ind AS 108 "Operating

The company's primary business segment is Health care. Based on the guiding principles given in Ind AS - 108 on "Operating Segment" notified under the Companies (Indian Accounting Standards) Rules, 2015, this activity falls within a single primary business segment and accordingly the disclosure requirements of Ind AS - 108 in this regard are not applicable.



## 23 Capital Management

The Company considers the following components of its Balance Sheet to be managed capital:

1. Total equity – Share Capital, Retained Profit/ (Loss) and Other Equity.
2. Working capital.

The Company manages its capital so as to safeguard its ability to continue as a going concern. The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company considers the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets.

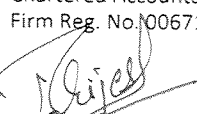
The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditor, and market confidence and to sustain future development and growth of its business. The Company's focus is on keeping strong total equity base to ensure independence, security, as well as a high financial flexibility for potential future borrowings, if required, without impacting the risk profile of the Company. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure. The Company is not subject to financial covenants in any of its significant financing agreements. The management monitors the requirement of capital to meet the operational cost of the company from time to time and infuse the

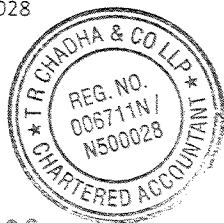
| Summary of quantitative data of the capital of the company | As at March 31, 2020 | (Rs. in Lakh)<br>As at March 31, 2019 |
|--|----------------------|---------------------------------------|
| Equity - Issued and paid up capital                        | 5.00                 | 5.00                                  |
| Other Equity -Sub-ordinate debts                           | (4.31)               | (3.88)                                |
| <b>TOTAL</b>   | <b>0.69</b>          | <b>1.12</b>                           |

## 24 Other Notes

- Due to outbreak of COVID 19 globally and in India, The Government of India had announced the nationwide lock down with effect from Mar 25, 2020. However, as per the management estimate this wont have any adverse impact on the operations of the company and hence management does not see any risks in the Company's ability to continue as a going concern.
- 24.1
  - 24.2 Company was in to a business of Health care activities. There are no business operaitons in the company since last 3 years. Going forward, mangement is evaluating other business avenues in near term.
  - 24.3 No adjusting or significant non-adjusting events have occurred between the reporting date and the date of authorisation.
  - 24.4 Capital Commitments outstanding as on March 31, 2020 is Rs Nil (PY Rs Nil).
  - 24.5 Contingent Liabilities not provided for (excluding interest, penalty etc.) as on March 31, 2020 is Rs Nil (PY Rs Nil).
  - 24.6 Balances of Trade Payables, Trade Receivables, Loans & advances, etc. are subject to confirmation and reconciliation, if any.
  - 24.7 Corresponding figures of the previous year have been re-grouped / re-arranged / re-classified / restated and revised, wherever necessary, to make them comparable with the figures of the current year.
  - 24.8 In the opinion of Board of Directors; Current Assets, Loans & Advances (including Capital Advances) have a value on realization in the ordinary course of business atleast equal to the amount at which they are stated, Adequate Provisions have been made in the accounts for all the known liabilities.

For T R Chadha & Co LLP  
Chartered Accountants  
Firm Reg. No.006711N/N500028

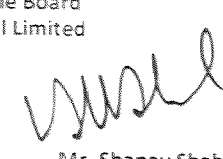
  
Brijesh Thakkar  
Partner  
Mem. No. 135556



Place : Ahmedabad  
Date : 12 JUN 2020

For and Bahalf of The Board  
Shalby International Limited

  
Mr. Vikram Shah  
Director  
Din: 00011653

  
Mr. Shanay Shah  
Director  
Din : 02726541

Place : Ahmedabad  
Date : 12 JUN 2020

