

SATTVA HOLDING AND TRADING PVT. LTD.

[Formerly known as Isis Holding and Trading Company Private Limited]

11th November, 2020

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Fort, Mumbai - 400 001.

Scrip Code: 959251

Scrip ID: OSHTPL30223

Dear Sir/ Madam,

Sub: Annual Report of the Company and Notice convening 10th Annual General Meeting ('AGM')

Pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), please find enclosed Notice convening the 10th AGM and the Annual Report of the Company for the financial year 2019-20.

In compliance with relevant circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Notice convening the AGM and the Annual Report of the Company for the financial year 2019-20 has been sent to all the members of the Company whose email addresses are registered with the Company or Depository Participant(s).

The AGM of the Company will be held on Thursday, 3rd December, 2020, at 11 a.m. at the registered office of the Company at Unit No. 205, 2nd Floor, Welspun House, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai 400013.

The Notice of AGM along with the Annual Report for the financial year 2019-20 is also being made available on the website of the Company at www.sattvaholding.com

This is for your information and record.

Thanking you.

Yours truly,

For Sattva Holding and Trading Private Limited



Percy J. Dajee
CEO & Company Secretary

Encl.: As above

Regd. Office: 205, Welspun House, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai 400013

Tel.: 022 4001 6500 | Fax No.: 022 2495 5659 | Email: sattvaholding@gmail.com

CIN. NO: U65923MH2011PTC214070

10th ANNUAL REPORT
2019 - 2020

**SATTVA HOLDING AND TRADING
PRIVATE LIMITED**

◆ **BOARD OF DIRECTORS:**

Shri. Malav A. Dani Director
Shri. Ashwin R. Nagarwadia Director
Shri. Bomi P. Chinoy Director

◆ **KEY MANAGERIAL PERSONNEL:**

Shri. Percy J. Dajee : CEO, Company Secretary & Compliance Officer
Smt. Prachi Talwar Desai : Chief Financial Officer

◆ **STATUTORY AUDITORS:**

M/s. Kalyaniwalla and Mistry LLP, Chartered Accountants, Mumbai

◆ **SECRETARIAL AUDITORS:**

M/s. Robert Pavrey & Associates, Company Secretaries, Mumbai

◆ **BANKERS:**

HDFC Bank Limited
Kotak Bank
HSBC
Citibank N.A
State Bank of India

◆ **REGISTERED OFFICE & CORPORATE OFFICE:**

SATTVA HOLDING AND TRADING PRIVATE LIMITED
CIN: U65923MH2011PTC214070
Unit No. 205, 2nd Floor, Welspun House,
Kamala City, Lower Parel (West),
Mumbai - 400013.

◆ **REGISTRAR & TRANSFER AGENT:**

Link Intime India Private Limited
C 101, 247 Park, LBS Road, Surya Nagar,
Gandhi Nagar, Vikhroli West,
Mumbai, Maharashtra 400083

◆ **DEBENTURE TRUSTEE:**

IDBI Trusteeship Services Limited
Asian Bldg., Ground Floor, 17,
R. Kamani Marg, Ballard Estate,
Mumbai 400001

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TENTH ANNUAL GENERAL MEETING
SATTVA HOLDING AND TRADING PRIVATE LIMITED
Day & Date: 3rd December 2020
Time: 11.00 AM
Venue: 205, Welspun House, Kamala City,
Lower Parel West, Mumbai - 400013

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TENTH ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD AT THE REGISTERED OFFICE OF THE COMPANY AT UNIT NO. 205, 2ND FLOOR, WELSPUN HOUSE, KAMALA CITY, LOWER PAREL (WEST), MUMBAI - 400013., ON THURSDAY 3RD DAY OF DECEMBER 2020 AT 11:00 A.M. FOR THE PURPOSE OF TRANSACTING THE FOLLOWING BUSINESSES:

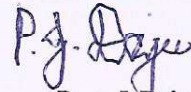
ORDINARY BUSINESS:

1. To receive, consider and adopt the following:
 - a. Audited Standalone Financial Statements for the financial year ended 31st March, 2020 together with the Reports of the Board of Directors and the Auditors thereon.
 - b. Audited Consolidated Financial Statements for the financial year ended 31st March, 2020 together with the Reports of the Board of Directors and the Auditors thereon.

Registered Office:

Unit no. 205, 2nd floor,
Welspun House, Kamala city,
Lower Parel (West),
Mumbai-400013.
Phone:(022)40016500
Email: sattvaholding@gmail.com
Web: sattvaholding.com
CIN: U65923MH2011PTC214070
Date: 9th November 2020
Place: Mumbai

By order of the Board
For SATTVA HOLDING AND
TRADING PRIVATE LIMITED



Percy J. Dajee
CEO & Company Secretary

NOTES:

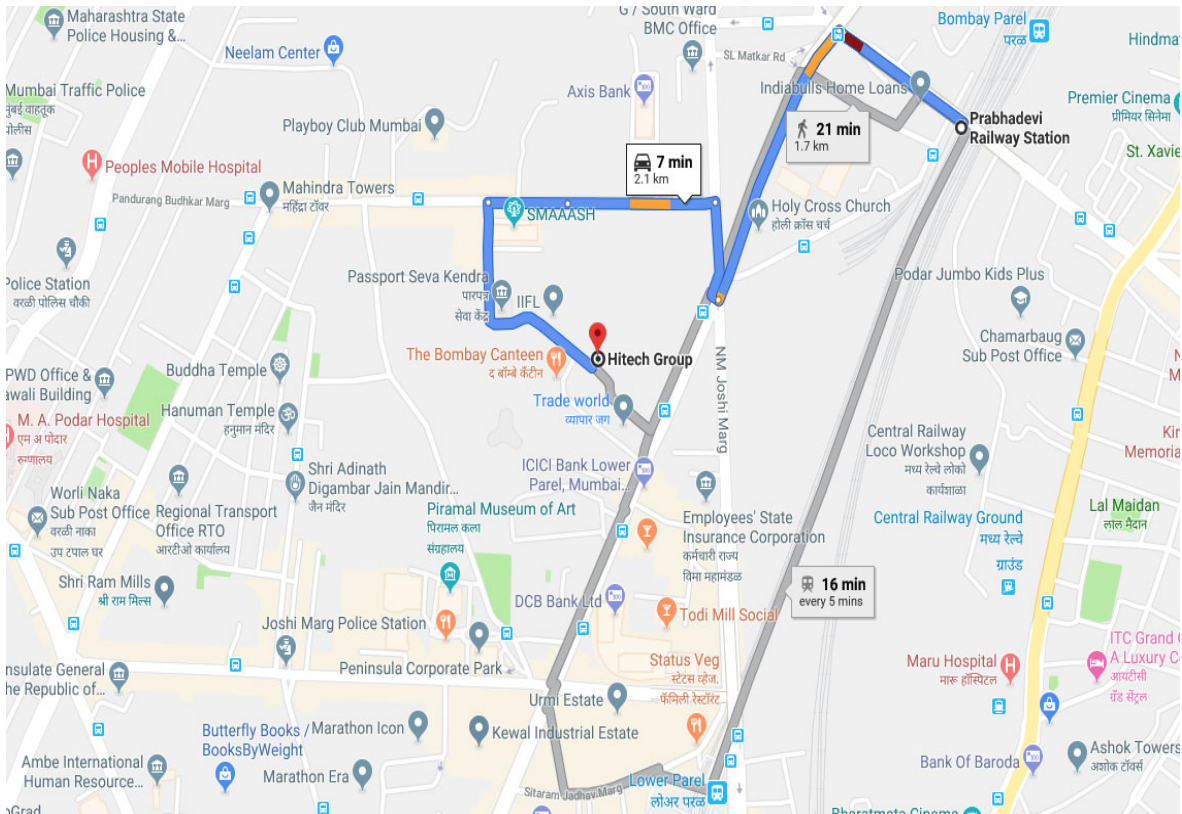
1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

THE PROXIES TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY.

IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. Corporate members intending to send their authorized representatives to attend the Annual General Meeting (AGM) are requested to send a duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 together with specimen signatures authorizing their representative(s) to attend and vote at the Annual General Meeting.
3. Members attending the AGM are requested to bring with them the Attendance Slip attached to the Annual Report duly filled in and signed and handover the same at the venue of AGM. Members are requested to bring their copies of Annual Report while attending the meeting.
4. Relevant documents referred to the accompanying Notice and the statements are open for inspection by the members at the registered office of the Company between 11.00 a.m. to 1.00 p.m. on all the working days excluding Saturdays, Sundays & Public Holidays during the business hours up to the AGM and the same is also available for inspection by the Members at the AGM.
5. Route Map of venue of Annual General Meeting is annexed to the Notice.

Route Map of venue of the meeting:



Venue: 205, Welspun House, Kamala City, Lower Parel West, Mumbai - 400013

SATTVA HOLDING AND TRADING PRIVATE LIMITED

CIN: U65923MH2011PTC214070

Unit No. 205, 2nd floor, Welspun House, Kamala City, Lower Parel (West), Mumbai-400013.

ATTENDANCE SLIP

Folio No/ DP & Client Id. _____

(To be presented at the entrance)

I/We _____ hereby record my/our presence at the Annual General Meeting of the Company at Unit No. 205, 2nd floor, Welspun House, Kamala City, Lower Parel (West), Mumbai-400013, on Thursday, 3rd December, 2020, at 11.00 a.m.

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE.

Signature of the Member/Proxy

----- ✂ ----- ✂ -----

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	:	U65923MH2011PTC214070
Name of the company	:	SATTVA HOLDING AND TRADING PRIVATE LIMITED
Registered office	:	Unit No. 205, 2nd floor, Welspun House, Kamala City, Lower Parel (West), Mumbai-400013.
Name of the Member(s):		
Registered address:		
E-mail Id:		
Folio No. / Client ID:		
DP ID:		

I / We, being the member(s) of _____ shares of the above mentioned company, hereby appoint

1. Name: _____

Address: _____

E-mail Id: _____

Signature: _____, or failing him/her

2. Name: _____

Address: _____

E-mail Id: _____

Signature: _____

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Annual General Meeting of the Company, to be held on Thursday 3rd December 2020 at 11.00 a.m. at the Registered Office of the Company located at Unit No. 205, 2nd floor, Welspun House, Kamala city, Lower Parel (West), Mumbai-400013, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars of Resolution	For	Against
	Ordinary Business		
1.	To receive, consider and adopt the following; a. Audited Standalone Financial Statements for the financial year ended 31 st March, 2020 together with the Reports of the Board of Directors and the Auditors thereon. b. Audited Consolidated Financial Statements for the financial year ended 31 st March, 2020 together with the Reports of the Board of Directors and the Auditors thereon.		

Signed this ____ day of _____, 2020
 Signature of the Shareholder _____

 Signature of first Proxy holder Signature of second Proxy holder Signature of third Proxy holder

Affix Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Boards' Report

Your Directors have pleasure in presenting the Tenth Annual Report of the Company along with the Audited Financial Statements for the financial year ended 31st March, 2020.

COMPANY PERFORMANCE:

Financial Highlights:

Particulars	Standalone*		Consolidated*	
	2019-20	2018-19	2019-20	2018-19
	(Rs. In Lakhs)	(Rs. In Lakhs)	(Rs. In Lakhs)	(Rs. In Lakhs)
Revenue from operation	10,055.91	4831.50	10,055.91	4831.50
Other Income	-	-	-	-
Total Revenue	10,055.91	4831.50	10,055.91	4831.50
Total Expenses	6,675.09	4,711.87	6,675.84	4,712.65
PROFIT BEFORE TAXES	3,380.82	119.63	3,380.07	118.85
Less: Provision for taxation	8.50	-	8.50	-
Excess provision of tax relating to earlier years	-6.12		-6.12	
Deferred Tax	-12.22	6.63	-12.22	6.63
PROFIT AFTER TAXES	3390.66	113.00	3389.91	112.22
Attributable to:				
(A) Shareholders of the Company	3390.66	113.00	3389.91	112.22
Other Comprehensive Income	78,411.02	174,812.16	78,411.02	174,812.16
(B) Total Other Comprehensive Income(B)	78,411.02	174,812.16	78,411.02	174,812.16
(C) Total Comprehensive Income (A+B)	81,801.68	174,925.16	81,800.93	174,924.38
(D) Opening balance of retained earnings	715912.87	540987.72	715909.57	540985.19
(E) Closing balance of retained earnings (C+D)	797714.56	715912.87	797710.50	715909.57
<u>Earnings per share</u>				
Basic (INR)	165.40	5.51	165.36	5.47
Diluted (INR)	15.38	0.51	15.37	0.51

OPERATIONS:

During the financial year 2019-20, standalone revenue increased to Rs. 10,055.91 Lakhs as compared to Rs. 4,831.50 Lakhs in the previous financial year 2018-19 largely due to additional dividend from the group companies.

Company achieved Profit after tax of Rs. 3,390.66 Lakhs for the year 2019-20 as compared to Rs. 113.00 Lakhs in the previous financial year 2018-19.

The consolidated revenue of the Company for the financial year 2019-20 is Rs. 10,055.91 Lakhs, as compared to Rs. 4831.50 Lakhs in the previous year 2018-19.

STANDALONE AND CONSOLIDATED FINANCIAL STATEMENT:

The audited financial statement of the Company drawn up, both on standalone and consolidated basis, for the financial year ended March 31, 2020, are in accordance with the requirements of the Companies (Indian Accounting Standards) Rules, 2015 "Ind AS Rules" prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules and other accounting principles. The Consolidated Financial Statement have also been prepared in accordance with Ind AS and relevant provisions of the Act based on the financial statement received from the subsidiary, duly approved by its Board of Directors.

DIVIDEND:

Your Company wish to utilise the profits in the operations of the Company. Hence, the Board of Directors do not recommend any dividend on Equity Shares for the Financial Year ended 31st March, 2020.

TRANSFER TO RESERVES:

Your Company has transferred an amount of Rs. 678.13 Lakh to Statutory Reserve in accordance with section 45-IC of the Reserve Bank of India Act, 1934, wherein not less than twenty percent of the net profit is to be transferred to such reserve.

There is no transfer made to the reserves other than that mentioned herein above.

SHARE CAPITAL:

The Authorised Share Capital of the Company was Rs. 2,20,00,000 divided into 20,50,000 equity shares of Rs. 10 each, 1,00,000 Redeemable Preference Shares of Rs.10 each and 50,000 Unclassified shares of Rs. 10 each. The paid-up equity share capital of the company was Rs. 2,05,00,000 as at 31st March, 2020. During the financial year under review, there was no change in the Share Capital of the Company.

TRANSFER OF SHARES:

During the financial year under review, there was no transfer of shares.

NON-ACCEPTANCE OF DEPOSITS:

During the Financial Year 2019-20, your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (as amended) and as such, no amount of principal or interest was outstanding as of the date of balance sheet. Further, the Company has not borrowed any amount from a Director for business operations of the Company.

CIC REGISTRATION WITH RESERVE BANK OF INDIA("RBI"):

In response to our application for registration dated 18th February, 2019, Your Company has received Certificate of Registration (CoR) from Reserve Bank of India ("RBI") for Core Investment Company under the category of Non-Deposit Taking Systemically Important Core Investment Company (NBFC-ND-SI-CIC) vide its Certificate dated 21st June, 2019..

COMMENCEMENT OF CIC BUSINESS:

Pursuant to the receipt of CoR dated 21st June, 2019 from Reserve Bank of India ("RBI") the Board at its meeting held on 3rd July 2019 provided its consent to commence the business of Core Investment Company by adhering to the Directions provided by RBI for CICs.

The Board adopted the mandatory policies pertaining to the commencement of CIC Business and later on approved and adopted other policies as applicable to the company. As at March 31, 2020 the Company has following policies.

1. Demand/Call Loan Policy
2. Investment Policy
3. KYC Policy
4. Risk Management Policy
5. Fair Practices Code
6. Asset Liability Management (ALM) Policy
7. Interest Rate Policy
8. Information Technology (IT) Policy

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THIS REPORT:

There have been no material changes and commitments, affecting the financial position of the Company which has occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report relate.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO:

Your Company is engaged in Investment, Trading and holding financial & Non-financial assets. Its activities do not involve any expenditure on Technology and Research and Development and therefore, the other particulars as prescribed in Rule 8 of the Companies (Accounts) Rules, 2014 are not required to be submitted. Further, the Company is not energy intensive. However, every effort is made to ensure optimum use of energy by using

energy- efficient computers, processes and other office equipment. Constant efforts are made through regular/ preventive maintenance and upkeep of existing electrical equipment to minimize breakdowns and loss of energy.

Foreign Exchange earnings : Nil

Foreign Exchange Outgo : Nil

ISSUE AND LISTING OF DEBENTURES:

Your Company issued 198 Listed Secured Rated Redeemable Non-Convertible Debentures with zero percent coupon rate on private placement basis amounting to Rs. 198 crores on 5th February, 2020 and the same were listed on BSE Limited with effect from 13th February, 2020.

The Company appointed IDBI Trusteeship Services Limited as the Debenture Trustee for the above listed debentures. The Debenture Trust Deed is available on the website of the Company at <http://sattvaholding.com/Display/announcementStock> and also on the website of BSE Ltd. Contact details of the trustee are also available on the website of the Company at <http://sattvaholding.com/Display/investorContact>.

The objects of the issue are to make further investments in group companies, refinancing of existing debt and general corporate purpose. A certificate on utilization of the issue proceeds duly certified by M/s Kalyaniwalla & Mistry LLP, Statutory Auditors of the Company has been annexed as 'Annexure A' to this Annual Report.

The Board has adopted following policies under various regulations of SEBI due to listing of debt securities:

1. Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons;
2. Code of Practices and Procedures for fair disclosure of UPSI;
3. Policy on Related Party Transactions;
4. Vigil Mechanism; and
5. Policy on preservation of documents

The policies mentioned hereinabove are available on the website of the Company at <http://sattvaholding.com/Display/codeofConduct>

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Mr. Malav A. Dani (DIN: 01184336), Mr. Ashwin R. Nagarwadia (DIN: 00466681) and Mr. Bomi P. Chinoy (DIN: 07519315) were the Directors of the Company as on 31st March, 2020.

During the year under review there was no change in Directorship of the Company.

Mr. Percy J. Dajee who was appointed as the Principal Officer of the Company on 19th June, 2020 as per RBI Regulations was appointed as the Chief Executive Officer, Company Secretary and Compliance Officer of the Company w.e.f. 5th February, 2020.

Mrs. Prachi Talwar Desai was appointed as the Chief Financial Officer of the Company w.e.f. 5th February, 2020.

NUMBER OF MEETINGS OF THE BOARD DURING THE FINANCIAL YEAR ENDED 31ST MARCH, 2020:

During the financial year under review, the Board of Directors met 13 (Thirteen) times, on the following dates:

Sr. No.	Date of Board Meeting
1)	17 th April, 2019
2)	19 th April, 2019
3)	3 rd July, 2019
4)	24 th July, 2019
5)	2 nd August, 2019
6)	14 th August, 2019
7)	15 th November, 2019
8)	5 th December, 2019
9)	14 th January, 2020
10)	24 th January, 2020
11)	5 th February, 2020
12)	25 th February, 2020
13)	16 th March, 2020

Sr. No.	Particulars	DIN	Meeting Attended
1.	Malav A. Dani	01184336	13
2.	Ashwin R. Nagarwadia	00466681	13
3.	Bomi P. Chinoy	07519315	13

COMMITTEES:

During the financial year the Company has formed Risk Management Committee and Asset Liability Management Committee in accordance to the RBI notification no. RBI/2019-20/88

DOR.NBFC (PD) CC. No.102/03.10.001/2019-20 dated 4th November 2020. The scope and composition of the committees is in accordance to the extract of the notification provided herein below;

1. Risk Management Committee:

The Risk Management Committee, which reports to the Board and consisting of Chief Executive Officer (CEO) and heads of various risk verticals is responsible for evaluating the overall risks faced by the Company including liquidity risk.

Composition of Risk Management Committee			
Sr no	Name of the person	Designation	Head/Member
1.	Mr. Percy Dajee	CEO, Company Secretary and Principal Officer	Head
2.	Mr. Ashwin Nagarwadia*	Director	Member
3.	Mrs. Prachi Talwar Desai	CFO	Member
4.	Mrs. Anita Singh **	Manager – Taxation	Member

*Resigned as a member of the Committee on 31st July 2020

**Appointed as a member of the Committee w.e.f 31st July 2020

2. Asset Liability Management Committee (ALCO):

The ALCO consisting of the top management is responsible for ensuring adherence to the risk tolerance/limits set by the Board as well as implementing the liquidity risk management strategy of the company. The CEO is the head of the Committee. The Chiefs of Investment, Credit, Resource Management or Planning, Funds Management/ Treasury (forex and domestic), Economic Research are the members of the Committee. The role of the ALCO with respect to liquidity risk includes, inter alia, decision on desired maturity profile and mix of incremental assets and liabilities, sale of assets as a source of funding, the structure, responsibilities and controls for managing liquidity risk, and overseeing the liquidity positions of the company.

Composition of Asset Liability Management Committee			
Sr no	Name of the person	Designation	Head/Member
1.	Mr. Percy Dajee	CEO, Company Secretary and Principal Officer	Head
2.	Mr. Ashwin Nagarwadia*	Director	Member
3.	Mrs. Prachi Talwar Desai	CFO	Member
4.	Mr. Nozer Damania**	Assistant Manager Finance	Member

*Resigned as a member of the Committee on 31st July 2020

**Appointed as a member of the Committee w.e.f 31st July 2020

AUDITORS:

M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants, Mumbai, Firm Registration No: 104607W/W100166, were appointed as Statutory Auditors of the Company at the 7th AGM till the conclusion of the 12th AGM.

Your Company has received necessary certificate from M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants, Mumbai (Firm Registration No: 104607W/W100166) confirming that they satisfy the criteria provided under Section 141 of the Companies Act, 2013 and are not disqualified from continuing as the Statutory Auditors of the Company.

AUDITORS' REPORT:

The auditors' report for the financial year ended 31st March 2020 does not contain any qualifications, reservations or adverse remarks.

DETAILS OF FRAUDS REPORTED BY AUDITORS:

There were no frauds reported by the Statutory Auditors under provisions of Section 143(12) of the Companies Act, 2013 and rules made thereunder.

SECRETARIAL AUDIT AND SECRETARIAL COMPLIANCE REPORT:

Pursuant to the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors had appointed M/s. Robert Pavrey & Associates, Practicing Company Secretaries as Secretarial Auditor of the Company. The Audit Report of the Secretarial Auditor is attached as "**Annexure – B**".

INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls with reference to financial statements. During the financial year, such controls were tested and no reportable material weakness in the design or operation was observed.

HOLDING COMPANY:

Your Company continued as a Wholly Owned Subsidiary of Rayirth Holding and Trading Company Private Limited (Rayirth) and during the year under review the ultimate beneficial ownership of Rayirth was continued by Mefree LLP.

DETAILS OF SUBSIDIARY COMPANY, ASSOCIATE COMPANY AND JOINT VENTURES:

Your Company's subsidiary, Canes Venatici Trading Private Limited has reported a loss of Rs. 0.75 lakhs during the financial year ended 31st March 2020.

Your Company does not have any Associate or Joint Venture Companies. A statement containing salient features of the financial statements and other necessary information of the subsidiary companies in the format prescribed under Form AOC-1 is included in the Annual Report as 'Annexure C'.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013 DURING THE FINANCIAL YEAR 2019-20:

The Company is registered as Core Investment Company with RBI. Thus, the provision of Section 186 except sub-section (1) of the Act is not applicable to the Company.

DIRECTORS' RESPONSIBILITY STATEMENT UNDER SECTION 134(3)(c) OF THE COMPANIES ACT, 2013:

Your Directors state that:

- (a) In the preparation of the annual accounts for the year ended 31st March, 2020, the applicable accounting standards read with requirements set out under Schedule III to the Companies Act, 2013 had been followed and there are no material departures from the same;
- (b) The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2020 and of the Profit and Loss of the Company for the year ended on that date;
- (c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) The Directors have prepared the annual accounts on a 'going concern' basis.

(e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

(f) The Directors have laid down proper internal financial control and that such internal financial controls are adequate and operating effectively.

SECRETARIAL STANDARDS:

During the financial year, the Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India.

RISK MANAGEMENT:

The Company has laid down a Risk Management Policy, defining Risk profiles involving Strategic, Technological, Operational, Financial, Organisational, Legal and Regulatory risks within a well defined framework. The Risk Management Policy acts as an enabler of growth for the Company by helping its businesses to identify the inherent risks, assess, evaluate and monitor these risks continuously and undertake effective steps to manage these risks.

The Risk Management Committee consisting of Mr. Percy Dajee as the Chairman and Mr. Ashwin Nagarwadia, Director and Mrs. Prachi Talwar Desai, CFO as the members, has been formed on 25th February 2020 in accordance with the requirements provided under RBI notification no. RBI/2019-20/88 DOR.NBFC (PD) CC. No.102/03.10.001/2019-20 dated 4th November 2019 to review the robustness of the Risk Management Policy. The periodical update on the risk management practices and mitigation plan of the Company are to be placed before the Board of Directors. The Board periodically shall review updates and findings and suggest areas where internal controls and risk management practices can be improved.

EXTRACT OF ANNUAL RETURN:

Pursuant to provisions of Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014 as amended from time to time, extract of Annual Return in Form MGT-9 is annexed as '**Annexure D**' to this report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

During the year, the Company had not entered into any contract / arrangement / transactions with related parties which were not in the ordinary course of business or not on arms' length basis. The Company had not entered into any transaction with related party that could be considered as material. The related party transactions are disclosed under the Notes to Financial Statements for the year 2019-20.

The particulars of contracts or arrangements with related parties referred to in Section 188(1), as prescribed in Form AOC – 2 under the Companies Act, 2013, is appended as 'Annexure E'.

The Related Party Disclosures in compliance with Regulation 53(f) and Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as per note no. 11 of the financial statements for the year ended 2019-20. The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website <http://sattvaholding.com/Display/codeofConduct>.

CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There is no change in the nature of business carried on by the Company. The Company has not changed the class of business in which the Company has an interest.

SEXUAL HARASSMENT POLICY:

The Company has formed and implemented the policy on Sexual Harassment of Women at Workplace pursuant to the provisions of Sexual Harassment of Woman at Workplace (Prevention, Prohibition & Redressal) Act 2013. However, number of employees in the Company is less than the prescribed limit. Hence, the Company has not formed any committee as required under aforesaid provisions.

The company did not receive any such complaints during the year.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND THE COMPANY'S OPERATIONS IN FUTURE:

There have been no significant and material orders passed by the regulators, courts and tribunals impacting the going concern status of the Company's operations in future.

ACKNOWLEDGEMENTS

Your Directors placed on record their appreciation and thanks to the principals for their continued support, guidance and commitment. Your directors also wish to thank the bankers, customers and all business associates for their trust and faith placed on the company. Your Directors place on record their appreciation of the contributions made by the employees to the growth of the Company during the year.

**On behalf of the Board
For Sattva Holding and Trading Private Limited**

Malav A. Dani
Director (DIN: 01184336)

Bomi P. Chinoy
Director (DIN: 07519315)

Place: Mumbai
Date: 31st July, 2020

To,
IDBI Trusteeship Services Ltd.
Asian Building, Ground Floor,
17, R. Kamani Marg, Ballard Estate,
Mumbai – 400 001.

Sub: Statutory Auditors Certificate for Utilisation of Issue Proceeds for the quarter ended 31st March 2020 for Non-Convertible Debentures of INR 198 Crore issued by Sattva Holding & Trading Private Limited on a private placement basis

Dear Sir,

We, M/s. Kalyaniwalla & Mistry LLP are the statutory auditors of Sattva Holding and Trading Private Limited ('the Company'). We have been requested by the Company to issue a certificate as required under Regulation 15(1A)(c) of the SEBI(Debenture Trustees) Regulations, 1993 for utilisation of issue proceeds for the quarter ended 31st March 2020, for 198 Fully paid, Rated, Secured, Listed, Redeemable, Non-Convertible Debentures each having a face value of INR 10,000,000/- (Rupees One Crore only) of the aggregate face value of INR 1,980,000,000/- (Rupees One Hundred Ninety-Eight Crore only) (the "Debentures"), issued in a single series, on private placement basis on February 05, 2020.

As per point 5.22 of the information memorandum dated February 03, 2020 on "Utilization of the issue proceeds " the funds raised by the issue of the Debentures will be used for further investment in Group Companies, refinance of existing debt and general corporate purpose."

Management's Responsibility:

The utilization of the issue proceeds in accordance with point 5.22 of the Information Memorandum dated February 03, 2020 is the responsibility of the Management of the Company. The Company's management is also responsible for the preparation and maintenance of all accounting records, including the cash flows for the year ended March 31, 2020 and other relevant supporting documents relevant to the issue of the Debentures and utilisation of the issue proceeds.

Auditors' Responsibility

It is our responsibility to provide a reasonable assurance as to whether the issue proceeds have been utilised for the purpose viz. for further investments in Group companies, refinancing of existing debts and general corporate purposes, as mentioned in point 5.22 of the Information Memorandum dated February 03, 2020.

We have verified the books of accounts, necessary documents and records maintained by the company, including the bank statements for the period from date of receipt of the proceeds of the debenture issue till March 31, 2020, contract notes for purchase of shares and unaudited financial statements including the cash flows prepared by the Company for the year ended March 31, 2020.

We conducted our engagement in accordance with the Guidance Note on Reports and Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountant of India. That Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountant of India.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

On the basis of our examination as stated in auditors responsibility paragraph above and based on the information and explanations given to us by the Company’s management , we certify that the entire issue proceeds of NCDs amounting to INR 198 crore have been utilized by the Company, during the quarter ended March 31, 2020, towards investment in Asian Paints Limited shares (a related party) which is in accordance with point 5.22 of the Information Memorandum dated February 03, 2020 on “Utilization of the Issue Proceeds”.

Restriction on Use

Our certificate is solely for the purpose set forth in reference subject above and for your information and is not to be used for any other purpose or to be distributed to any other parties. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing. This certificate relates only to the Statements specified above and does not extend to any financial statements of the Company, taken as a whole.

We have no responsibility to update this certificate for events and circumstances occurring after the date of this certificate.

**For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS**

Firm Reg.No.:104607W/W100166

Roshni
Rayomand
Marfatia



Roshni R. Marfatia

PARTNER

M. No.:106548

UDIN: 20106548AAAACG3510

Mumbai – July 2, 2020

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,
 The Members,
 Sattva Holding and Trading Private Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sattva Holding and Trading Private Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2020 ("**Audit Period**") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2020 according to the provisions of:

- (i) The Companies Act, 2013 ("Act") and various rules ("**Rules**") made thereunder;
- (ii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; and
- (iii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (iv) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with BSE Ltd. on February 10, 2020

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that, there were no events/actions in pursuance of:

- (i) The Securities Contracts (Regulation) Act, 1956 ("**SCRA**") and the rules made thereunder;
- (ii) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (iii) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (iv) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (v) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (vi) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; and
- (vii) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

requiring compliance thereof by the Company during the Audit Period.

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, the Company has complied with the following laws applicable specifically to the Company:

- Master Direction - Core Investment Companies (Reserve Bank) Directions, 2016

We further report that the Board of Directors of the Company is duly constituted with proper balance of Non-Executive Directors and Independent Director, though the Company is not required to have independent directors. There is no change in the composition of the Board of Directors which took place during the period under review, which required compliance with the provisions of the Act.

Adequate notice is given to all the directors to schedule the board meetings, agenda and detailed notes on agenda were sent at least seven days in advance, except for the board meeting held on January 24, 2020, which was held at shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded. All decisions at Board Meetings are carried out unanimously as recorded in the minutes of the respective meetings of the Board thereof.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the Audit Period, the following events occurred which had a bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations and guidelines.

- 1) Certificate of Registration dated June 21, 2019 received from Reserve Bank of India as a Non-Banking Financial Company (Core Investment Company Non-deposit-systemically important) under Section 45IA of Reserve Bank of India Act, 1934
- 2) Company has listed its Redeemable Non-Convertible Debentures on BSE Limited on February 13, 2020.

For **ROBERT PAVREY & ASSOCIATES**
Company Secretaries

**ROBERT
PAVREY**

Digitally signed by ROBERT PAVREY
DN: cn=ROBERT PAVREY, c=IN,
st=Maharashtra, o=Personal,
serialNumber=053afec721ec486a41eee
32fdaca0a478aa14d6f6f80d81e1a2bba
a9bbc6ae
Date: 2020.07.24 19:34:13 +05'30'

Place: Mumbai
Dated: July 24, 2020

ROBERT PAVREY
Proprietor
FCS 2928 CP. No. : 1848
UDIN: F002928B000488270

This report is to be read with Annexure A which forms an integral part of this report.

To,
The Members
Sattva Holding and Trading Private Limited

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **ROBERT PAVREY & ASSOCIATES**
Company Secretaries

**ROBERT
PAVREY**

Digitally signed by ROBERT PAVREY
DN: cn=ROBERT PAVREY, c=IN,
st=Maharashtra, o=Personal,
serialNumber=f093afec721ec486a41ee
e32fdaca0a478aa14d6f6f980d81e1a2b
baa9bbc6ae
Date: 2020.07.24 19:34:44 +05'30'

Place: Mumbai
Dated: July 24, 2020

ROBERT PAVREY
Proprietor
FCS 2928 CP. No. : 1848
UDIN: F002928B000488270

Annexure 'C'

Form AOC – 1

(Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of Companies
(Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures.

Part "A": Subsidiaries

(Amount in Rs. Lakhs)

Name of the subsidiary	Canes Venatici Trading Private Limited
Country	India
The date since when subsidiary was acquired	04/05/2013
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01/04/2019 to 31/03/2020
Reporting currency	INR
Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Not Applicable
Share capital	Rs.1.00
Reserves & surplus	Rs. (4.06)
Total assets	Rs. 2.53
Total Liabilities	Rs. 2.53
Investments	-
Total Revenue	-
Profit before taxation	Rs.(0.75)
Provision for taxation	-
Profit after taxation	Rs.(0.75)
Proposed Dividend	-
Extent of shareholding (in percentage)	100%

1. Names of subsidiaries which are yet to commence operations: NIL
2. Names of subsidiaries which have been liquidated or sold during the year: NIL

Part “B”: Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	Nil
Latest audited Balance Sheet Date	
Date on which the Associate or Joint Venture was associated or acquired	
Shares of Associate/Joint Ventures held by the company on the year end	
No. of Shares	
Amount of Investment in Associates/Joint Venture	
Extend of Holding %	
Description of how there is significant influence	
Reason why the associate/joint venture is not consolidated	
Net worth attributable to Shareholding as per latest audited Balance Sheet	
Profit or Loss for the year	
Considered in Consolidation	
Not Considered in Consolidation	

1. Names of associates or joint ventures which are yet to commence operations - Nil
2. Names of associates or joint ventures which have been liquidated or sold during the year – Nil

**For and on behalf of the Board of Directors of
Sattva Holding And Trading Private Limited**
CIN - U65923MH2011PTC214070

Bomi P. Chinoy
Director
(DIN: 07519315)

Malav A. Dani
Director
(DIN: 01184336)

Percy Dajee
CEO & Company Secretary

Prachi Talwar Desai
Chief Financial Officer

Date: 31st July 2020
Place: Mumbai

ANNEXURE 'D'
EXTRACT OF ANNUAL RETURN
As on financial year ended 31.03.2020

[Pursuant to Section 92(3) of the Companies act, 2013 read with The Companies (Management and administration) Rules, 2014]

FORM NO. MGT-9

A. REGISTRATION AND OTHER DETAILS:

CIN	U65923MH2011PTC214070
Registration Date	26/02/2011
Name of the Company	SATTVA HOLDING AND TRADING PRIVATE LIMITED
Category of the Company	COMPANY LIMITED BY SHARES
Sub-Category of the Company	INDIAN NON-GOVERNMENT COMPANY
Address of the Registered office and contact details:	205, 2nd Floor, Welspun House, Kamala City, Lower Parel (West), Mumbai - 400013. Contact:022 4001 6500
Whether listed company	Yes (Debt securities are listed)
Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Pvt. Ltd C 101, 247 Park, LBS Rd, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai, Maharashtra 400083
ISIN	Equity - INE03CX01011 Non-Convertible Debentures - INE03CX07018

B. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Activities of holding company	64200	100%

C. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the company	CIN/GLN	Holding/Subsidiary/Associate	% of shares held	Applicable Section
1.	*Mefree LLP Regd. Office Address: 205, 2nd Floor, Welspun House, Kamala City, Lower Parel (West), Mumbai - 400013	AAB-2395	Ultimate Holding	100%	2(46)
2.	*Rayirth Holding and Trading Company Private Limited Regd. Office Address: 205, 2nd Floor, Welspun House, Kamala City, Lower Parel (West), Mumbai - 400013	U65923MH2012PTC230703	Immediate Holding	100%	2(46)

Canes Venatici Trading Private Limited Regd. Office Address: 205, 2nd Floor, Welspun House, Kamala City, Lower Parel (West), Mumbai - 400013	U51101MH2013PTC242927	Subsidiary	100%	2(87)(ii)
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*Sattva Holding and Trading Pvt. Ltd is a wholly owned subsidiary of Rayirth Holding and Trading Company Pvt. Ltd (Rayirth) and Mefree LLP holds 100% equity shareholding of Rayirth.

D. SHARE HOLDING PATTERN

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year at 01.04.2019				No. of Shares held at the end of the year at 31.03.2020				% Change during the year
	Demat	Physical	Total	% of Total Shares	#Demat	Physical	Total	% of Total Shares	
A. Promoters									
1) Indian									
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) *Bodies Corporates	2049999	1	2050000	100%	2049999	1	2050000	100%	Nil
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	2049999	1	2050000	100%	2049999	1	2050000	100%	Nil
2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporates*	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	2049999	1	2050000	100%	2049999	1	2050000	100%	Nil
*Rayirth Holding and Trading Company Private Limited along with its Nominee holds 20,50,000 Equity shares in the Company.									

B. Public Shareholding									
1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2) Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i. Indian	-	-	-	-	-	-	-	-	-
ii. Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i. Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii. Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (Specify)	-	-	-	-	-	-	-	-	-
i. Clearing Members	-	-	-	-	-	-	-	-	-
ii. NRI	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total(A+B+C)	2049999	1	2050000	100%	2049999	1	2050000	100%	Nil

ii. Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year at 01.04.2019			Share holding at the end of the Year at 31.03.2020			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Rayirth Holding and Trading Company Private Limited.	2049999	100	0	2049999	100	0	0
2.	Mr. Malav A. Dani, (Nominee of Rayirth Holding and Trading Company Private Limited.)	1	0	0	1	0	0	0
	Total	2050000	100	0	2050000	100	0	100

iii. Change in Promoters' Shareholding (please specify, if there is no change):

There is no change in the Promoter's shareholding during the Financial Year 2019-20.

Sr No	Shareholders Name	Shareholding at the beginning of the year as on 01.04.2019		Date	Reason	Increase/Decrease in Shareholding		Cumulative Shares during the year	
		No of shares	% of total Shares of the Company			No of shares	% of total Shares of the Company	No of shares	% of total Shares of the Company
1.	Rayirth Holding and Trading Company Private Limited.	2049999	100	01.04.2019	Opening	--	--	2049999	100
				--	No Change	--	--	--	--
				31.03.2020	At the end of the year	-	-	2049999	100
2.	Mr. Malav A. Dani, (Nominee of Rayirth Holding and Trading Company Private Limited.)	1	0	01.04.2019	Opening	--	--	--	0
				--	No Change	--	--	--	--
				31.03.2020	At the end of the year	1	0	1	0

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): (There is no shareholders other than the promoters)

Sr No	Shareholders Name	Shareholding at the beginning of the year as on 01.04.2019		Date	Reason	Increase/Decrease in Shareholding		Cumulative Shares during the year	
		No of shares	% of total Shares of the Company			No of shares	% of total Shares of the Company	No of shares	% of total Shares of the Company
	At the beginning of the year	-	-	-	-	-	-	-	-
	At the end of the year	-	-	-	-	-	-	-	-

v. Shareholding of Directors and Key Managerial Personnel:

Sr No	Name Directors/ KMPs	Shareholding at the beginning of the year as on 1.4.2019		Date	Reason	Increase/Decrease in Shareholding		Cumulative Shares during the year	
		No of shares	% of total Shares of the Company			No of shares	% of total Shares of the Company	No of shares	% of total Shares of the Company
1.	Mr. Malav A. Dani as a Nominee of Rayirth Holding and Trading Company Private Limited.	1	0	01.04.2019	Opening	-	-	-	0
				--	No Change	-	-	-	-
				31.03.2020	At the end of the year	-	-	1	0
2.	*Mr. Ashwin R. Nagarwadia	-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-
3.	*Mr. Bomi P. Chinoy	-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-

*Mr. Ashwin R. Nagarwadia and Mr. Bomi P. Chinoy did not hold any shares of the Company during the financial year 2019-20.

E. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Rupees in Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	53002.79	200.00	Nil	53202.79
ii. Interest due but not paid	0	0	Nil	0
iii. Interest accrued but not due	893.35	0	Nil	893.35
Total (i+ii+iii)	53896.14	200.00	Nil	54096.14
Change in Indebtedness during the financial year				
• Addition	60666.81	0	Nil	60666.81
• Reduction	0	0	Nil	0
Net Change	60666.81	0	Nil	60666.81
Indebtedness at the end of the financial year				
i. Principal Amount	113331.16	200.00	Nil	113531.16
ii. Interest due but not paid	0	0	Nil	0
iii. Interest accrued but not due	1231.79	0	Nil	1231.79
Total (i+ii+iii)	114562.95	200.00	Nil	114762.95

F. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director/WTD/Manager:

Sr. No.	Particulars of Remuneration	(Managing Director/WTD/Manager)
	Gross Salary	
	a) Salary as per provisions contained in section 17(1) of the Income tax Act, 1961	-
	b) Value of perquisites u/s 17(2) Income Tax Act, 1961	-
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-
	Stock Option	-
	Sweat Equity	-
	Commission	-
	- As % of profit	-
	- Others, specify	-
	Others, please specify – Retirement Benefits	-
	Total	-
	Ceiling as per the Act	Not Applicable

B. Remuneration to Directors: (Figures in Lakhs)

Particulars of Remuneration	Particulars			Total amount
	Malav A. Dani	Ashwin R. Nagarwadia	Bomi P. Chinoy	
Fee for attending Board/Committee Meetings	1,30,000	1,30,000	1,30,000	3,90,000
Commission	-	-	-	-
Others	-	-	-	-
Total (II)	-	-	-	-
TOTAL B	-	-	-	-
Total Managerial Remuneration (A + B)	1,30,000	1,30,000	1,30,000	3,90,000
Ceiling Limit as per the Companies Act, 2013	NA			

C. Remuneration of Other Key Managerial Personnel: (Figures in Lakhs)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel	
		CEO&CS*	CFO**
1.	Gross salary		
	a. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	9.63	1.44
	b. Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	c. Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission	-	-
	• As % of profit	-	-
	• Others, please specify	-	-
5.	Others- Retirement benefits	-	-
	Total	9.63	1.44

*Appointed w.e.f 19th June 2020

**Appointed w.e.f 5th February 2020

G. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties / punishment / compounding of offences for breach of any section of Companies Act against the Company or its Directors or other officers in default, if any, during the financial year 2018-19.

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding Fees imposed	Authority [RD/NCLT/Court]	Appeal made, if any (give details)
A. Company					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. Other Officers in Default					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C) Other officers in default					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

On behalf of the Board

For Sattva Holding and Trading Private Limited

Malav A. Dani

Director (DIN: 01184336)

Bomi P. Chinoy

Director (DIN: 07519315)

Date: 31st July 2020

Place: Mumbai

ANNEXURE E TO BOARD'S REPORT

FORM AOC 2

(Pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013 including certain arms' length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis: **NIL**

a)	Name(s) of the related party and nature of relationship	-
b)	Nature of contracts/arrangements/ transactions	-
c)	Duration of the contracts / arrangements/transactions	-
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	-
e)	Justification for entering into such contracts or arrangements or transactions	-
f)	Date(s) of approval by the Board	-
g)	Amount paid as advances, if any	-
h)	Date on which (a) the special resolution was passed in general meeting as required under first proviso to Section 188 of the Companies Act, 2013	-

2. Details of material contracts or arrangement or transactions at arm's length basis: **NIL**

(a)	Name(s) of the related party and nature of relationship	-
(b)	Nature of contracts/arrangements/ transactions	-
(c)	Duration of the contracts / arrangements/transactions	-
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	-
(e)	Date(s) of approval by the Board	-
(f)	Amount paid as advances, if any	-

On behalf of the Board
For Sattva Holding and Trading Private Limited

Malav A. Dani
Director (DIN: 01184336)
Place: Mumbai
Date: 31st July, 2020

Bomi P. Chinoy
Director (DIN: 07519315)

KALYANIWALLA & MISTRY LLP

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SATTVA HOLDING AND TRADING PRIVATE LIMITED

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the standalone Ind AS financial statements of Sattva Holding and Trading Private 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 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, 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 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 (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 Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the standalone financial statements for the year ended March 31, 2020. These matters were addressed in the context of our audit of the standalone 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 communicate 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 preparation of the other information. The other information comprises the information included in the Directors report, 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



LLP IN : AAH - 3437

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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 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.

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 Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, 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, 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.

The 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 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 with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significant in the audit of the standalone financial statements for the year ended March 31, 2020 and are therefore the key audit matters. We describe these matters in our auditors report unless law or regulation preclude 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

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 Annexure 'A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.


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, 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 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 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 with reference to financial statements.
- (g) With respect to 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 Company being a private company, section 197 of the Act related to managerial remuneration is not applicable.
- (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, we further report that:
- i. The Company does not have any pending litigations on its financial position in 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 are no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For KALYANIWALLA & MISTRY LLP
Chartered Accountants
Firm Registration No: I04607W / WI00166


Roshni R. Marfatia
Partner
Membership No: 106548
UDIN: 20106548AAAADQ4376
Place : Mumbai
Date : July 31, 2020



Annexure 'A' to the Independent Auditor's Report

Referred to in Para 1 under 'Report on Other Legal and Regulatory Requirements' of our Report to the members of the Company on the standalone financial statements for the year ended March 31, 2020:

Statement on Matters Specified in paragraphs 3 and 4 of the Companies (Auditors Report) Order, 2016

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

(b) The Company has a regular program for physical verification of fixed assets by which all the fixed assets are verified in phased manner over a period of two years. In our opinion, the periodicity of physical verification 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) The Company does not own any immovable property. Accordingly, paragraph 3(i)(c) of the Order is not applicable.
2. The Company is a Systematically Important - Non Deposit - Core Investment Company. Accordingly, the Company does not have any physical inventory. Accordingly, paragraph 3 (ii) of the Order is not applicable to the Company.
3. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, and limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. The unsecured loan given to its wholly owned subsidiary, having opening balances amounting to INR 2.72 lakh as on April 1, 2019 have been fully repaid during the year and there is no principal or interest outstanding at the end of the financial year.
4. According to the information and explanations given to us, the Company has not given any loan to parties covered under Section 185 of the Companies Act, 2013. The Company has not given any loans or guarantees and being an investment company, its investments are exempted under section 186 (11) (b), hence, the Company has complied with the provisions of section 185 and 186 of the Act, as applicable.
5. According to the information and explanations given to us, the Company has not accepted any deposits from the public as per the directives issued by Reserve Bank of India and the provisions of sections 73 to 76 or any other applicable provisions of the Act and the rules framed there under. Accordingly, paragraph 3 (v) of the Order is not applicable to the Company.
6. The Central Government has not prescribed the maintenance of cost records under section 148 (1) of the Companies Act, for any of the services rendered by the Company. Accordingly, paragraph 3 (vi) of the Order is not applicable to the Company.



7. (a) According to the information and explanations given to us and the records examined by us, the Company is generally regular in depositing undisputed statutory dues, including dues pertaining to provident fund, employees' state insurance, income-tax, goods and service tax, profession tax, cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, there are no undisputed dues which have remained outstanding as at the end of the financial year, 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 dues of income tax, goods and service tax, profession tax, provident fund, employee state insurance and other statutory dues which have not been deposited on account of any disputes.
8. According to the information and explanations given to us and based on the documents and records produced before us, there has been no default in repayment of loans or borrowings to financial institutions or debenture holders or banks. There were no loans or borrowings taken from the government during the year.
9. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and term loans. Accordingly, paragraph 3 (ix) of the Order is not applicable to the Company.
10. Based upon the audit procedures performed by us, to the best of our knowledge and belief and according to the information and explanations given to us by the Management, no fraud by the Company or fraud on the Company by its officers or employee has been noticed or reported during the year.
11. The Company is a private limited company and hence provisions of Section 197 of the Act is not applicable to the Company. Accordingly, paragraph 3 (xi) of the Order is not applicable to the Company.
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 to the Company.
13. According to the information and explanations given to us and based on the documents and records produced before us, the transactions with related parties are in compliance with section 188 of the Act, where applicable and the details thereof have been disclosed in the Financial Statements as required by the applicable accounting standards. Since this is a private limited company, provisions of section 177 of the Act are not applicable to the Company.
14. According to the information and explanations given to us and based on the documents and records produced before us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, the provisions of Clause (xiv) of the order are not applicable.
15. According to the information and explanations given to us and based on the documents and records produced before us, the Company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly, the provisions of Clause (xv) of the Order are not applicable.



**KALYANIWALLA
& MISTRY LLP**

16. The Company is registered under section 45 – IA of the Reserve Bank of India Act, 1934 as a Systematically Important - Non Deposit - Core Investment Company.

For KALYANIWALLA & MISTRY LLP
Chartered Accountants
Firm Registration No: 104607W / W100166

Roshni R. Marfatia



Roshni R. Marfatia
Partner
Membership No: 106548
UDIN: 20106548AAAADQ4376
Place : Mumbai
Date : July 31, 2020

Annexure 'B' to the Independent Auditor's Report

The Annexure referred to in Para 2 (f) under 'Report on Other Legal and Regulatory Requirements' of our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended March 31, 2020:

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 **SATTVA HOLDING AND TRADING PRIVATE LIMITED** ("the Company") as at 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 Board of Directors of the Company is responsible for establishing and maintaining internal financial controls 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 ('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 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 with reference to financial statements 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 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 judgment, 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 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 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.

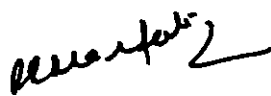
Inherent Limitations of Internal Financial Controls with reference to financial statements

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 with reference to financial statements 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, to the best of our information and according to the explanations given to us, 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 March 31, 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 KALYANIWALLA & MISTRY LLP
Chartered Accountants
Firm Registration No: 104607W / W100166



Roshni R. Marfatia
Partner
Membership No: 106548
UDIN: 20106548AAAADQ4376

Place : Mumbai
Date : July 31, 2020

SATTVA HOLDING AND TRADING PRIVATE LIMITED
CIN. NO- U65923MH2011PTC214070
BALANCE SHEET AS AT 31st MARCH, 2020

(Currency: INR in Lakhs)

Particulars	Note No.	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
ASSETS				
Financial Assets				
Cash and cash equivalents	4.1	1,393.58	1.96	12.03
Bank Balance other than cash and cash equivalents	4.2	2,651.21	-	-
Loans	4.3	-	2.72	1.22
Investments	4.4	939,718.39	790,278.26	592,885.43
Other Financial assets	4.5	556.00	538.89	-
Non-financial Assets				
Current tax assets (Net of provision for tax)	4.6	20.03	7.32	-
Deferred tax assets (Net)	4.26	-	-	1,126.82
Property, Plant and Equipment	4.7	0.33	1.18	-
Right of use assets	4.8	66.71	87.24	-
Other intangible assets	4.9	0.51	0.50	-
Total assets		944,406.76	790,918.07	594,025.50
LIABILITIES AND EQUITY				
LIABILITIES				
Financial Liabilities				
Trade Payables	4.10			
(i) total outstanding dues of micro enterprises and small enterprises		-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		11.04	3.91	4.60
Debt Securities	4.11	20,232.11	200.00	200.00
Borrowings (Other than Debt Securities)	4.12	94,463.44	53,887.56	52,519.58
Other Financial Liabilities	4.13	67.40	84.48	-
		114,773.99	54,175.95	52,724.18
Non-financial liabilities				
Current tax liabilities (Net)	4.14	-	-	3.60
Provisions	4.15	4.19	-	-
Deferred tax liabilities (Net)	4.26	31,529.90	20,532.16	-
Other non-financial liabilities	4.16	179.12	92.08	105.00
		31,713.21	20,624.24	108.60
Equity				
Equity share capital	4.17	205.00	205.00	205.00
Other equity	4.18	797,714.56	715,912.88	540,987.72
Total equity		797,919.56	716,117.88	541,192.72
Total liabilities and equity		944,406.76	790,918.07	594,025.50

The accompanying notes are an integral part of the financial statements - 1 to 27

As per our report attached
For KALYANIWALLA & MISTRY LLP
Chartered Accountants
Registration No.: 104607W / W100166

**For and on behalf of the Board of Directors of
SATTVA HOLDING AND TRADING PRIVATE LIMITED**

Roshni R. Marfatia
Partner
Membership No.:106548
Place: Mumbai
Date: 31st July, 2020

Malav A. Dani
Director
DIN: 01184336

Bomi P. Chinoy
Director
DIN: 07519315

Percy Jal Dajee
Chief Executive Officer &
Company Secretary

Prachi Talwar Desai
Chief Financial Officer

Place: Mumbai
Date: 31st July, 2020

SATTVA HOLDING AND TRADING PRIVATE LIMITED
CIN. NO- U65923MH2011PTC214070
STATEMENT OF STANDALONE PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

Particulars	Note No.	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Revenue from operations			
Interest Income	4.19	177.19	30.02
Dividend Income	4.20	9,836.73	4,706.69
Net gain on fair value changes	4.21	41.99	94.79
Total Revenue from operations		10,055.91	4,831.50
Other Income		-	-
Total Income		10,055.91	4,831.50
Expenses			
Finance Cost	4.22	6,560.64	4,670.03
Employee Benefits Expenses	4.23	37.77	7.20
Depreciation, amortization and impairment	4.24	23.22	16.29
Other expenses	4.25	53.46	18.35
Total Expenses		6,675.09	4,711.87
Profit Before Tax		3,380.82	119.63
Tax Expense:	4.26		
Current Tax		(8.50)	-
Reversal of excess provision for earlier years		6.12	-
Deferred Tax		12.22	(6.63)
		9.84	(6.63)
Profit After Tax	A	3,390.66	113.00
Other Comprehensive Income			
<i>(A) (i) Items that will not be reclassified to profit or loss:</i>			
- Net gain in fair valuation of equity instruments		89,420.98	196,464.51
<i>(ii) Income tax relating to items that will not be reclassified to profit or loss</i>			
	4.26	(11,009.96)	(21,652.35)
		78,411.02	174,812.16
<i>(B) (i) Items that will be reclassified to profit or loss:</i>			
<i>(ii) Income tax relating to items that will be reclassified to profit or loss</i>			
		-	-
		-	-
		-	-
Other Comprehensive Income	B	78,411.02	174,812.16
Total Comprehensive Income for the year	(A + B)	81,801.68	174,925.16
Earnings per equity share			
Basic (INR)	5	165.40	5.51
Diluted (INR)		15.38	0.51

The accompanying notes are an integral part of the financial statements - 1 to 27

As per our report attached
For KALYANIWALLA & MISTRY LLP
Chartered Accountants
Registration No.: 104607W / W100166

**For and on behalf of the Board of Directors of
SATTVA HOLDING AND TRADING PRIVATE LIMITED**

Roshni R. Marfatia
Partner
Membership No.:106548

Malav A. Dani
Director
DIN: 01184336

Bomi P. Chinoy
Director
DIN: 07519315

Place: Mumbai
Date: 31st July, 2020

Percy Jal Dajee
Chief Executive Officer &
Company Secretary

Prachi Talwar Desa
Chief Financial Officer

Place: Mumbai
Date: 31st July, 2020

SATTVA HOLDING AND TRADING PRIVATE LIMITED
CIN. NO- U65923MH2011PTC214070
Standalone Cash Flow Statement for the year ended 31st March, 2020

(Currency: INR in Lakhs)

	For the year ended 31st March, 2020	For the year ended 31st March, 2019
A. CASH FLOW FROM OPERATING ACTIVITIES -		
Net profit before tax and extraordinary item	3,380.82	119.63
Adjustments for :		
Depreciation, amortization and impairment	23.22	16.29
Interest expense on lease liability	6.92	6.16
Net gain on financial instruments at fair value through profit or loss	<u>(41.99)</u>	<u>(94.79)</u>
Operating Profit before working capital changes	3,368.97	47.29
Adjustments for changes in :		
Loan received back / (given)	2.72	(1.50)
Other Financial Assets	(1.12)	(12.58)
Trade Payables	7.13	(0.68)
Provisions	4.19	-
Other Non Financial Liabilities	<u>87.03</u>	<u>(12.92)</u>
Cash Generated from operations	3,468.92	19.61
Income Tax Paid	<u>(15.08)</u>	<u>(10.92)</u>
Net Cash generated from operating activities	3,453.84	8.69
B. CASH FLOW FROM INVESTING ACTIVITIES -		
Purchase of equity investments	(61,318.22)	-
Purchase of Property, plant and equipment & intangibles	(1.85)	(2.58)
Purchase of Mutual Funds	(5,390.64)	(19,112.49)
Proceeds from sale of mutual funds	6,731.69	18,278.95
Fixed deposits placed with bank under lien	(15.98)	(526.31)
Fixed deposits placed with bank	(23,812.21)	-
Proceeds from Maturity of Fixed deposits	<u>21,161.00</u>	<u>-</u>
Net Cash (used in) / generated from Investing Activities	(62,646.21)	(1,362.43)
C. CASH FLOW FROM FINANCING ACTIVITIES -		
Proceeds from borrowings	60,607.99	39,817.98
(Repayment) of borrowings	-	(38,450.00)
Cash payments for the principal portion of the lease liability	(17.08)	(18.15)
Cash payments for the interest portion of the lease liability	<u>(6.92)</u>	<u>(6.16)</u>
Net Cash generated from Financing Activities	60,583.99	1,343.67
Net Increase / (Decrease) in Cash and Cash Equivalents	1,391.62	(10.07)
Cash and Cash Equivalents at the beginning of the year	<u>1.96</u>	<u>12.03</u>
Cash and Cash Equivalents at the end of the year	<u>1,393.58</u>	<u>1.96</u>

Notes:

1 Cash and Cash equivalents comprises of :

Cash in hand	0.07	0.04
Balances with banks - in current accounts	122.20	1.92
Bank deposits with maturity less than three months	1,268.59	-
Cheques on hand	<u>2.72</u>	<u>-</u>
	1,393.58	1.96

2 The above statement of cash flows has been prepared under the 'Indirect Method' as set out in Ind AS 7 - "Statement of Cash Flows".

3 Since the Company is registered as Non-Banking Financial Company- Core Investment Company- Non Deposit taking – Systemically Important (NBFC-CIC-ND-SI), purchase and sale of investments have been considered as part of 'Cash flow from investing activities' and interest cost of INR 6,553.70 lakhs (Previous year : INR 4,663.87 lakhs), interest earned (net) - INR 177.19 lakhs (Previous Year - INR 30.02 lakhs) and dividend earned of INR 9,836.73 lakhs (Previous Year - INR 4,706.69 lakhs) have been considered as part of 'Cash flow from operating activities'.

4 Direct taxes paid is treated as arising from operating activities and is not bifurcated between investing and financing activities.

5 Figures in brackets are outflows/ deductions. Previous year's figures have been regrouped, wherever necessary.

As per our report attached
For Kalyaniwalla & Mistry LLP
Chartered Accountants
Firm Regn. No. 104607W/W100166

**For and on behalf of the Board of Directors of
Sattva Holding and Trading Private Limited**

Roshni R. Marfatia
Partner
M. No.: 106548

Malav A. Dani
Director
DIN: 01184336

Bomi P. Chinoy
Director
DIN: 07519315

Place: Mumbai
Date: 31st July, 2020

Percy Jal Dajee
Chief Executive Officer &
Company Secretary

Prachi Talwar Desai
Chief Financial Officer

Place: Mumbai
Date: 31st July, 2020

SATTVA HOLDING AND TRADING PRIVATE LIMITED
CIN. NO- U65923MH2011PTC214070
Statement of Changes in Equity for the year ended 31st March, 2020

(Currency: INR in Lakhs)

A. Equity Share Capital (Refer Note 4.17)

	Number	Balance
Balance as at 1st April 2018	2,050,000	205.00
Changes in equity share capital during the year	-	-
Balance as at 31st March 2019	2,050,000	205.00
Changes in equity share capital during the year	-	-
Balance as at 31st March 2020	2,050,000	205.00

B. Other Equity (Refer Note 4.18)

	Reserves and Surplus		Other items of Other Comprehensive Income	Total
	Statutory Reserve	Retained Earnings	Equity Instruments Through Other Comprehensive income	
Balance as at April 1, 2018	-	(8,360.35)	549,348.07	540,987.72
Profit for the year	-	113.00	-	113.00
Other Comprehensive Income for the year	-	-	174,812.16	174,812.16
Total Comprehensive Income for the year	-	113.00	174,812.16	174,925.16
Balance as at 31st March 2019	-	(8,247.35)	724,160.23	715,912.88
Profit for the period		3,390.66		3,390.66
Transfer to Statutory Reserve		(678.13)		(678.13)
Transfer from Retained Earnings	678.13			678.13
Other Comprehensive Income for the year		-	78,411.02	78,411.02
Total Comprehensive Income for the year	678.13	2,712.53	78,411.02	81,801.68
Balance as at 31st March 2020	678.13	(5,534.82)	802,571.25	797,714.56

The accompanying notes are an integral part of the financial statements - 1 to 27

As per our report attached
For KALYANIWALLA & MISTRY LLP
Chartered Accountants
Registration No.: 104607W / W100166

**For and on behalf of the Board of Directors of
SATTVA HOLDING AND TRADING PRIVATE LIMITED**

Roshni R. Marfatia
Partner
Membership No.:106548

Malav A. Dani
Director
DIN: 01184336

Bomi P. Chinoy
Director
DIN: 07519315

Place: Mumbai
Date: 31st July, 2020

Percy Jal Dajee
Chief Executive Officer &
Company Secretary

Prachi Talwar Desai
Chief Financial Officer

Place: Mumbai
Date: 31st July, 2020

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

1) Background Information

Sattva Holding and Trading Private Limited (the "Company") (formerly Isis Holding and Trading Company Private Limited) is a private limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956 with its registered office in Mumbai, Maharashtra, India. The company changed its name during the year ending 31st March, 2018 after obtaining necessary approvals from the Registrar of Companies. The Company has been registered as Non-Banking Financial Company- Core Investment Company- Non Deposit taking – Systemically Important (NBFC-CIC-ND-SI) with Reserve Bank of India (RBI) on 21st June 2019. The Company is engaged in the business of investments in shares and securities.

The Company has become listed effective 5th February, 2020 consequent to issuance of Secured Rated Listed Redeemable Transferable Non - Convertible Debentures through private placement.

The functional and presentation currency of the Company is the Indian Rupee which is the currency of the primary economic environment in which the Company operates.

Mefree LLP is the ultimate parent of the Company and Rayirth Holding and Trading Company Private Limited is the Holding Company. Information on other related party relationships of the Company is provided in Note 11.

The financial statements of the Company for the year ended 31st March, 2020 were approved and authorised for issue by Board of Directors on 31st July, 2020.

2) Significant accounting policies followed by the Company

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements, unless otherwise indicated.

a) Basis of preparation :

(i) Statement of Compliance with Ind AS

In accordance with the notification issued by the Ministry of Corporate Affairs the Company has adopted Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013, (the 'Act') and other relevant provisions of the Act, as amended from time to time with effect from 1st April 2019.

These financial statements for the year ending 31st March 2020 are the first financial statements that the Company has prepared under Ind AS. Effective 1st April, 2019, 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, with April 1, 2018 as the transition date. Refer to Note 3 for information on how the Company has adopted Ind AS.

The Company's financial statements upto and for the year ended March 31, 2019 were prepared in accordance with Rule 7 of the Companies (Accounts) Rules, 2014, notified under Section 133 of the Act, other relevant provisions of the Act and the accounting principles generally accepted in India, to the extent applicable (Previous GAAP). The financial statements for the year ended March 31, 2019 and the opening Balance Sheet as at April 1, 2018 have been restated in accordance with Ind AS for comparative information. Reconciliation and explanations of the effect of the transition from Previous GAAP to Ind AS on the Company's total equity as at April 1, 2018 and March 31, 2019, total comprehensive income and cash flow for the year ended March 31, 2019 are provided in Note 3.

(ii) Basis of preparation and presentation of Financial Statements

The financial statements have been prepared on accrual basis under the historical cost convention except for certain financial instruments measured at fair value at the end of each reporting period as explained in accounting policies below.

The Company presents its balance sheet in order of liquidity. An analysis regarding recovery or settlement within 12 months after the reporting date (current) and more than 12 months after the reporting date (non-current) is presented in note 12.

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

(iii) Significant accounting judgements, estimates and assumptions

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Company to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities, disclosures including disclosures of contingent assets and contingent liabilities as at the date of financial statements and the reported amounts of revenues and expenses during the period. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods which are affected.

Key sources of estimation of uncertainty at the date of the financial statements which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year is in respect of:

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

- impairment test of non-financial assets: key assumptions underlying recoverable amounts including the recoverability of expenditure on intangible assets;
- recognition of deferred tax assets;
- measurement of defined benefit obligations: key actuarial assumptions;
- Financial instruments – Fair values, risk management and impairment of financial assets
- estimates of useful lives and residual value of Property, Plant and Equipment and Other Intangible Assets
- recognition and measurement of provisions and contingencies; key assumptions about the likelihood and magnitude of an outflow of resources, if any.

(iv) Fair value measurements

When the fair value of financial assets or financial liabilities recorded or disclosed in the financial statements cannot be measured at the quoted price in the active markets, their fair value is measured using the valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values, judgments includes consideration of inputs such as liquidity risk, credit risk and volatility.

b) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

c) Financial Instruments

(i) Classification

A Financial instrument is any contract that gives rise to a financial asset of one entity and financial liability or equity instruments of another entity.

Financial assets, other than equity, are classified into financial assets at fair value through other comprehensive income (FVOCI) or fair value through profit and loss account (FVTPL) or at amortised cost. Financial assets that are equity instruments are classified as FVTPL or FVOCI. Financial liabilities are classified as amortised cost category and FVTPL.

Business Model assessment and Solely payments of principal and interest (SPPI) test:

Classification and measurement of financial assets depends on the business model and results of SPPI test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including;

- how the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way in which those risks are managed; and
- how managers of the business are compensated (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected).

(ii) Initial recognition

The classification of financial instruments at initial recognition depends on their contractual terms and the business model for managing the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at (FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in the Statement of profit and loss.

(iii) Subsequent measurement

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) if these financial assets are held within a business model whose objective is to hold these assets 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.

The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in the Statement of Profit and Loss. Any gain or loss on derecognition is recognised in the Statement of Profit and Loss.

Equity Instruments at FVOCI

The Company's management has elected to classify irrevocably some of its equity investments as equity instruments at FVOCI, when such instruments meet the definition of Equity under Ind AS 32 'Financial Instruments: Presentation' and are not held for trading.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

Gains and losses on these equity instruments are never recycled to profit or loss. Dividends from these equity investments are recognised in the statement of profit and loss when the right to receive the payment has been established.

Financial assets at Fair value through Profit and loss

Financial assets are measured at FVTPL unless it is measured at amortised cost or at FVOCI on initial recognition. The transaction costs directly attributable to the acquisition of financial assets at fair value through profit and loss are immediately recognised in profit or loss.

Financial Liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Financial Liabilities

Financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in the Statement of Profit and Loss. Any gain or loss on derecognition is also recognised as profit or loss respectively.

Equity instruments

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

Other Financial Liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost using effective interest rate method where the time value of money is significant. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximates the fair value due to the short maturity of these instruments.

(iv) Derecognition of Financial assets and Financial liabilities

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

A financial liability is derecognised when, and only when, the obligation under the liability is discharged, cancelled or expired.

(v) Impairment of financial instruments

The Company recognizes a loss allowance for expected credit losses on a financial asset that is at amortized cost or fair value through OCI. Loss allowance in respect of financial assets is measured at an amount equal to life time expected credit losses and is calculated as the difference between their carrying amount and the present value of the expected future cash flows discounted at the original effective interest rate.

(vi) Reclassification of Financial assets

The Company does not re-classify its financial assets subsequent to their initial recognition, apart from the exceptional circumstances when the Company changes its business model for managing such financial assets. The Company does not re-classify its financial liabilities.

d) Determination of fair value

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 of a financial instrument on initial recognition is normally the transaction price (fair value of the consideration given or received). Subsequent to initial recognition, the Company determines the fair value of financial instruments that are quoted in active markets using the quoted bid prices (financial assets held) or quoted ask prices (financial liabilities held) and using valuation techniques for other instruments. Valuation techniques include discounted cash flow method and other valuation models.

e) Investment in subsidiaries

The company has chosen to carry the investments in subsidiaries at cost less impairment, if any.

f) Foreign currency transactions and translation

The management of the Company has determined Indian Rupee ("INR") as the functional currency of the Company. In preparing the financial statements, transactions in currencies other than the entity's functional currency are recorded at the rates of exchange prevailing on the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are re-translated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are re-translated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated. Exchange differences arising out of these translations are recognised in the Statement of Profit and Loss.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

g) Property, Plant and Equipment and Other Intangible Assets

Property, plant and equipment and other intangible assets are stated at cost of acquisition less accumulated depreciation / amortisation and accumulated impairment losses, if any. Cost includes all expenses incidental to the acquisition of the property, plant and equipment and any attributable cost of bringing the asset to its working condition for its intended use. Subsequent costs are capitalised 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. All other repair and maintenance costs are recognized in statement of profit and loss as incurred.

Capital work in progress and Capital advances

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of property, plant and equipment and other intangible assets outstanding at each Balance Sheet date are disclosed in Other Non-Financial Assets.

Depreciation of property plant and equipment

Depreciation on property, plant and equipment is provided on straight-line basis as per the useful life prescribed in Schedule II of the Companies Act, 2013. Further, assets individually costing INR 5,000/- or less are fully depreciated in the year of purchase.

Nature of property, plant and equipment	Useful life in years
Office Equipment	5 years
Computer	3 years

The Company provides pro-rata depreciation from the date the asset is ready for its intended use and in respect of assets sold, depreciation is provided upto the date of disposal.

The residual values, estimated useful lives and method of depreciation of property, plant and equipment are reviewed at end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Amortisation of other intangible assets

Intangible assets comprising of software purchased are amortized on a written down value over the useful life of the software commencing from the year in which such software is first ready for its intended use. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Derogation of property, plant and equipment and other intangible assets

Property, plant and equipment and other intangible assets are derecognised on disposal or when no future economic benefits are expected to arise from its continuous use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in other income / expense in the statement of profit and loss in the year the asset is derecognised. The date of disposal of an item of property, plant and equipment and other intangible assets is the date the recipient obtains control of that item in accordance with the requirements for determining when a performance obligation is satisfied in Ind AS 115.

Transition to Ind AS

For transition to Ind AS, the Company has elected to measure all its property, plant and equipment and other intangible assets at the previous GAAP carrying amount on the date of transition to Ind AS i.e. April 1, 2018.

h) Leases

The Company's lease asset classes primarily consist of lease for office premises. The Company assesses whether a contract contains a lease at the 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 (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 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 include the option to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options when it is reasonably certain that they will be exercised.

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

ROU 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. ROU 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 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 the leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment of whether it will exercise an extension or a termination option.

Lease liability has been included under 'Other Financial Liabilities' in the Balance Sheet and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

i) 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 for an asset is required, the Company estimates the asset's recoverable amount.

Recoverable amount is the higher of fair value less costs of disposal and value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets. When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. The impairment loss, if any, is recognised in the statement of profit and loss in the period in which impairment takes place.

A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, however subject to the increased carrying amount not exceeding the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset in prior accounting periods. A reversal of an impairment loss is recognised immediately in the statement of profit and loss.

j) Revenue recognition

(i) Interest Income or interest expense

Under Ind AS 109 interest income or expense is recorded using the effective interest rate (EIR) method for all financial instruments measured at amortised cost. The EIR is the rate that exactly discounts estimated future cash receipts or payments through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

(ii) Dividend income

Dividend income (including from FVOCI investments) is recognised when the Company's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably. This is generally when the shareholders approve the dividend.

(iii) Gain and loss from financial instruments

The realised gains / losses from financial instruments at FVTPL represents the difference between the carrying amount of a financial instrument at the beginning of the reporting period, or the transaction price if it was purchased in the current reporting period, and its settlement price.

The unrealised gains / losses represents the difference between the carrying amount of a financial instrument at the beginning of the period, or the transaction price if it was purchased in the current reporting period, and its carrying amount at the end of the reporting period.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

k) Employee benefits

(i) Short term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised during the year.

**(ii) Post Employment Benefits
Defined Contribution Plans**

The Company's state governed provident fund scheme and employee pension scheme are defined contribution plans. The contribution paid/ payable under the schemes is recognised during the period in which the employee renders the related service.

Defined Benefit Plans - Gratuity

The Company's gratuity scheme is a defined benefit plan. The Company's net obligation in respect of the gratuity benefit is calculated by estimating the amount of future benefit that the employees have earned in return for their service in the current and prior periods, that benefit is discounted to determine its present value, and the fair value of plan assets, if any, is deducted from such determined present value.

The discount rate used for determining the present value is based on the Indian Government Securities yields prevailing as at the balance sheet date that have maturity date equivalent to the tenure of the obligation.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method with actuarial valuations being carried out at the end of each annual reporting period.

Remeasurements arising from defined benefit plans, comprising of actuarial gains and losses, the return on plan assets in excess of what has been estimated and the effect of the asset ceiling, if any, in case of over funded plans are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. All other expenses related to defined benefit plans is recognised in employee benefit expenses in statement of profit and loss. Remeasurements are not reclassified to profit or loss in subsequent periods.

When the benefits of the plan are changed, or when a plan is curtailed or settlement occurs, the portion of the changed benefit related to past service by employees, or the gain or loss on curtailment or settlement, is recognized immediately in the profit or loss account when the plan amendment or when a curtailment or settlement occurs.

(iii) Other Long term Benefits - Compensated absences

Compensated absences are recognised as a liability at the present value of the defined benefit obligation at the balance sheet date. The Company's liability towards compensated absences is determined on the basis of valuations, as at balance sheet date, carried out by an independent actuary using Projected Unit Credit Method. Actuarial gains and losses comprise experience adjustments and the effects of changes in actuarial assumptions and are recognised immediately in the statement of profit and loss.

l) Borrowing Costs

Borrowing costs include interest expense calculated using the effective interest method.

Borrowing costs net of any investment income from the temporary investment of related borrowings, that are attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

m) Accounting for provisions contingent liabilities and contingent assets

Provisions are recognised in the balance sheet when the Company has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet date. Where the time value of money is material, the amount of a provision shall be the present value of the expenditures expected to be required to settle the obligation.

Contingent liabilities are not recognised in the financial statements. Contingent liabilities are disclosed when 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 or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The Company does not recognise contingent asset.

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

n) Taxation

Income tax expense comprises both current and deferred tax. Current and deferred taxes are recognised in the statement of profit and loss except when they relate to items credited or debited either in other comprehensive income or directly in equity in which case the tax is also recognised in other comprehensive income or directly in equity.

Current Tax

Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from, or paid to, the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. 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.

Deferred tax

Deferred tax assets and liabilities are recognised on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

o) Earnings per share

The basic earnings per share is computed by dividing the net profit attributable to the equity shareholders by weighted average number of equity shares outstanding during the reporting period.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. In computing diluted earnings per share, only potential equity shares that are dilutive are included.

p) Dividends on ordinary shares

The Company recognises a liability to make cash distributions to equity holders of the Company when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the Companies Act, 2013, a final dividend is authorised when it is approved by the shareholders in the annual general meeting. A corresponding amount is recognised directly in equity.

q) Segment reporting

The Company is primarily engaged in the business of investment in Companies including group companies. As such the Company's financial statements are largely reflective of the investment business and there is no separate reportable segment. Pursuant to Ind AS 108 - Operating Segments, no segment disclosure has been made in these financial statements as the Company has only one geographical segment and no other separate reportable business segment.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

3) First-Time Adoption of Ind AS

A. Mandatory Exceptions to retrospective application

The Company has applied the following exceptions to the retrospective application of Ind AS as mandatorily required under Ind AS 101 "First Time Adoption of Indian Accounting Standards".

(i) Estimates

The Ind AS estimates as at 1 April 2018 and at 31 March 2019 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies) apart from the following items where application of Indian GAAP did not require estimation:
- Investment in equity instruments carried at FVTPL or FVOCI; and

The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at 1 April 2018, the date of transition to Ind AS and as of 31 March 2019.

(ii) Classification and Measurement of financial assets

The Company has classified the financial assets as per para 4.1.2A of Ind AS 109 on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

(iii) 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 AS, whether there have been significant increases in credit risk since initial recognition, as permitted by Ind AS 101.

B. Optional Exemptions from retrospective application

Ind AS 101 permits first-time adopters certain exemptions from retrospective application of certain requirements under Ind AS during transition. The Company has elected to apply the following optional exemptions:

(i) Deemed cost for Property, plant and equipment and intangible assets

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets. Accordingly, the Company has elected to measure all of its property, plant and equipment, and intangible assets at their previous GAAP carrying value.

(ii) Deemed cost for Investment in Subsidiary:

Ind AS 101 permits a first time adopter to continue previous GAAP carrying value for investment in equity instruments of subsidiaries. Accordingly, the Company has elected to apply the said exemption.

(iii) Designation of previously recognised financial instruments

The company has designated investment in equity instrument as at fair value through other comprehensive income in accordance with Para 5.7.5 of Ind AS 109 on the basis of facts and circumstances that exist at the date of transition of Ind AS.

C. Reconciliation between previous GAAP and Ind AS

The following reconciliations provide the explanation and qualification of the differences arising from the transition from Previous GAAP to Ind AS in accordance with Ind AS 101 "First Time Adoption of Indian Accounting Standards".

- (a) Reconciliation of total equity as at 1st April, 2018 and 31st March, 2019.
- (b) Reconciliation of total comprehensive income for the year ended 31st March, 2019.
- (c) Reconciliation of statement of cash flows for the year ended 31st March, 2019.

Previous GAAP figures have been reclassified/regrouped wherever necessary to confirm with the financial statements prepared under Ind AS.

(i) Equity Reconciliation

Particulars	Notes	As at 31-Mar-19 (8,073.31)	As at 01-Apr-18 (8,165.57)
Total equity / shareholders' funds as per Indian GAAP			
Ind AS adjustments			
Measurement impact of financial instruments fair valued through other comprehensive income	1	744,681.88	548,217.37
Measurement impact of financial instruments fair valued through profit and loss	1	35.66	14.10
Measurement of interest income using effective interest rate	2	0.78	-
Measurement of interest expense using effective interest rate	3	8.58	-
Ind AS 116 - Right of Use related adjustments	4	(3.55)	-
Deferred Tax impacts in profit and loss	5	(10.51)	(3.88)
Deferred Tax impacts in other comprehensive income	5	(20,521.65)	1,130.70
Total Ind AS Adjustments		724,191.19	549,358.29
Total equity as per Ind AS		716,117.88	541,192.72

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(ii) Total comprehensive income reconciliation

Particulars	Notes	Year ended 31-Mar-19
Net profit after tax as per Indian GAAP		92.26
Ind AS adjustments		
Fair Valuation of Investments through profit and loss account	1	21.56
Increase in interest income by using EIR	2	0.78
Decrease in interest expense by using EIR	3	8.58
Lease related adjustments	4	(3.55)
Deferred Tax impacts	5	(6.63)
Total effect of transition to Ind AS		20.74
Net profit after tax (before OCI) as per Ind AS		113.00
Other comprehensive Income		
Fair Valuation of financial instruments through other comprehensive Income	1	196,464.51
Tax impacts on above	5	(21,652.35)
Total Other Comprehensive income	6	174,812.16
Total Comprehensive income as per Ind AS		174,925.16

Notes:

- 1 Under the previous GAAP, investments were classified as long-term investments or current investments based on the intended holding period and realisability. Long-term investments were carried at cost less any diminution, other than temporary decline, in the value of such investments. Current investments were carried at lower of cost or net realisable value. Under Ind AS, these investments are required to be measured at fair value.
- 2 Under the previous GAAP, interest free security deposits are recorded at their transaction value. Under Ind AS, all financial assets are required to be recognised at fair value at inception and subsequently these assets are measured at amortised cost. Difference between fair value of security deposits and the carrying value (transaction value) as per Previous GAAP has been recognised as Right of Use. Consequently, the amount of security deposits has been decreased by INR 5.52 lakhs as at 31st March, 2019. The Right of Use has increased by INR 5.36 lakhs as at 31st March, 2019. The profit for the year and total equity as at 31st March, 2019 has decreased by INR 0.16 lakhs (net) due to depreciation of Right of Use of INR 0.94 lakhs is partially off-set by the notional interest income of INR 0.78 lakhs recognised on these security deposits.
- 3 As required under Ind AS 109, transactions costs incurred towards origination of borrowings to be deducted from the carrying amount of borrowings on initial recognition. These costs are recognised in the profit or loss over the tenure of the borrowing as part of the interest expense by applying the effective interest rate method. Accordingly the same are adjusted in Long term borrowings and to the extent attributable to Current maturity of long term debts. Under previous GAAP, these transaction costs were charged to statement of profit and loss as and when incurred. Accordingly, Long term borrowings including current maturity of long term debts as at 31st March, 2019 have been reduced by INR 8.58 Lakhs with a corresponding adjustment to statement of profit and loss. The total equity increased by an equivalent amount.
- 4 The Company has adopted Ind AS 116 - Leases and applied it to all lease contracts using full retrospective method. The adoption of the new standard resulted in recognition of Right-of-Use asset (ROU) of INR 96.32 lakhs with a corresponding impact in lease liability. The cumulative effect of applying the standard resulted in INR 2.61 lakhs being debited to profit and loss during the year ended 31st March 2019.
- 5 Deferred tax impacts are arising out of Ind AS re-measurement changes.
- 6 Under Ind AS, all items of income and expense recognised during the year are included in the profit or loss for the year, unless Ind AS requires or permits otherwise. Items that are not recognised in profit or loss but are shown in the statement of profit and loss as "other comprehensive income" include re-measurement on fair value changes of equity investments. The concept of other comprehensive income did not exist under the Previous GAAP.

(iii) Effect of Ind AS adoption on the statement of cash flows for the year ended 31st March, 2019

The Ind AS adjustments are non-cash adjustments, therefore the Ind AS adoption has no impact on the net cash flow for the year ended 31st March 2019 as compared with the previous GAAP.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.1 Cash and cash equivalents

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Cash on hand	0.07	0.04	-
Balances with Banks			
- in current accounts	122.20	1.92	12.03
Bank deposits with maturity less than three months	1,268.59	-	-
Cheques on hand	2.72	-	-
Total	1,393.58	1.96	12.03

4.2 Bank Balance other than cash and cash equivalents

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Bank deposits with maturity more than 3 months but less than 12 months	2,651.21	-	-
Total	2,651.21	-	-

4.3 Loan (at amortised cost)

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Unsecured - considered good			
Loan given to Subsidiary Company	-	2.72	1.22
Total	-	2.72	1.22

The above loan was repayable on demand and carried 0% rate of interest
The above loan was neither credit impaired nor there is a significant credit risk.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.4 Investments

Investments	Amortised cost	At Fair Value			Others *	Total
		Through other comprehensive income	Through profit or loss	Designated at fair value through profit or loss		
As at 31st March, 2020						
Investments						
Mutual funds	-	-	-	-	-	-
Equity instruments						
Subsidiary - Canes Venatici Trading Private Limited	-	-	-	-	1.00	1.00
Others - Asian Paints Limited		939,717.39			-	939,717.39
Total	-	939,717.39	-	-	1.00	939,718.39
(i) Investments outside India	-	-	-	-	-	-
(ii) Investments in India	-	939,717.39	-	-	1.00	939,718.39
Total	-	939,717.39	-	-	1.00	939,718.39
As at 31st March, 2019						
Investments						
Mutual funds	-	-	1,299.07	-	-	1,299.07
Equity instruments						
Subsidiary - Canes Venatici Trading Private Limited	-	-	-	-	1.00	1.00
Others - Asian Paints Limited	-	788,978.19	-	-	-	788,978.19
Total	-	788,978.19	1,299.07	-	1.00	790,278.26
(i) Investments outside India	-	-	-	-	-	-
(ii) Investments in India	-	788,978.19	1,299.07	-	1.00	790,278.26
Total	-	788,978.19	1,299.07	-	1.00	790,278.26
As at 31st March, 2018						
Investments						
Mutual funds	-	-	370.75	-	-	370.75
Equity instruments						
Subsidiary - Canes Venatici Trading Private Limited	-	-	-	-	1.00	1.00
Others - Asian Paints Limited	-	592,513.68	-	-	-	592,513.68
Total	-	592,513.68	370.75	-	1.00	592,885.43
(i) Investments outside India	-	-	-	-	-	-
(ii) Investments in India	-	592,513.68	370.75	-	1.00	592,885.43
Total	-	592,513.68	370.75	-	1.00	592,885.43

* Investment - others comprise of investment in subsidiary which is held at cost.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

Breakup of Investments is as under

	As at 31st March, 2020			As at 31st March, 2019			As at 1st April, 2018		
	No. of shares / units	Cost	Fair Value	No. of shares / units	Cost	Fair Value	No. of shares / units	Cost	Fair Value
Mutual Funds - Unquoted									
HDFC Liquid Fund- Regular Plan- Growth	-	-	-	12,722.423	453.21	465.68	-	-	-
Aditya Birla Sun Life Liquid Fund- Regular Plan- Growth	-	-	-	278,721.117	810.21	833.39	-	-	-
HDFC Money Market Fund- Regular Plan- Growth	-	-	-	-	-	-	10,300.202	356.65	370.75
Equity instruments									
Subsidiary - Canes Venatici Trading Private Limited (FV INR 10/-)	10,000	1.00	1.00	10,000	1.00	1.00	10,000	1.00	1.00
Others - Asian Paints Limited (FV INR 1/-)	56,388,682	105,614.53	939,717.39	52,884,120	44,296.31	788,978.19	52,884,120	44,296.31	592,513.68
Total		105,615.53	939,718.39		45,560.73	790,278.26		44,653.96	592,885.43

Investments pledged against Borrowings

Of the above investments, 23,785,344 shares (31.March.2019 : 10,401,963 shares; 01.April.2018: 13,127,707 shares) of Asian Paints Limited are pledged against borrowings.

Investment in Equity instruments designated at fair value through other comprehensive income

The company has elected to designate the investment in equity shares, which are neither held for trading nor received as contingent consideration in business combination, at fair value through other comprehensive income (FVOCI). The company chose the option of designating these investments to be recognised as FVOCI, as these equity instruments are not held for trading and management has elected to classify the same irrevocably as equity instruments at FVOCI.

Reclassification

During the current or previous reporting periods the company has not reclassified any investments since its initial classification. The company has not transferred any Financial assets which are transferred but are not derecognised in books of accounts.

More information regarding the valuation methodologies can be found in note 13.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.5 Other Financial Assets	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Unsecured - considered good			
Security deposits	13.70	12.58	-
Fixed Deposit under lien with bank (Refer note (a) below)	542.30	526.31	-
Total	556.00	538.89	-

(a) Fixed Deposit under lien is towards security for overdraft facility issued by the bank.

4.6 Current tax assets (Net of provision for tax)	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Current tax			
Advance Payment of Taxes [net of provision for tax INR 49.20 lakh (31.March.2019 : INR 45.60 lakh)]	20.03	7.32	-
Total	20.03	7.32	-

(Currency: INR in Lakhs)

4.7 Property, Plant and Equipment

Description	Office Equipments	Computers	Total
I. Gross Block			
Balance as at April 1, 2018	-	-	-
Additions	0.49	1.29	1.78
Disposals	-	-	-
Balance as at March 31, 2019	0.49	1.29	1.78
Additions	0.62	0.38	0.99
Disposals	-	-	-
Balance as at March 31, 2020	1.11	1.67	2.78
II. Accumulated Depreciation and impairment			
Balance as at April 1, 2018	-	-	-
Depreciation for the year	0.20	0.40	0.60
Eliminated on disposal of assets	-	-	-
Balance as at March 31, 2019	0.20	0.40	0.60
Depreciation for the year	0.80	1.05	1.85
Eliminated on disposal of assets	-	-	-
Balance as at March 31, 2020	1.00	1.45	2.45
III. Net block (I-II)			
Balance as at March 31, 2020	0.11	0.22	0.33
Balance as at March 31, 2019	0.29	0.89	1.18
Balance as at April 1, 2018	-	-	-

The Company has availed the deemed cost exemption as per Ind AS 101 in relation to the Property Plant and Equipment as on the date of transition (1st April, 2018) and hence the net block of carrying amount as at 31st March, 2018 has been considered as the gross block of carrying amount on the date of transition.

4.8 Right of use assets

Description	Office premises	Total
I. Gross Block		
Balance as at April 1, 2018	-	-
Additions	102.63	102.63
Disposals	-	-
Balance as at March 31, 2019	102.63	102.63
Additions	-	-
Disposals	-	-
Balance as at March 31, 2020	102.63	102.63
II. Accumulated Depreciation and impairment		
Balance as at April 1, 2018	-	-
Depreciation for the year	15.39	15.39
Eliminated on disposal of assets	-	-
Balance as at March 31, 2019	15.39	15.39
Depreciation for the year	20.53	20.53
Eliminated on disposal of assets	-	-
Balance as at March 31, 2020	35.92	35.92
III. Net block (I-II)		
Balance as at March 31, 2020	66.71	66.71
Balance as at March 31, 2019	87.24	87.24
Balance as at April 1, 2018	-	-

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(Currency: INR in Lakhs)

4.9 Other Intangible assets

Description	Software	Total
I. Gross Block		
Balance as at April 1, 2018	-	-
Additions	0.80	0.80
Disposals	-	-
Balance as at March 31, 2019	0.80	0.80
Additions	0.86	0.86
Disposals	-	-
Balance as at March 31, 2020	1.65	1.65
II. Accumulated amortisation		
	-	-
Balance as at April 1, 2018		
Amortisation charge for the year	0.30	0.30
Eliminated on disposal of assets	-	-
Balance as at March 31, 2019	0.30	0.30
Amortisation charge for the year	0.84	0.84
Eliminated on disposal of assets	-	-
Balance as at March 31, 2020	1.14	1.14
III. Net block (I-II)		
Balance as at March 31, 2020	0.51	0.51
Balance as at March 31, 2019	0.50	0.50
Balance as at April 1, 2018	-	-

The Company has availed the deemed cost exemption as per Ind AS 101 in relation to the Other Intangible assets as on the date of transition (1st April, 2018) and hence the net block of carrying amount as at 31st March, 2018 has been considered as the gross block of carrying amount on the date of transition.

4.10 Trade Payables

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	11.04	3.91	4.60
Total	11.04	3.91	4.60

Disclosure of amounts due to Micro, Small and Medium enterprises is based on information available with the Company regarding the status of the suppliers as defined under 'The Micro, Small and Medium Enterprises Development Act, 2006' (MSMED). This has been relied upon by the auditors.

Trade payables are recognised at their original invoice amounts which represents their fair values on initial recognition. Trade payables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

4.11 Debt Securities

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
At Amortised cost (In India)			
Unsecured: 20,00,000 Optionally Fully Convertible Debentures (OFCD) of INR 10/- each (Refer Note (a) below)	200.00	200.00	200.00
Secured: 198 Listed Non-Convertible, Redeemable Debentures of INR 1cr each, issued at par (Refer Note (b) below)	20,032.11	-	-
Total	20,232.11	200.00	200.00

Note :

(a) Unsecured: 20,00,000 Optionally Fully Convertible Debentures (OFCD) of INR 10/- each.

These Debentures are issued to the ultimate holding company 'Mefree LLP'

The issue of OFCD were subject to the following conditions :-

- i. The holders of the OFCDs ("OFCD Holders") shall not be entitled to any interest.
- ii. The OFCD Holders shall have an option, exercisable at any time from the date of subscription by the Investor to the OFCDs ("**Subscription Date**"), to convert the entire OFCDs into equity shares of the Company.
- iii. The OFCDs shall be convertible into such number of equity shares of the Company as would result in the OFCD Holders holding, in the aggregate, 90.703% (Ninety Point Seven Zero Percent) of the entire issued and paid up share capital of the Company
- iv. The equity shares of the Company allotted to the OFCD Holders on conversion of the OFCDs shall rank *pari passu* with, and shall have the same rights, as the existing equity shares of the Company.
- v. The OFCDs shall be freely transferrable to any third party subject to applicable law and in compliance with all applicable rules and
- vi. The Company shall have the option, exercisable at any time between the 9th (ninth) anniversary of the Subscription Date and the 11th (eleventh) anniversary of the Subscription Date, to redeem the entire amount, but not a part of the OFCDs.
- vii. Any OFCDs which are neither been redeemed nor converted and which are outstanding as at the 11th (eleventh) anniversary of the Subscription Date of 14th September, 2012 shall be mandatorily redeemed by the Company.
- viii. Upon conversion of the OFCDs in accordance with the terms hereof, the Company shall deliver to the Investor, share certificates representing the equity shares resulting from the conversion of the OFCDs ("Conversion Shares"). The Conversion Shares when issued and allotted in accordance with the terms of Subscription Agreement entered into between the Company and the Investor, will be (i) duly and validly issued and allotted as fully paid in compliance with the applicable law; and (ii) free of any and all encumbrances of any nature whatsoever. Any stamp duty or fee payable on the issuance of such Conversion Shares shall be borne by the Company.

(b) Secured: 198 Listed Non-Convertible, Redeemable Debentures of INR 1cr each, issued at par.

Security Name	Zero Coupon Sattva Listed Secured NCD 2023
Mode of Issue	ICICI Prudential AMC (Private Placement)
Debenture Trustee	IDBI Trusteeship Services Ltd
Put/Call Option date	At the end of 1 year and 2 years from the Deemed Date of Allotment by giving atleast 30 days prior notice
Issuance mode of the instrument	Demat
Stock Exchange on which the NCDs are listed	BSE
Security provided to NCD holders	No of shares of Asian Paints Limited pledged such that the daily security cover provided is atleast 4X (6,600,000 pledged as on 31 March 2020)

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Tenor / Maturity Date	36 (Thirty Six) months bullet from Deemed Date of Allotment The Company shall ensure that at least 10 (Ten) calendar days prior to the scheduled Maturity Date or relevant Put / Call Option Date, as the case may be, the Company funds the Designated Account, with the Redemption Amount which is due and payable to the Debenture Holders on the Maturity Date or relevant Put / Call Option Date, as the case may be. Issuer shall have the option to prepay the outstanding NCDs anytime thereafter prior to a redemption date without any prepayment premium being levied.
Interest Range(Yield/Redemption Premium) :	9.50% p.a.
Yield Type / Redemption Premium :	FIXED
Yield/Redemption Premium (Payment Dates) :	Payable on Maturity Date or Put / Call Option Date (as applicable)

4.12 Borrowings (Other than Debt Securities)

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
At Amortised cost (Secured - In India)			
a) Term Loans			
(i) from banks	-	-	-
(ii) from financial institutions (Refer note (a) below)	94,432.28	53,884.77	52,519.58
b) Bank Overdraft (Refer note (b) below)	31.16	2.79	-
Total	94,463.44	53,887.56	52,519.58

a) Loans from Financial Institutions:

- i) Borrowings from Financial Institutions carry interest rate @ 8.80% p.a. to 10.10% p.a. and are repayable within 2 to 4 years from date of disbursement, certain loans have a call/put option exercisable at the end of every 12 months.
- ii) There were no continuing default as on the balance sheet date in repayment of loans and interest.
- iii) The long term borrowings are secured by pledging 17,185,344 shares of Asian Paints Limited.

- b) The overdraft facility taken from a Bank carries interest rate of approx. 8.40% p.a. and is secured against the fixed deposits kept with Bank.

4.13 Other Financial Liabilities

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Lease Liability	67.40	84.48	-
Total	67.40	84.48	-

4.14 Current tax liabilities (Net)

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Provision for tax (net of advance tax INR 42 lakh)	-	-	3.60
Total	-	-	3.60

4.15 Provisions

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Provisions for employee benefits (unfunded)			
Provision for gratuity	2.10	-	-
Provision for compensated absences	2.09	-	-
Total	4.19	-	-

4.16 Other Non-Financial Liabilities

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Statutory liabilities	177.70	92.08	104.82
Employee related expenses payable	1.42	-	0.18
Total	179.12	92.08	105.00

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.17 Equity share capital

Particulars	As at		As at		As at	
	31st March, 2020		31st March, 2019		1st April, 2018	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Authorised Capital						
Equity Shares of par value INR 10/- each	2,050,000	205.00	2,050,000	205.00	2,050,000	205.00
Redeemable Preference Shares of INR 10/- each	100,000	10.00	100,000	10.00	100,000	10.00
Unclassified shares of INR 10/- each	50,000	5.00	50,000	5.00	50,000	5.00
	2,200,000	220.00	2,200,000	220.00	2,200,000	220.00
Issued, subscribed and fully paid up						
Equity Shares of par value INR 10/- each fully paid up	2,050,000	205.00	2,050,000	205.00	2,050,000	205.00
	2,050,000	205.00	2,050,000	205.00	2,050,000	205.00

(a) Reconciliation of the number of shares outstanding at the beginning and at the end of the year

Particulars	As at		As at		As at	
	31st March, 2020		31st March, 2019		1st April, 2018	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Equity Shares of par value INR 10/- fully paid up						
Outstanding at the beginning of the year	2,050,000	205.00	2,050,000	205.00	2,050,000	205.00
Add: Issued during the year	-	-	-	-	-	-
Outstanding at the end of the year	2,050,000	205.00	2,050,000	205.00	2,050,000	205.00

(b) Rights, preferences and restrictions attached to each class of shares including restrictions on the distribution of dividends and the repayment of capital:

The company has only issued one class of equity shares having a par value of INR 10/- per share. Each holder of equity shares is entitled to one vote per share. The company has not declared any dividend during the year. 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.

(c) Shares held by its holding company:

Particulars	Name & Nature of Relationship	As at	As at	As at
		31st March, 2020	31st March, 2019	1st April, 2018
		Amount	Amount	Amount
Rayirth Holding and Trading Company Private Limited and its nominees	Holding Company	205.00	205.00	205.00

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

(d) Details of the Shareholders holding more than 5 % of the shares in the Company:

Particulars	As at 31st March, 2020		As at 31st March, 2019		As at 1st April, 2018	
	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held
Equity Shares						
Rayirth Holding and Trading Company Private Limited and its nominees	100.00	2,050,000	100.00	2,050,000	100.00	2,050,000

(e) Shares reserved for issue under options and contracts/commitments for the sale of shares or disinvestment, including the terms and amounts - NIL

(f) For the period of five years immediately preceding the date at which the Balance Sheet is prepared:

- (i) Aggregate number and class of shares allotted as fully paid up pursuant to contract without payment being received in cash - NIL;
- (ii) Aggregate number and class of shares allotted as fully paid up by way of bonus shares - NIL; and
- (iii) Aggregate number and class of shares bought back - NIL

4.18 Other Equity

Particulars	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Statutory Reserve	678.13	-	-
Retained Earnings	(5,534.82)	(8,247.35)	(8,360.35)
Items of other comprehensive income			
Gain arising on revaluation of equity instrument through other comprehensive income	834,102.86	744,681.88	548,217.37
Deferred tax on revaluation of equity instruments	(31,531.61)	(20,521.65)	1,130.70
	<u>797,714.56</u>	<u>715,912.88</u>	<u>540,987.72</u>
Nature of reserves			

a) Statutory Reserve

It represent reserve created under Section 45-IC of the Reserve Bank of India Act, 1934, as amended by RBI (Amendment) Act, 1997, whereby every non banking financial company is required to transfer a sum of not less than 20 % of its net profit every year as disclosed in the statement of profit and loss to statutory reserve.

b) Retained Earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to statutory reserve as per Section 45-IC of the Reserve Bank of India Act. 1935.

c) Equity instrument through other comprehensive income

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.19 Interest Income

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Interest income on financial asset measured at amortised cost		
- Interest on deposits with banks	176.07	29.24
- Interest on security deposits	1.12	0.78
Total	177.19	30.02

4.20 Dividend Income

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Dividend on investments - Equity Shares	9,836.73	4,706.69
Total	9,836.73	4,706.69

4.21 Net gain / (loss) on fair value changes

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Net gain/ (loss) on financial instruments at fair value through profit or loss		
(i) On trading portfolio	-	-
(ii) On financial instruments designated at fair value through profit or loss	41.99	94.79
Total Net gain/(loss) on fair value changes	41.99	94.79
Fair Value changes:		
-Realised	41.99	59.14
-Unrealised (loss) / gain	-	35.65
Total Net gain/(loss) on fair value changes	41.99	94.79

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.22 Finance Cost

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Interest on borrowings	6,263.93	4,663.87
Interest on debt securities	289.77	-
Interest Expense on lease liability	6.92	6.16
Interest on delay in payment of taxes	0.02	-
Total	6,560.64	4,670.03

4.23 Employee benefits expenses

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Salaries, wages & bonus	33.56	7.18
Gratuity expenses	2.10	-
Compensated absences expenses	2.09	-
Staff welfare expenses	0.02	0.02
Total	37.77	7.20

4.24 Depreciation, amortization and impairment

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Depreciation on property, plant and equipment	1.85	0.60
Amortisation on intangible assets	0.84	0.30
Depreciation on office premises taken on lease	20.53	15.39
Total	23.22	16.29

4.25 Other expenses

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Filing Fees	0.19	0.18
Rates and Taxes	0.04	0.03
Printing & Stationary	0.66	0.16
Legal and Professional Expenses	20.85	9.04
Goods and service tax expensed out	7.58	3.24
Payment to Auditor		
- Audit Fees	2.95	2.95
- Tax Audit fees	0.59	0.59
- Other audit services	0.59	1.65
Directors' Sitting Fees	3.60	-
Donation	15.00	-
Miscellaneous Expenses	1.41	0.51
Total	53.46	18.35

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.26 Tax reconciliations

A Tax expense from continuing operations

	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Current tax		
- Current period	8.50	-
- Changes in estimates related to prior years	(6.12)	-
Deferred tax	(12.22)	6.63
Total	(9.84)	6.63

Effective tax rate reconciliation

	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Profit before tax	3,380.82	119.63
Company's domestic tax rate:	25.17%	27.55%
Tax using the Company's domestic tax rate	850.89	32.96
Adjustment in respect of current income tax of prior years	(6.12)	-
Effect of:		
Non-deductible expenses	1,633.16	1,243.56
Tax exempt income	(2,475.71)	(1,296.69)
Change in unrecognised temporary differences	(11.21)	0.69
Capital gain	(0.85)	26.11
TOTAL	(9.84)	6.63

B Deferred tax liabilities (net)

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Tax effect of items constituting deferred tax liabilities			
Property, plant and equipment, intangible assets		(0.02)	
Impact on Ind AS 116		(0.76)	
Unrealised loss on securities carried at fair value through other comprehensive income	(31,531.61)	(20,521.65)	
Unrealised gain on securities carried at fair value through profit or loss		(9.82)	(3.88)
	(31,531.61)	(20,532.25)	(3.88)
Tax effect of items constituting deferred tax assets			
Property, plant and equipment, intangible assets	0.48	0.09	
Provision for compensated absences, gratuity and other employee benefits	1.06		
Impact on Ind AS 116	0.17		
Unrealised loss on securities carried at fair value through other comprehensive income			1,130.70
	1.71	0.09	1,130.70
Deferred tax liabilities (net)	(31,529.90)	(20,532.16)	1,126.82

Reconciliation

	As at 31st March, 2020	As at 31st March, 2019
Opening Balance of Deferred tax	(20,532.16)	1,126.82
Credit / (Charge) to Profit & Loss/ retained earnings	12.22	(6.63)
Recognised in/ reclassified from other comprehensive income	(11,009.96)	(21,652.35)
Closing balance of Deferred tax	(31,529.90)	(20,532.16)

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

	Year ended 31st March, 2020	Year ended 31st March, 2019
5 Earnings per share ('EPS')		
The computation of EPS is given below :		
Profit after tax	3,390.66	113.00
Weighted average number of equity shares outstanding during the year (in units)	2,050,000	2,050,000
Basic EPS of face value INR 10 each (in INR)	<u>165.40</u>	<u>5.51</u>
Diluted Weighted average number of equity shares outstanding	22,050,000	22,050,000
Diluted EPS of face value INR 10 each (in INR)	<u>15.38</u>	<u>0.51</u>

6 Contingent liabilities
(to the extent not provided for)

There is no contingent liability as at 31st March, 2020 (31st March, 2019: INR Nil) (1st April, 2018: INR Nil) .

7 Capital commitments
(to the extent not provided for)

There are no contracts in capital account to be executed and not provided for as at 31st March, 2020 (31st March, 2019: INR Nil) (1st April, 2018: INR Nil) .

8 There are no long term contracts, including derivative contract, for which there were any material foreseeable losses.

9 Operating leases - Ind AS 116

Assets taken on Lease :

Maturity Analysis of Lease Liabilities

The Company has taken office premises on

	As at 31st March, 2020	As at 31st March, 2019
Contractual undiscounted cash flows		
In less than a year	24.00	24.00
In 1 year to 5 years	54.00	78.00
In more than 5 years	-	-
Total undiscounted lease liabilities at 31st March, 2020	<u>78.00</u>	<u>102.00</u>
Lease liabilities included in the statement of financial position at 31 March 2020		-
Current	18.69	17.08
Non-current	48.71	67.40

Amount recognised in profit or loss

Particulars

	Year ended 31-Mar-20	Year ended 31-Mar-19
Interest on lease liabilities	6.92	6.16
Expenses relating to short-term leases	<u>20.53</u>	<u>15.39</u>
	<u>27.45</u>	<u>21.55</u>

10 Employee retirement benefits**A. Defined contribution plans**

The Company does not have any defined contribution plans.

B. Defined benefit plan**Retirement Gratuity (Unfunded)**

The Company has a defined benefit gratuity plan in India (unfunded). The company's defined benefit gratuity plan is a final salary plan for employees. Gratuity is paid from company as and when it becomes due and is paid as per company scheme for Gratuity.

The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation. The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the amounts recognised in the balance sheet for the respective plans:

	31-Mar-20	31-Mar-19
Principal actuarial assumptions a the balance sheet date :		
Mortality table	Indian Assured Lives Mortality (2006-08) Ult table	-
Discount rate	6.59%	-
Salary escalation (p.a.)	10.00%	-
Employee attrition rate	10.00%	-
Changes in the defined benefit obligation :	-	-
Opening defined benefit obligation	2.10	-
Current service cost	-	-
Past service cost	-	-
Interest on defined benefit obligation	-	-
Remeasurements due to:	-	-
Actuarial loss / (gain) arising from changes in financial assumptions	-	-
Actuarial loss / (gain) arising from changes in demographic assumptions	-	-
Actuarial loss / (gain) arising on account of experience changes	-	-
Benefits paid	-	-
Closing defined benefit obligation	<u>2.10</u>	<u>-</u>
Change in fair value of plan assets :	-	-
Opening fair value of plan assets	-	-
Contribution by employer	-	-
Interest on plan asset	-	-
Remeasurements due to:	-	-
Actual return on plan assets less interest on plan assets	-	-
Benefits paid	-	-
Fair value of plan assets as at end of the year	<u>-</u>	<u>-</u>
Amount recognised in Balance Sheet :		
Present value of funded defined benefit obligation	(2.10)	-
Fair value of plan assets	-	-
Net liability recognised in Balance Sheet	<u>(2.10)</u>	<u>-</u>
Profit and loss account expense :		
Current service cost	2.10	-
Past service cost	-	-
Interest on net defined liability	-	-
Total expense charged to profit and loss account	<u>2.10</u>	<u>-</u>
Amount recorded in Other Comprehensive Income (OCI)		
Remeasurements during the period due to:		
Changes in financial assumptions	-	-
Changes in demographic assumptions	-	-
Experience adjustments	-	-
Actual return on plan assets less return on plan assets	-	-
Amount recognised in OCI	<u>-</u>	<u>-</u>
Category of Assets		
Investments quoted in active market	-	-
Unquoted investments :		
Insurer managed funds	-	-
	<u>-</u>	<u>-</u>

(Currency: INR in Lakhs)

Sensitivity Analysis :

	31-Mar-20	31-Mar-19
Projected Benefit Obligation on Current Assumptions	2.10	-
Delta Effect of +1% Change in Rate of Discounting	(0.18)	-
Delta Effect of -1% Change in Rate of Discounting	0.21	-
Delta Effect of +1% Change in Rate of Salary Increase	0.20	-
Delta Effect of -1% Change in Rate of Salary Increase	(0.18)	-
Delta Effect of +1% Change in Rate of Employee Turnover	(0.06)	-
Delta Effect of -1% Change in Rate of Employee Turnover	0.07	-

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet

Projected Plan Cash Flow :

The table below shows the expected cash flow profile of the benefits to be paid to the current membership of the plan based on past service of the employees as at the valuation date :

Maturity Profile	31-Mar-20	31-Mar-19
Expected benefits for year 1	0.27	-
Expected benefits for year 2	0.13	-
Expected benefits for year 3	0.15	-
Expected benefits for year 4	0.15	-
Expected benefits for year 5	0.14	-
Sum of Expected benefits for year 6 to year 10	0.70	-
Sum of Expected benefits for year 11 and above	2.84	-

The weighted average duration to the payment of these cash flows is 10 years.

Risk Associated with Defined Benefit Plan

Gratuity is a defined benefit plan and the Company is exposed to the Following Risks :

Interest Rate Risk : A fall in the discount rate which is linked to the Government Securities Rate will increase the present value of the liability requiring higher provision.

Salary Risk : The present value of the defined benefit plan liability is calculated by reference to the future salary of members. As such an increase in the salary of members more than assumed level will increase the plan's liability.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Company has to manage pay-out based on pay as you go basis from own funds.

Mortality risk : Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

During the year, there were no plan amendments, curtailments and settlements.

C. Other long term benefits

1) Amount recognised as a liability in respect of compensated leave absence as per actuarial valuation as on 31st March, 2020 is INR 2.09 lakhs (as on 31st March 2019 : INR NIL, as on 1st April 2018: INR NIL).

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

11 Related Party Disclosures

(A) Names of related parties and nature of relationship :

i Ultimate Holding company

Mefree LLP [formerly Naradiya Commercial LLP]

ii Holding company

Rayirth Holding and Trading Company Private Limited

iii Subsidiary

Canes Venatici Trading Private Limited

iv Directors

Mr. Malav A. Dani

Mr. Bomi Chinoy

Mr. Ashwin Nagarwadia

v Key Management Personnel (KMP)

Mr. Percy Jal Dajee - Principal Officer (w.e.f. 19th June, 2019) & Chief Executive Officer and Company Secretary (w.e.f. 5th February, 2020)

Mrs. Prachi Talwar Desai - Chief Financial Officer (w.e.f. 5th February, 2020)

Note:

Related Party Relationships, other than between a Parent and its subsidiaries, are disclosed only where the Company has transactions with those parties during the year / previous year.

(B) Related Party Transactions :

(Currency: INR in Lakhs)

Particulars	Ultimate Holding Company			Subsidiary			Directors			Key Management Personnel (KMP)		
	19-20	18-19	17-18	19-20	18-19	17-18	19-20	18-19	17-18	19-20	18-19	17-18
Directors Sitting Fees	-	-	-	-	-	-	3.60	-	-	-	-	-
Salary *												
Mr. Percy Jal Dajee	-	-	-	-	-	-	-	-	-	9.63	-	-
Mrs. Prachi Talwar Desai	-	-	-	-	-	-	-	-	-	1.44	-	-
Loans (Received back) / Given												
Canes Venatici Trading Private Limited	-	-	-	(2.72)	1.50	-	-	-	-	-	-	-
Balances Outstanding as at 31st March												
Loan Receivable from												
Canes Venatici Trading Private Limited	-	-	-	-	2.72	1.22	-	-	-	-	-	-
Optionally Fully Convertible Debenture [OFCD] Payable to												
Mefree LLP	200.00	200.00	200.00	-	-	-	-	-	-	-	-	-

Notes :

* In the above balances benefits arising on account of gratuity / leave encashment are not included as these benefits are determined at a Company level.

During the year, there was no material transaction with any related parties as per the Related Party Transactions Policy of the Company and all the related party transactions entered into by the Company were in the ordinary course of business and on an arm's length basis.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

12 Maturity analysis of assets and liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

Particulars	As at March 31, 2020			As at March 31, 2019			As at April 1, 2018		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Financial Assets									
Cash and cash equivalents	1,393.58	-	1,393.58	1.96	-	1.96	12.03	-	12.03
Bank Balance other than cash and cash equivalents	2,651.21	-	2,651.21	-	-	-	-	-	-
Loans	-	-	-	2.72	-	2.72	-	1.22	1.22
Investments	113,300.00	826,418.39	939,718.39	54,299.07	735,979.19	790,278.26	370.75	592,514.68	592,885.43
Other financial assets	542.30	13.70	556.00	526.31	12.58	538.89	-	-	-
Non-financial assets									
Current tax assets (net)	-	20.03	20.03	-	7.32	7.32	-	-	-
Deferred tax assets (Net)	-	-	-	-	-	-	-	1,126.82	1,126.82
Property Plant and Equipments	-	0.33	0.33	-	1.18	1.18	-	-	-
Right of use assets	20.53	46.18	66.71	20.53	66.71	87.24	-	-	-
Other Intangible assets	-	0.51	0.51	-	0.50	0.50	-	-	-
Total Assets	117,907.62	826,499.14	944,406.76	54,850.59	736,067.48	790,918.07	382.78	593,642.72	594,025.50
Financial Liabilities									
Trade payables									
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	11.04	-	11.04	3.91	-	3.91	4.60	-	4.60
Debt Securities	20,032.11	200.00	20,232.11	-	200.00	200.00	-	200.00	200.00
Borrowings (Other than Debentures)	94,463.44	-	94,463.44	53,887.56	-	53,887.56	2,569.58	49,950.00	52,519.58
Other Financial Liabilities	18.69	48.71	67.40	17.08	67.40	84.48	-	-	-
Non-financial liabilities									
Current tax liabilities (Net)	-	-	-	-	-	-	3.60	-	3.60
Provisions	0.26	3.93	4.19	-	-	-	-	-	-
Deferred Tax Liabilities	-	31,529.90	31,529.90	-	20,532.16	20,532.16	-	-	-
Other non-financial liabilities	179.12	-	179.12	92.08	-	92.08	105.00	-	105.00
Total Liabilities	114,704.66	31,782.54	146,487.20	54,000.63	20,799.56	74,800.19	2,682.78	50,150.00	52,832.78
Net	3,202.97	794,716.59	797,919.56	849.96	715,267.92	716,117.88	(2,299.99)	543,492.72	541,192.72

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

13 Disclosure on Financial Instruments

A. Accounting classification and fair values

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2020, March 31, 2019 and April 1, 2018.

As at 31st March, 2020

Particulars	Financial instruments at amortised cost	Fair value through profit or loss	Equity Investments - Fair value through other comprehensive income	Total
Financial Assets				
Cash and cash equivalents	1,393.58	-	-	1,393.58
Bank Balance other than cash and cash equivalents	2,651.21	-	-	2,651.21
Loans	-	-	-	-
Investments	1.00	-	939,717.39	939,718.39
Other financial assets	556.00	-	-	556.00
	4,601.79	-	939,717.39	944,319.18
Financial Liabilities				
Trade payables				
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	11.04	-	-	11.04
Debt Securities	20,232.11			20,232.11
Borrowings (Other than Debentures)	94,463.44			94,463.44
Other Financial Liabilities	67.40	-	-	67.40
	114,773.99	-	-	114,773.99

As at 31st March, 2019

Particulars	Financial instruments at amortised cost	Fair value through profit or loss	Equity Investments - Fair value through other comprehensive income	Total
Financial Assets				
Cash and cash equivalents	1.96	-	-	1.96
Bank Balance other than cash and cash equivalents	-	-	-	-
Loans	2.72	-	-	2.72
Investments	1.00	1,299.07	788,978.19	790,278.26
Other financial assets	538.89	-	-	538.89
	544.57	1,299.07	788,978.19	790,821.83
Financial Liabilities				
Trade payables				
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	3.91	-	-	3.91
Debt Securities	200.00			200.00
Borrowings (Other than Debentures)	53,887.56			53,887.56
Other Financial Liabilities	84.48	-	-	84.48
	54,175.95	-	-	54,175.95

As at 1st April, 2018

Particulars	Financial instruments at amortised cost	Fair value through profit or loss	Equity Investments - Fair value through other comprehensive income	Total
Financial Assets				
Cash and cash equivalents	12.03	-	-	12.03
Bank Balance other than cash and cash equivalents	-	-	-	-
Trade receivables	-	-	-	-
Loans	1.22	-	-	1.22
Investments	1.00	370.75	592,513.68	592,885.43
Other financial assets	-	-	-	-
	14.25	370.75	592,513.68	592,898.68
Financial Liabilities				
Trade payables				
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	4.60	-	-	4.60
Debt Securities	200.00			200.00
Borrowings (Other than Debentures)	52,519.58			52,519.58
Other Financial Liabilities	-	-	-	-
	52,724.18	-	-	52,724.18

Investments in mutual funds are mandatorily classified as fair value through statement of profit and loss.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

B. Fair Value Hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consist of the following three levels:

Level 1 - Quoted prices in an active market: This level of hierarchy includes financial assets and liabilities that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Valuation techniques with observable inputs: This level of hierarchy includes financial assets and liabilities, measured using 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 - Valuation techniques with significant unobservable inputs: This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The financial instruments included in Level 2 of fair value hierarchy have been valued using quotes available in the AMFI site which is not an active market.

The following table summarises financial assets and liabilities measured at fair value on a recurring basis and financial assets that are not measured at fair value on a recurring basis:

As at March 31, 2020

	Level 1	Level 2	Level 3
Financial Assets			
Investments in mutual funds		-	
Investments in equity instruments	939,717.39		-
	939,717.39	-	-

As at March 31, 2019

	Level 1	Level 2	Level 3
Financial Assets			
Investments in mutual funds		1,299.07	
Investments in equity instruments	788,978.19		-
	788,978.19	1,299.07	-

As at April 1, 2018

	Level 1	Level 2	Level 3
Financial Assets			
Investments in mutual funds		370.75	
Investments in equity instruments	592,513.68		-
	592,513.68	370.75	-

The following table shows the valuation techniques used in measuring Level 1, Level 2 and Level 3 fair values for financial instruments measured at fair value in the balance sheet, as well as the significant unobservable inputs used.

Type	Valuation technique
Investments in mutual funds	Published Net Asset Value
Investments in equity instruments	Published Market Value

There have been no transfers between Level 1 and Level 2 for the years ended 31st March, 2020, 31st March, 2019 and 1st April, 2018.

14 Financial instruments and associated risks

The Company has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk
- Interest Rate Risk

The Company has a risk management framework which not only covers the market risks but also other risks associated with the financial assets and liabilities such as interest rate risks and credit risks.

The risk management framework is approved by the Board of Directors. The risk management framework aims to:

- (i) create a stable business planning environment by reducing the impact of interest rate fluctuations on the Company's business plan.
- (ii) achieve greater predictability to earnings by determining the financial value of the expected earnings in advance.

Credit Risk:

Credit risk is the risk of financial loss to the company if a counter-party fails to meet its contractual obligations.

Trade receivables

Credit risk with respect to trade receivables is limited, since the trade receivables amount is NIL.

Cash and cash equivalents

The company holds cash and cash equivalents of INR 1,393.58 lakhs at 31 March 2020 (31 March 2019: INR 1.96 lakhs ; 1 April 2018: INR 12.03 lakhs). The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

Liquidity Risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

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. In the case of the Company, market risk primarily impacts financial instruments measured at fair value through profit or loss.

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 does not have exposure to the risk of changes in market interest rate as it has debt obligations with fixed interest rates which are measured at amortised cost.

15 Disclosure required as per Reserve Bank of India Notification No. DOR.NBFC (PD) CC. No.102/03.10.001/2019-20 Dated November 04, 2019**Public disclosure on liquidity risk**

- (i) Funding Concentration based on significant counterparty (both deposits and borrowings)

Sr. No.	No. of significant Counter Parties	Amount (INR in crore)	% of Total Deposits	% of Total Liabilities
1	8	1,144.65	-	78.14%
	TOTAL	1,144.65	-	78.14%

Note:

- A "Significant counterparty" is defined as a single counterparty or group of connected or affiliated counterparties accounting in aggregate for more than 1% of the NBFC-NDSI's, NBFC-Ds total liabilities and 10% for other non-deposit taking NBFCs.

- Total Liabilities has been computed as Total Assets less Equity share capital less Reserve & Surplus and computed basis extant regulatory ALM guidelines.

- (ii) Top 20 large deposits (amount in ₹ crore and % of total deposits) - Not Applicable

Sr. No.	Amount (INR in crore)	% of Total Borrowings
1	Nil	Nil

- (iii) Top 10 borrowings (amount in ₹ lakh and % of total borrowings)

Sr. No.	Amount (INR in crore)	% of Total Borrowings
1	1,146.96	100%

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(iv) Funding Concentration based on significant instrument/product

Sr. No.	Name of the instrument/ product	Amount (INR in crore)	% of Total Borrowings
1	Listed Non-Convertible, Redeemable Debentures	200.32	17.47%
3	Borrowings from Financial Institutions	944.33	82.33%
		1,144.65	99.80%

Note:

- A "significant instrument/product" is defined as a single instrument/product of group of similar instruments/products which in aggregate amount to more than 1% of the NBFC-NDSI's, NBFC-Ds total liabilities and 10% for other non-deposit taking NBFCs.

(v) Stock Ratios:

Sr. No.	Particulars	Ratios
1	Commercial papers as a % of total public funds	Nil
2	Commercial papers as a % of total public funds, total liabilities	Nil
3	Commercial papers as a % of total assets	Nil
4	Non-convertible debentures (original maturity of less than one year) as a % of total public funds	Nil
5	Non-convertible debentures (original maturity of less than one year) as a % of total liabilities	Nil
6	Non-convertible debentures (original maturity of less than one year) as a % of total assets	Nil
7	Other short-term liabilities, if any as a % of total public funds	99.83%
8	Other short-term liabilities, if any as a % of total liabilities	78.16%
9	Other short-term liabilities, if any as a % of total assets	12.12%

(vi) Institutional set-up of liquidity risk management.

The Board of Directors of the Company has constituted the Asset Liability Management Committee and the Risk Management Committee. The Asset Liability Management Committee is supported by Asset Liability Management Support Group to analyse, monitor and report the liquidity risk profile to the Asset Liability Management Committee.

The Asset Liability Management Committee reviews the liquidity risk management, funding and capital planning, analyzing different scenarios and preparation of contingency plans. Further, the Risk Management Committee monitors and measures the risk profile of the Company.

The Company manages liquidity risk in accordance with the Company's Asset Liability Management Policy. The Company manages liquidity risk by maintaining sufficient cash surplus and by keeping adequate amount of committed credit lines to meet its repayment obligations.

16 Disclosure required as per Reserve Bank Of India Notification No. DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated
The Company does not have any loan assets as on 31st March 2020 and hence no disclosure applicable thereto

17 Disclosure required as per Reserve Bank of India Master Direction – Core Investment Companies (Reserve Bank) Directions, 2016

The Company is Core Investment Company- Non Deposit taking –Systemically Important (CIC-ND-SI) Company having Certificate of Registration (CoR) bearing registration no. N-13.02355 since 21st June 2019 and hence, it is exempted from adherence to the following:

- 1) Submission of a Certificate from the Statutory Auditor's that it is engaged in business of non-banking financial institution and has an eligibility to hold CoR under Section 45-IA of the RBI Act, 1934.
- 2) The capital adequacy requirement (CRAR).
- 3) Concentration of Credit/ Investment.

The other disclosures which are required as per Master Direction- Core Investment Companies (Reserve Bank) Directions, 2016 are as follows:

Sr. No.	Particulars	Amount Outstanding	Amount Overdue	Amount Outstanding	Amount Overdue
		As at 31st March, 2020		As at 31st March, 2019	
LIABILITIES:					
1	Loans and Advances availed by the CIC inclusive of interest accrued thereon but not paid:-				
(a)	Debentures :				
	Secured	20,032.11	-	-	-
	Unsecured	200.00	-	200.00	-
	(Other than falling within the meaning of public deposits)				
(b)	Deferred Credits	-	-	-	-
(c)	Term Loans	94,432.28	-	53,884.77	-
(d)	Inter-corporate loans and borrowing	-	-	-	-
(e)	Commercial Paper	-	-	-	-
(f)	Other Loans (Overdraft Facility - secured)	31.16	-	2.79	-

Sr. No.	Particulars	Amount Outstanding	Amount Outstanding
		As at 31st March, 2020	As at 31st March, 2019
ASSETS SIDE:			
2	Break-up of Loans and Advances including bills receivable (other than those included in (4) below):		
(a)	Secured	-	-
(b)	Unsecured	-	-
	- Loan given	-	2.72
3	Break-up of Leased Assets and stock on hire and other assets counting towards asset financing activities		
(i)	Lease assets including lease rentals under sundry debtors:		
	(a) Financial Lease	-	-
	(b) Operating Lease	-	-
(ii)	Stock on hire including hire charges under sundry debtors:		
	(a) Assets on hire	-	-
	(b) Repossessed Assets	-	-
(iii)	Other loans counting towards asset financing activities		
	(a) Loans where assets have been repossessed	-	-
	(b) Loans other than (a) above	-	-
4	Break-up of Investments:		
	Current Investments :		
1	Quoted:		
	(i) Shares : (a) Equity		
	(b) Preference	-	-
	(ii) Debentures and Bonds	-	-
	(iii) Units of mutual funds	-	-
	(iv) Government Securities	-	-
	(v) Others (Please specify)	-	-
2	Unquoted:		
	(i) Shares : (a) Equity		
	(b) Preference	-	-
	(ii) Debentures and Bonds	-	-
	(iii) Units of mutual funds	-	1,263.42
	(iv) Government Securities	-	-
	(v) Others (Please specify)	-	-
	Long Term Investments:		
1	Quoted:		
	(i) Shares : (a) Equity		
	Asian Paints Limited	105,614.53	44,296.31
	(b) Preference	-	-
	(ii) Debentures and Bonds	-	-
	(iii) Units of mutual funds	-	-
	(iv) Government Securities	-	-
	(v) Others (Please specify)	-	-
2	Unquoted:		
	(i) Shares : (a) Equity		
	Canes Venatici		
	Trading Private	1.00	1.00
	(b) Preference	-	-
	(ii) Debentures and Bonds	-	-
	(iii) Units of mutual funds	-	-
	(iv) Government Securities	-	-
	(v) Others (Please specify)	-	-

5 Borrower group-wise classification of assets financed as in (2) and (3) above:

Sr. No.	Category	As at 31st March, 2020		
		Amount net of Provisions		
		Secured	Unsecured	Total
1	Related Parties	-	-	-
	(a) Subsidiaries	-	-	-
	(b) Companies in the same group	-	-	-
	(c) Other related parties	-	-	-
2	Other than related parties	-	-	-
	Total	-	-	-

Sr. No.	Category	As at 31st March, 2019		
		Amount net of Provisions		
		Secured	Unsecured	Total
1	Related Parties	-	2.72	2.72
	(a) Subsidiaries	-	-	-
	(b) Companies in the same group	-	-	-
	(c) Other related parties	-	-	-
2	Other than related parties	-	-	-
	Total	-	2.72	2.72

6 Investor group-wise classification of all investments (current and non-current) in shares and securities (both quoted and unquoted):

Sr. No.	Category	Market Value / Break up or fair value or NAV	Book Value (Net of Provision)	Market Value / Break up or fair value or NAV	Book Value (Net of Provision)
		As at 31st March, 2020		As at 31st March, 2019	
		1	Related Parties	1.00	1.00
	(a) Subsidiaries	939,717.39	105,614.53	788,978.19	44,296.31
	(b) Companies in the same group	-	-	-	-
	(c) Other related parties	-	-	1,299.07	1,263.42
2	Other than related parties	-	-	-	-
	Total	939,718.39	105,615.53	790,278.26	45,560.73

7 Other information

Sr. No.	Particulars	Amount Outstanding	Amount Outstanding
		As at 31st March, 2020	As at 31st March, 2019
(i)	Gross Non-Performing Assets	-	-
	(a) Related Parties	-	-
	(a) Other than related parties	-	-
(ii)	Net Non-Performing Assets	-	-
	(a) Related Parties	-	-
	(a) Other than related parties	-	-
(iii)	Assets acquired in satisfaction of debt	-	-

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

8 Asset Liability Management

Maturity pattern of certain items of assets and liabilities as at 31st March, 2020

Particulars	1 day to 7 days	8 days to 14 days	15 days to 30 days	Over 1 month and upto 2 months	Over 2 months and upto 3 months	Over 3 months and upto 6 months	Over 6 months and upto 1 year	Over 1 year and upto 3 years	Over 3 and upto 5 years	Over 5 years	Total
Liabilities (L)	0.09	-	238.57	24,232.78	120.64	24,504.70	65,607.88	46.73	205.91	829,449.46	944,406.76
Capital Funds (Equity and Reserves)	-	-	-	-	-	-	-	-	-	797,919.56	797,919.56
Debt Securities	-	-	-	-	-	-	20,032.11	-	200.00	-	20,232.11
Borrowings (Other than Debt Securities)	-	-	60.42	24,232.77	113.43	24,500.00	45,556.82	-	-	-	94,463.44
Trade Payables	-	-	-	0.01	6.33	4.70	-	-	-	-	11.04
Financial & Non-Financial Liabilities	0.09	-	178.15	-	0.88	-	18.69	42.80	5.91	31,529.90	31,776.42
Provisions	-	-	-	-	-	-	0.26	3.93	-	-	4.19
Assets (A)	124.99	-	-	24,798.26	470.33	27,477.90	65,036.14	61.08	18.83	826,419.23	944,406.76
Cash and cash equivalents	124.99	-	-	798.26	470.33	-	-	-	-	-	1,393.58
Bank Balance other than cash and cash equivalents	-	-	-	-	-	2,435.60	215.61	-	-	-	2,651.21
Investments	-	-	-	24,000.00	-	24,500.00	64,800.00	-	-	826,418.39	939,718.39
Other Financial & Non financial assets	-	-	-	-	-	542.30	-	20.03	13.70	-	576.03
Property, Plant and Equipment	-	-	-	-	-	-	-	-	-	0.33	0.33
Right of use assets	-	-	-	-	-	-	20.53	41.05	5.13	-	66.71
Other intangible assets	-	-	-	-	-	-	-	-	-	0.51	0.51

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

Maturity pattern of certain Assets and Liabilities as on March 31, 2019

Particulars	1 day to 7 days	8 days to 14 days	15 days to 30/31 days	Over 1 month and upto 2 months	Over 2 months and upto 3 months	Over 3 months and upto 6 months	Over 6 months and upto 1 year	Over 1 year and upto 3 years	Over 3 and upto 5 years	Over 5 years	Total
Liabilities (L)	0.12	-	149.69	24,217.89	62.26	4,500.00	25,070.66	39.13	228.27	736,650.04	790,918.07
Capital Funds (Equity and Reserves)	-	-	-	-	-	-	-	-	-	716,117.88	716,117.88
Debt Securities	-	-	-	-	-	-	-	-	200.00	-	200.00
Borrowings (Other than Debt Securities)	-	-	57.61	24,217.89	62.26	4,500.00	25,049.79	-	-	-	53,887.56
Trade Payables	0.12	-	-	-	-	-	3.79	-	-	-	3.91
Financial & Non-Financial Liabilities	-	-	92.08	-	-	-	17.08	39.13	28.27	20,532.16	20,708.72
Provisions	-	-	-	-	-	-	-	-	-	-	-
Assets (A)	1.96	-	185.22	24,461.65	254.30	5,424.21	24,520.53	51.09	38.23	735,980.87	790,918.07
Cash and cash equivalents	1.96	-	-	-	-	-	-	-	-	-	1.96
Bank Balance other than cash and cash equivalents	-	-	-	-	-	-	-	-	-	-	-
Loan given	-	-	-	-	-	-	-	2.72	-	-	2.72
Investments	-	-	185.22	24,461.65	254.30	4,897.90	24,500.00	-	-	735,979.19	790,278.26
Other Financial & Non financial assets	-	-	-	-	-	526.31	-	7.32	12.58	-	546.21
Property, Plant and Equipment	-	-	-	-	-	-	-	-	-	1.18	1.18
Right of use assets	-	-	-	-	-	-	20.53	41.05	25.66	-	87.24
Other intangible assets	-	-	-	-	-	-	-	-	-	0.50	0.50

Note :

- Debt Securities and other borrowings have been classified as per the residual period for the earliest exercise date of the Put/Call option.
- Investments provided as security to the extent of borrowings/debt securities have been classified in the same maturity bucket as the respective borrowings.

9 Exposure to real estate sector, both direct and indirect :

The Company has no exposure to real estate sector and capital market directly or indirectly in the current and previous year.

10 Registration obtained from other financial sector regulators:

The Company is registered with following other financial sector regulators [Financial regulators as described by Ministry of Finance].

- Ministry of Corporate affairs.

11 Disclosure of penalties imposed by RBI and other regulators:

No penalties were imposed by RBI and other regulators during the current and previous year.

12 Ratings assigned by credit rating agencies

As on 31st March 2020

Deposit instruments	Name of the rating agency	Rating assigned	Valid upto	Borrowing limit or conditions imposed by rating agency
Non-convertible debentures [NCD]	CRISIL	AA+/Stable	23-Jan-23	INR 50,000 lakhs

As on 31st March 2019

Not Applicable

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

18 Additional disclosure as required under section 186 of the Companies Act, 2013 and amended clause 34 and 53 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(a) Details of investments made are given in note 4.4.

(b) Details of loans given by the Company in accordance with Section 186 of the Companies Act, 2013 read with rules issued thereunder.

Name of the Company	Purpose for which the loan is proposed to be utilised by the	% of interest	As at 31 st March 2020	As at 31 st March 2019	Movement during the year [Additional given / (repaid)]	Maximum amount outstanding during the year
Canes Venatici Trading Private Limited. (Subsidiary Company)	Working Capital	Interest free	NIL	2.72	(2.72)	2.72
			NIL	2.72	(2.72)	2.72

The subsidiary company does not hold any shares in the Holding company.

(c) There is no guarantee given by the Company in accordance with Section 186 of the Companies Act, 2013 read with rules issued there under.

19 Corporate Social Responsibility (CSR)

As per the provisions of the Section 135 of the Act, Gross amount required to be spent by the Company during the year was INR NIL.

20 Due to micro and small suppliers

Sundry creditors do not include any amount payable to Small Scale Industrial Undertakings and Micro, Small and Medium Enterprises. Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the management, the following disclosures are made for the amounts due to the Micro, Small and Medium enterprises, who have registered with the competent authorities.

	31st March, 2020	31st March, 2019
Principal amount remaining unpaid to any supplier as at the year end	Nil	Nil
Interest due thereon	Nil	Nil
Amount of interest paid by the Company in terms of section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	Nil	Nil
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	Nil	Nil
Amount of interest accrued and remaining unpaid at the end of the accounting year	Nil	Nil
Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises, under Section 23 of the MSMED Act	Nil	Nil

(Currency: INR in Lakhs)

- 21 Capital management**
Equity share capital and other equity are considered for the purpose of Company's capital management. The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to the Shareholders. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence. The funding requirements are met through equity and operating cash flows generated. The Company may take appropriate steps in order to maintain, or if necessary adjust, its capital structure.
- 22** The Secured Listed Redeemable Non-Convertible Debentures (NCD) of INR 198 crore issued by the Company are secured by 66,00,000 equity shares of Asian Paints Limited and the required asset cover for the said NCD is 4:00 times. As on 31st March 2020, the Company has maintained the asset cover of 5:55 times of the NCDs issued. Said information is provided in accordance to the provisions of Regulation 54 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Other information:
Credit Rating CRISIL AA+/STABLE
Debt Equity Ratio 0.14
Net Worth * INR 797,919.56 lakhs
* includes financial instruments fair valued through other comprehensive income
- 23 Subsequent events**
There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.
- 24** Additional information pursuant to Schedule III to the Companies Act, 2013, has not been furnished, as the same is not applicable.
- 25** The Company has been taking steps in view of the COVID19 pandemic to ensure safety, health and wellbeing of all employees of the Company and to ensure compliance with directives being issued by Central/State/Local authorities. All the employees in our office have been instructed to work from home and all operations such as interest servicing, security cover, etc. are being monitored on daily basis and executed remotely.
- 26** The financial statements are authorised for issue by the Board of Directors on 31 July 2020.
- 27** Previous year's figures have been regrouped / reclassified wherever considered necessary.

As per our report of even date attached
For Kalyaniwalla & Mistry LLP
 Chartered Accountants
 Firm's Registration No: 104607W/W100166

**For and on behalf of the Board of Directors of
 SATTVA HOLDING AND TRADING PRIVATE LIMITED**

Roshni R. Marfatia
 Partner
 Membership No: 106548

Malav A. Dani
 Director
 DIN: 01184336

Bomi P. Chinoy
 Director
 DIN: 07519315

Place: Mumbai
 Date: 31st July, 2020

Percy Jal Dajee
 Chief Executive Officer &
 Company Secretary

Prachi Talwar Desai
 Chief Financial Officer

Place: Mumbai
 Date: 31st July, 2020

KALYANIWALLA & MISTRY LLP

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SATTVA HOLDING AND TRADING PRIVATE LIMITED

Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying consolidated Ind AS financial statements of **SATTVA HOLDING AND TRADING PRIVATE LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiary Canes Venatici Trading Private Limited (the Holding Company and its subsidiary together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2020, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows 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 March 31, 2020, 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. 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 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.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the consolidated financial statements for the year ended March 31, 2020. 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 communicate 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 preparation of the other information. The other



information comprises the information included in the Holding Company's Director's Report, 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.

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 consolidated financial statements or our knowledge obtained during the course of 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.

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 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 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 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 preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

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 overseeing the Group's financial reporting process.

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 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 have adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 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 consolidated financial statements of which we are the independent auditors.

We communicate with those charged with governance of the Holding Company and the subsidiary company included in the consolidated financial statements of which we are the independent auditors 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.

Report on Other Legal and Regulatory Requirements

As required by Section 143 (3) of the Act, we report, to the extent applicable, that:

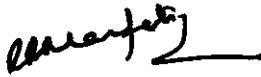
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law have been kept so far as it appears from our examination of these books.



**KALYANIWALLA
& MISTRY LLP**

- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow 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 Ind AS specified 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 of the Holding Company and the subsidiary company as on March 31, 2020 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company and its subsidiary company incorporated in India, 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 with reference to financial statements and the operating effectiveness of such controls, refer to our separate report in Annexure 'A' which is based on the auditor's reports of the Holding Company and its subsidiary company.
- (g) With respect to 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 Holding Company and its subsidiary both being a private company, section 197 of the Act related to managerial remuneration is not applicable.
- (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, we further report that:
- There were no pending litigations which would impact the consolidated financial position of the Group.
 - The Group did not have any long - term contracts including derivative contracts for which there were any material foreseeable losses.
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary company incorporated in India.

For KALYANIWALLA & MISTRY LLP
Chartered Accountants
Firm Registration No: 104607W / W100166



Roshni R. Marfatia
Partner

Membership No: 106548
UDIN: 20106548AAAADP8251
Place : Mumbai
Date : July 31, 2020

Annexure 'A' to the Independent Auditor's Report

The Annexure referred to in Para (f) under 'Report on Other Legal and Regulatory Requirements' of our Independent Auditors' Report to the members of the Company on the consolidated financial statements for the year ended March 31, 2020:

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 **SATTVA HOLDING AND TRADING LIMITED** ("the Company") and its subsidiary 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 respective Board of Directors of the Holding Company and its subsidiary company are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Holding Company and its subsidiary 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 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.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary company, 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 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 with reference to financial statements 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 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 judgment, 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 internal financial controls system with reference to financial statements of the Holding Company and its subsidiary



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 with reference to financial statements 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, to the best of our information and according to the explanations given to us, the Holding Company and its subsidiary company, have, 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 generally operating effectively as at March 31, 2020, based on the internal control with reference to financial statements criteria established by the respective companies 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 **KALYANIWALLA & MISTRY LLP**
Chartered Accountants
Firm Registration No. 104607W/W/190166



Roshni R. Marfatia
Partner
Membership No.: 106548
UDIN: 20106548AAAADP8251

Place : Mumbai
Date : July 31, 2020

SATTVA HOLDING AND TRADING PRIVATE LIMITED
CIN. NO- U65923MH2011PTC214070
CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2020

(Currency: INR in Lakhs)

Particulars	Note No.	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
ASSETS				
Financial Assets				
Cash and cash equivalents	4.1	1,396.11	2.96	12.31
Bank Balance other than cash and cash equivalents	4.2	2,651.21	-	-
Investments	4.3	939,717.39	790,277.26	592,884.43
Other Financial assets	4.4	556.00	538.89	-
Non-financial Assets				
Current tax assets (Net of provision for tax)	4.5	20.03	7.32	-
Deferred tax assets (Net)	4.25	-	-	1,126.82
Property, Plant and Equipment	4.6	0.33	1.18	-
Right of use assets	4.7	66.71	87.24	-
Other intangible assets	4.8	0.51	0.50	-
Total assets		944,408.29	790,915.35	594,023.56
LIABILITIES AND EQUITY				
LIABILITIES				
Financial Liabilities				
Trade Payables	4.9			
(i) total outstanding dues of micro enterprises and small enterprises		-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		11.58	4.45	5.14
Debt Securities	4.10	20,232.11	200.00	200.00
Borrowings (Other than Debt Securities)	4.11	94,468.44	53,887.56	52,519.58
Other Financial Liabilities	4.12	67.40	84.48	-
		114,779.53	54,176.49	52,724.72
Non-financial liabilities				
Current tax liabilities (Net)	4.13	-	-	3.60
Provisions	4.14	4.19	-	-
Deferred tax liabilities (Net)	4.25	31,529.90	20,532.16	-
Other non-financial liabilities	4.15	179.17	92.13	105.05
		31,713.26	20,624.29	108.65
Equity				
Equity share capital	4.16	205.00	205.00	205.00
Other equity	4.17	797,710.50	715,909.57	540,985.19
Total equity		797,915.50	716,114.57	541,190.19
Total liabilities and equity		944,408.29	790,915.35	594,023.56

The accompanying notes are an integral part of the financial statements - 1 to 24

As per our report attached
For KALYANIWALLA & MISTRY LLP
Chartered Accountants
Registration No.: 104607W / W100166

For and on behalf of the Board of Directors of
SATTVA HOLDING AND TRADING PRIVATE LIMITED

Roshni R. Marfatia
Partner
Membership No.:106548

Malav A. Dani
Director
DIN: 01184336

Bomi P. Chinoy
Director
DIN: 07519315

Place: Mumbai
Date: 31st July, 2020

Percy Jal Dajee
Chief Executive Officer &
Company Secretary

Prachi Talwar Des
Chief Financial Officer

Place: Mumbai
Date: 31st July, 2020

SATTVA HOLDING AND TRADING PRIVATE LIMITED
CIN. NO- U65923MH2011PTC214070
STATEMENT OF CONSOLIDATED PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2020

Particulars	Note No.	(Currency: INR in Lakhs)	
		Year Ended 31st March, 2020	Year Ended 31st March, 2019
		Ind AS	Ind AS
Revenue from operations			
Interest Income	4.18	177.19	30.02
Dividend Income	4.19	9,836.73	4,706.69
Net gain on fair value changes	4.20	41.99	94.79
Total Revenue from operations		10,055.91	4,831.50
Other Income		-	-
Total Income		10,055.91	4,831.50
Expenses			
Finance Cost	4.21	6,560.64	4,670.03
Employee Benefits Expenses	4.22	37.77	7.20
Depreciation, amortization and impairment	4.23	23.22	16.29
Other expenses	4.24	54.21	19.13
Total Expenses		6,675.84	4,712.65
Profit Before Tax		3,380.07	118.85
Tax Expense:	4.25		
Current Tax		(8.50)	-
Reversal of excess provision for earlier years		6.12	-
Deferred Tax		12.22	(6.63)
		9.84	(6.63)
Profit After Tax	A	3,389.91	112.22
Other Comprehensive Income			
(A) (i) Items that will not be reclassified to profit or loss :			
- Net gain in fair valuation of equity instruments		89,420.98	196,464.51
(ii) Income tax relating to items that will not be reclassified to profit or loss	4.25	(11,009.96)	(21,652.35)
		78,411.02	174,812.16
(B) (i) Items that will be reclassified to profit or loss:		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
		-	-
Other Comprehensive Income	B	78,411.02	174,812.16
Total Comprehensive Income for the year	(A + B)	81,800.93	174,924.38
Earnings per equity share			
Basic (INR)	5	165.36	5.47
Diluted (INR)		15.37	0.51

The accompanying notes are an integral part of the financial statements - 1 to 24

As per our report attached
For KALYANIWALLA & MISTRY LLP
Chartered Accountants
Registration No.: 104607W / W100166

For and on behalf of the Board of Directors of
SATTVA HOLDING AND TRADING PRIVATE LIMITED

Roshni R. Marfatia
Partner
Membership No.:106548

Malav A. Dani
Director
DIN: 01184336

Bomi P. Chinoy
Director
DIN: 07519315

Place: Mumbai
Date: 31st July, 2020

Percy Jal Dajee
Chief Executive Officer &
Company Secretary

Prachi Talwar Desai
Chief Financial Officer

Place: Mumbai
Date: 31st July, 2020

SATTVA HOLDING AND TRADING PRIVATE LIMITED
CIN. NO- U65923MH2011PTC214070
Consolidated Cash Flow Statement for the year ended 31st March, 2020

	For the year ended 31st March, 2020	For the year ended 31st March, 2019
(Currency: INR in Lakhs)		
A. CASH FLOW FROM OPERATING ACTIVITIES -		
Net profit before tax and extraordinary item	3,380.07	118.85
Adjustments for :		
Depreciation, amortization and impairment	23.22	16.29
Interest expense on lease liability	6.92	6.16
Net gain on financial instruments at fair value through profit or loss	<u>(41.99)</u>	<u>(94.79)</u>
Operating Profit before working capital changes	3,368.22	46.51
Adjustments for changes in :		
Other Financial Assets	(1.12)	(12.58)
Trade Payables	7.13	(0.68)
Provisions	4.19	-
Other Non Financial Liabilities	<u>87.03</u>	<u>(12.92)</u>
Cash Generated from operations	3,465.45	20.33
Income Tax Paid	<u>(15.08)</u>	<u>(10.92)</u>
Net Cash generated from operating activities	3,450.37	9.41
B. CASH FLOW FROM INVESTING ACTIVITIES -		
Purchase of equity investments	(61,318.22)	-
Purchase of Property, plant and equipment & intangibles	(1.85)	(2.58)
Purchase of Mutual Funds	(5,390.64)	(19,112.49)
Proceeds from sale of mutual funds	6,731.69	18,278.95
Fixed deposits placed with bank under lien	(15.98)	(526.31)
Fixed deposits placed with bank	(23,812.21)	-
Proceeds from Maturity of Fixed deposits	<u>21,161.00</u>	<u>-</u>
Net Cash (used in) / generated from Investing Activities	(62,646.21)	(1,362.43)
C. CASH FLOW FROM FINANCING ACTIVITIES -		
Proceeds from borrowings	60,612.99	39,817.98
(Repayment) of borrowings	-	(38,450.00)
Cash payments for the principal portion of the lease liability	(17.08)	(18.15)
Cash payments for the interest portion of the lease liability	<u>(6.92)</u>	<u>(6.16)</u>
Net Cash generated from Financing Activities	60,588.99	1,343.67
Net Increase / (Decrease) in Cash and Cash Equivalents	1,393.15	(9.35)
Cash and Cash Equivalents at the beginning of the year	<u>2.96</u>	<u>12.31</u>
Cash and Cash Equivalents at the end of the year	<u>1,396.11</u>	<u>2.96</u>

Notes:

1 Cash and Cash equivalents comprises of :

Cash in hand	0.07	0.04
Balances with banks - in current accounts	124.73	2.92
Bank deposits with maturity less than three months	1,268.59	-
Cheques on hand	<u>2.72</u>	<u>-</u>
	1,396.11	2.96

2 The above statement of cash flows has been prepared under the 'Indirect Method' as set out in Ind AS 7 - "Statement of Cash Flows".

3 Since the Holding Company is registered as Non-Banking Financial Company- Core Investment Company- Non Deposit taking - Systemically Important (NBFC-CIC-ND-SI), purchase and sale of investments have been considered as part of 'Cash flow from investing activities' and interest cost of INR 6,553.70 lakhs (Previous year : INR 4,663.87 lakhs), interest earned (net) - INR 177.19 lakhs (Previous Year - INR 30.02 lakhs) and dividend earned of INR 9,836.73 lakhs (Previous Year - INR 4,706.69 lakhs) have been considered as part of 'Cash flow from operating activities'.

4 Direct taxes paid is treated as arising from operating activities and is not bifurcated between investing and financing activities.

5 Figures in brackets are outflows/ deductions. Previous year's figures have been regrouped, wherever necessary.

As per our report attached
For Kalyaniwalla & Mistry LLP
Chartered Accountants
Firm Regn. No. 104607W/W100166

**For and on behalf of the Board of Directors of
Sattva Holding and Trading Private Limited**

Roshni R. Marfatia
Partner
M. No.: 106548

Malav A. Dani
Director
DIN: 01184336

Bomi P. Chinoy
Director
DIN: 07519315

Place: Mumbai
Date: 31st July, 2020

Percy Jal Dajee
Chief Executive Officer &
Company Secretary

Prachi Talwar Desai
Chief Financial Officer

Place: Mumbai
Date: 31st July, 2020

SATTVA HOLDING AND TRADING PRIVATE LIMITED

Statement of Consolidated Changes in Equity for the year ended 31st March, 2020

(Currency: INR in Lakhs)

A. Equity Share Capital (Refer Note 4.16)

	Number	Balance
Balance as at 1st April 2018	2,050,000	205.00
Changes in equity share capital during the year	-	-
Balance as at 31st March 2019	2,050,000	205.00
Changes in equity share capital during the year	-	-
Balance as at 31st March 2020	2,050,000	205.00

B. Other Equity (Refer Note 4.17)

	Reserves and Surplus		Other items of Other Comprehensive Income	Total
	Statutory Reserve	Retained Earnings	Equity Instruments Through Other Comprehensive income	
Balance as at April 1, 2018	-	(8,362.88)	549,348.07	540,985.19
Profit for the year	-	112.22		112.22
Other Comprehensive Income for the year	-	-	174,812.16	174,812.16
Total Comprehensive Income for the year	-	112.22	174,812.16	174,924.38
Balance as at 31st March 2019	-	(8,250.66)	724,160.23	715,909.57
Profit for the period		3,389.91		3,389.91
Transfer to Statutory Reserve		(677.98)		(677.98)
Transfer from Retained Earnings	677.98			677.98
Other Comprehensive Income for the year		-	78,411.02	78,411.02
Total Comprehensive Income for the year	677.98	2,711.93	78,411.02	81,800.93
Balance as at 31st March 2020	677.98	(5,538.73)	802,571.25	797,710.50

The accompanying notes are an integral part of the financial statements - 1 to 24

As per our report attached
For KALYANIWALLA & MISTRY LLP
 Chartered Accountants
 Registration No.: 104607W / W100166

For and on behalf of the Board of Directors of
SATTVA HOLDING AND TRADING PRIVATE LIMITED

Roshni R. Marfatia
 Partner
 Membership No.:106548

Malav A. Dani
 Director
 DIN: 01184336

Bomi P. Chinoy
 Director
 DIN: 07519315

Place: Mumbai
 Date: 31st July, 2020

Percy Jal Dajee
 Chief Executive Officer
 & Company Secretary

Prachi Talwar Desai
 Chief Financial Officer

Place: Mumbai
 Date: 31st July, 2020

SATTVA HOLDING AND TRADING PRIVATE LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

1) Background Information

Sattva Holding and Trading Private Limited (the "Holding Company"/ "Parent") (formerly Isis Holding and Trading Company Private Limited) is a private limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956 with its registered office in Mumbai, Maharashtra, India. The Holding Company changed its name during the year ending 31st March, 2018 after obtaining necessary approvals from the Registrar of Companies. The Holding Company has been registered as Non-Banking Financial Company- Core Investment Company- Non Deposit taking – Systemically Important (NBFC-CIC-ND-SI) with Reserve Bank of India (RBI) on 21st June 2019. The Holding Company is engaged in the business of investments in shares and securities.

Its wholly owned subsidiary company, Canes Venatici Trading Private Limited is engaged in business as Importer, Exporters, distributors, agents of the goods and merchandise and service, General Merchant, traders, dealers, del- credere agents in all the items, etc. The Company and its subsidiary together are referred to as the "Group".

The Holding Company has become listed effective 5th February, 2020 consequent to issuance of Secured Rated Listed Redeemable Transferable Non - Convertible Debentures through private placement.

The functional and presentation currency of the Group is the Indian Rupee which is the currency of the primary economic environment in which the Group operates.

Mefree LLP is the ultimate parent of the Holding Company and Rayirth Holding and Trading Company Private Limited is the Holding Company of Sattva Holding and Trading Private Limited. Information on other related party relationships of the Company is provided in Note 11.

The consolidated financial statements of the Company for the year ended 31st March, 2020 were approved and authorised for issue by Board of Directors on 31st July, 2020.

2) Significant accounting policies followed by the Company

The significant accounting policies applied by the Group in the preparation of its consolidated financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these consolidated financial statements, unless otherwise indicated.

a) Basis of preparation :

(i) Statement of Compliance with Ind AS

In accordance with the notification issued by the Ministry of Corporate Affairs the Group has adopted Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013, (the 'Act') and other relevant provisions of the Act, as amended from time to time with effect from 1st April 2019.

These consolidated financial statements for the year ending 31st March 2020 are the first financial statements that the Group has prepared under Ind AS. Effective 1st April, 2019, the Group 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, with April 1, 2018 as the transition date. Refer to Note 3 for information on how the Group has adopted Ind AS.

The Group's consolidated financial statements upto and for the year ended March 31, 2019 were prepared in accordance with Rule 7 of the Companies (Accounts) Rules, 2014, notified under Section 133 of the Act, other relevant provisions of the Act and the accounting principles generally accepted in India, to the extent applicable (Previous GAAP). The consolidated financial statements for the year ended March 31, 2019 and the opening Consolidated Balance Sheet as at April 1, 2018 have been restated in accordance with Ind AS for comparative information. Reconciliation and explanations of the effect of the transition from Previous GAAP to Ind AS on the Group's total equity as at April 1, 2018 and March 31, 2019, total comprehensive income and cash flow for the year ended March 31, 2019 are provided in Note 3.

(ii) Basis of preparation and presentation of Consolidated Financial Statements

The consolidated financial statements have been prepared on accrual basis under the historical cost convention except for certain financial instruments measured at fair value at the end of each reporting period as explained in accounting policies below.

The Group presents its balance sheet in order of liquidity. An analysis regarding recovery or settlement within 12 months after the reporting date (current) and more than 12 months after the reporting date (non-current) is presented in note 12.

All amounts disclosed in the consolidated financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

(iii) Basis of consolidation of financial statements

The consolidated financial statements comprise of the financial statements of Sattva Holding and Trading Private Limited (the Holding Group) and its wholly - owned subsidiary. The consolidated financial statements are prepared in accordance Ind AS 110 "Consolidated Financial Statements".

SATTVA HOLDING AND TRADING PRIVATE LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

The Group consolidates a subsidiary when it controls it. Control is achieved when the parent is exposed to, or has rights, to the variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences until the date control ceases. Specifically, income and expenses of a subsidiary acquired or disposed off during the year are included in the consolidated statement of profit and loss from the date the Group gains control until the date when the Group ceases to control the subsidiary.

The financial statements of the Holding Group and its wholly - owned subsidiary is consolidated on a line by line basis by adding together like items of assets, liabilities, income and expenses. The intra-group balances, intra-group transactions and unrealised gain or loss, thereon have been fully eliminated. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. Profit or loss and each component of OCI are attributed to the equity holders of the parent of the Group.

Wherever necessary, adjustments are made to the financial statements of wholly - owned subsidiary to bring its accounting policies in line with those used by the Group.

The financial statements of the subsidiary used for the purpose of consolidation is drawn up to same reporting date as that of the parent Group, i.e., year ended on 31st March.

The subsidiary considered in the consolidated financial statements are:

Name of subsidiaries	Country of incorporation	% of Voting power
Canes Venatici Trading Private Limited	India	100%

(iv) Significant accounting judgements, estimates and assumptions

The preparation of consolidated financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Group to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities, disclosures including disclosures of contingent assets and contingent liabilities as at the date of financial statements and the reported amounts of revenues and expenses during the period. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods which are affected.

Key sources of estimation of uncertainty at the date of the consolidated financial statements which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year is in respect of:

- impairment test of non-financial assets: key assumptions underlying recoverable amounts including the recoverability of expenditure on intangible assets;
- recognition of deferred tax assets;
- measurement of defined benefit obligations: key actuarial assumptions;
- Financial instruments – Fair values, risk management and impairment of financial assets
- estimates of useful lives and residual value of Property, Plant and Equipment and Other Intangible Assets
- recognition and measurement of provisions and contingencies; key assumptions about the likelihood and magnitude of an outflow of resources, if any.

(v) Fair value measurements

When the fair value of financial assets or financial liabilities recorded or disclosed in the consolidated financial statements cannot be measured at the quoted price in the active markets, their fair value is measured using the valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values, judgments includes consideration of inputs such as liquidity risk, credit risk and volatility.

b) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

c) Financial Instruments

(i) Classification

A Financial instrument is any contract that gives rise to a financial asset of one entity and financial liability or equity instruments of another entity.

Financial assets, other than equity, are classified into financial assets at fair value through other comprehensive income (FVOCI) or fair value through profit and loss account (FVTPL) or at amortised cost. Financial assets that are equity instruments are classified as FVTPL or FVOCI. Financial liabilities are classified as amortised cost category and FVTPL.

Business Model assessment and Solely payments of principal and interest (SPPI) test:

Classification and measurement of financial assets depends on the business model and results of SPPI test. The Group determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including;

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- how the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way in which those risks are managed; and
- how managers of the business are compensated (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected).

(ii) Initial recognition

The classification of financial instruments at initial recognition depends on their contractual terms and the business model for managing the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at (FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in the Statement of profit and loss.

(iii) Subsequent measurement

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) if these financial assets are held within a business model whose objective is to hold these assets 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.

The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in the Statement of Profit and Loss. Any gain or loss on derecognition is recognised in the Statement of Profit and Loss.

Equity Instruments at FVOCI

The Group's management has elected to classify irrevocably some of its equity investments as equity instruments at FVOCI, when such instruments meet the definition of Equity under Ind AS 32 'Financial Instruments: Presentation' and are not held for trading.

Gains and losses on these equity instruments are never recycled to profit or loss. Dividends from these equity investments are recognised in the statement of profit and loss when the right to receive the payment has been established.

Financial assets at Fair value through Profit and loss

Financial assets are measured at FVTPL unless it is measured at amortised cost or at FVOCI on initial recognition. The transaction costs directly attributable to the acquisition of financial assets at fair value through profit and loss are immediately recognised in profit or loss.

Financial Liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Financial Liabilities

Financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in the Statement of Profit and Loss. Any gain or loss on derecognition is also recognised as profit or loss respectively.

Equity instruments

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

Other Financial Liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost using effective interest rate method where the time value of money is significant. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximates the fair value due to the short maturity of these instruments.

(iv) Derecognition of Financial assets and Financial liabilities

The Group derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

A financial liability is derecognised when, and only when, the obligation under the liability is discharged, cancelled or expired.

(v) Impairment of financial instruments

The Group recognizes a loss allowance for expected credit losses on a financial asset that is at amortized cost or fair value through OCI. Loss allowance in respect of financial assets is measured at an amount equal to life time expected credit losses and is calculated as the difference between their carrying amount and the present value of the expected future cash flows discounted at the original effective interest rate.

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(vi) Reclassification of Financial assets

The Group does not re-classify its financial assets subsequent to their initial recognition, apart from the exceptional circumstances when the Group changes its business model for managing such financial assets. The Group does not re-classify its financial liabilities.

d) Determination of fair value

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 of a financial instrument on initial recognition is normally the transaction price (fair value of the consideration given or received). Subsequent to initial recognition, the Company determines the fair value of financial instruments that are quoted in active markets using the quoted bid prices (financial assets held) or quoted ask prices (financial liabilities held) and using valuation techniques for other instruments. Valuation techniques include discounted cash flow method and other valuation models.

e) Foreign currency transactions and translation

The management of the Group has determined Indian Rupee ("INR") as the functional currency of the Group. In preparing the consolidated financial statements, transactions in currencies other than the Group's functional currency are recorded at the rates of exchange prevailing on the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are re-translated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are re-translated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated. Exchange differences arising out of these translations are recognised in the Statement of Profit and Loss.

f) Property, Plant and Equipment and Other Intangible Assets

Property, plant and equipment and other intangible assets are stated at cost of acquisition less accumulated depreciation / amortisation and accumulated impairment losses, if any. Cost includes all expenses incidental to the acquisition of the property, plant and equipment and any attributable cost of bringing the asset to its working condition for its intended use. Subsequent costs are capitalised only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repair and maintenance costs are recognized in the statement of profit and loss as incurred.

Capital work in progress and Capital advances

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of property, plant and equipment and other intangible assets outstanding at each Balance Sheet date are disclosed in Other Non-Financial Assets.

Depreciation of property plant and equipment

Depreciation on property, plant and equipment is provided on straight-line basis as per the useful life prescribed in Schedule II of the Companies Act, 2013. Further, assets individually costing INR 5,000/- or less are fully depreciated in the year of purchase.

Nature of property, plant and equipment	Useful life in years
Office Equipment	5 years
Computer	3 years

The Group provides pro-rata depreciation from the date the asset is ready for its intended use and in respect of assets sold, depreciation is provided upto the date of disposal.

The residual values, estimated useful lives and method of depreciation of property, plant and equipment are reviewed at end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Amortisation of other intangible assets

Intangible assets comprising of software purchased are amortized on a written down value over the useful life of the software. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Derecognition of property, plant and equipment and other intangible assets

Property, plant and equipment and otehr intangible assets are derecognised on disposal or when no future economic benefits are expected to arise from its continuous use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in other income / expense in the statement of profit and loss in the year the asset is derecognised. The date of disposal of an item of property, plant and equipment and other intangible assets is the date the recipient obtains control of that item in accordance with the requirements for determining when a performance obligation is satisfied in Ind AS 115.

Transition to Ind AS

For transition to Ind AS, the Group has elected to measure all its property, plant and equipment and other intangible assets at the previous GAAP carrying amount on the date of transition to Ind AS i.e. April 1, 2018.

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g) Leases

The Group's lease asset classes primarily consist of lease for office premises. The Group assesses whether a contract contains a lease at the 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 (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 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 include the option to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options when it is reasonably certain that they will be exercised.

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

ROU 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. ROU 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 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 the leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment of whether it will exercise an extension or a termination option.

Lease liability has been included under 'Other Financial Liabilities' in the Balance Sheet and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

h) Impairment of non - financial assets

The Group 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 for an asset is required, the Group estimates the asset's recoverable amount.

Recoverable amount is the higher of fair value less costs of disposal and value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets. When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. The impairment loss, if any, is recognised in the statement of profit and loss in the period in which impairment takes place.

A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, however subject to the increased carrying amount not exceeding the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset in prior accounting periods. A reversal of an impairment loss is recognised immediately in the statement of profit and loss.

i) Revenue recognition

(i) Interest Income or interest expense

Under Ind AS 109 interest income or expense is recorded using the effective interest rate (EIR) method for all financial instruments measured at amortised cost. The EIR is the rate that exactly discounts estimated future cash receipts or payments through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

(ii) Dividend income

Dividend income (including from FVOCI investments) is recognised when the Group's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably. This is generally when the shareholders approve the dividend.

(iii) Gain and loss from financial instruments

The realised gains / losses from financial instruments at FVTPL represents the difference between the carrying amount of a financial instrument at the beginning of the reporting period, or the transaction price if it was purchased in the current reporting period, and its settlement price.

The unrealised gains / losses represents the difference between the carrying amount of a financial instrument at the beginning of the period, or the transaction price if it was purchased in the current reporting period, and its carrying amount at the end of the reporting period.

j) Employee benefits

(i) Short term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised during the year.

(ii) Post Employment Benefits

Defined Contribution Plans

The Group's state governed provident fund scheme and employee pension scheme are defined contribution plans. The contribution paid/ payable under the schemes is recognised during the period in which the employee renders the related service.

Defined Benefit Plans - Gratuity

The Group's gratuity scheme is a defined benefit plan. The Group's net obligation in respect of the gratuity benefit is calculated by estimating the amount of future benefit that the employees have earned in return for their service in the current and prior periods, that benefit is discounted to determine its present value, and the fair value of plan assets, if any, is deducted from such determined present value.

The discount rate used for determining the present value is based on the Indian Government Securities yields prevailing as at the balance sheet date that have maturity date equivalent to the tenure of the obligation.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method with actuarial valuations being carried out at the end of each annual reporting period.

Remeasurements arising from defined benefit plans, comprising of actuarial gains and losses, the return on plan assets in excess of what has been estimated and the effect of the asset ceiling, if any, in case of over funded plans are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. All other expenses related to defined benefit plans is recognised in employee benefit expenses in statement of profit and loss. Remeasurements are not reclassified to profit or loss in subsequent periods.

When the benefits of the plan are changed, or when a plan is curtailed or settlement occurs, the portion of the changed benefit related to past service by employees, or the gain or loss on curtailment or settlement, is recognized immediately in the profit or loss account when the plan amendment or when a curtailment or settlement occurs.

(iii) Other Long term Benefits - Compensated absences

Compensated absences are recognised as a liability at the present value of the defined benefit obligation at the balance sheet date. The Group's liability towards compensated absences is determined on the basis of valuations, as at balance sheet date, carried out by an independent actuary using Projected Unit Credit Method. Actuarial gains and losses comprise experience adjustments and the effects of changes in actuarial assumptions and are recognised immediately in the statement of profit and loss.

k) Borrowing Costs

Borrowing costs include interest expense calculated using the effective interest method.

Borrowing costs net of any investment income from the temporary investment of related borrowings, that are attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

l) Accounting for provisions contingent liabilities and contingent assets

Provisions are recognised in the balance sheet when the Group has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet date. Where the time value of money is material, the amount of a provision shall be the present value of the expenditures expected to be required to settle the obligation.

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Contingent liabilities are not recognised in the consolidated financial statements. Contingent liabilities are disclosed when 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 or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

A contingent asset is a possible asset that arises from past events and whose existence 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. The Group does not recognise contingent asset.

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

m) Taxation

Income tax expense comprises both current and deferred tax. Current and deferred taxes are recognised in the statement of profit and loss except when they relate to items credited or debited either in other comprehensive income or directly in equity in which case the tax is also recognised in other comprehensive income or directly in equity.

Current Tax

Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from, or paid to, the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. 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.

Deferred tax

Deferred tax assets and liabilities are recognised on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the consolidated financial statements.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

n) Earnings per share

The basic earnings per share is computed by dividing the net profit attributable to the equity shareholders by weighted average number of equity shares outstanding during the reporting period.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. In computing diluted earnings per share, only potential equity shares that are dilutive are included.

o) Dividends on ordinary shares

The Holding Company recognises a liability to make cash distributions to equity holders of the Holding Company when the distribution is authorised and the distribution is no longer at the discretion of the Group. As per the Companies Act, 2013, a final dividend is authorised when it is approved by the shareholders in the annual general meeting. A corresponding amount is recognised directly in equity.

p) Segment reporting

The Company is primarily engaged in the business of investment in Companies including group companies. As such the Company's financial statements are largely reflective of the investment business and there is no separate reportable segment. Pursuant to Ind AS 108 - Operating Segments, no segment disclosure has been made in these financial statements as the Company has only one geographical segment and no other separate reportable business segment.

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(Currency: INR in Lakhs)

4.1 Cash and cash equivalents

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Cash on hand	0.07	0.04	-
Balances with Banks			
- in current accounts	124.73	2.92	12.31
Bank deposits with maturity less than three months	1,268.59	-	-
Cheques on hand	2.72	-	-
Total	1,396.11	2.96	12.31

4.2 Bank Balance other than cash and cash equivalents

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Bank deposits with maturity more than 3 months but less than 12 months	2,651.21	-	-
Total	2,651.21	-	-

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(Currency: INR in Lakhs)

4.3 Investments

Investments	Amortised cost	At Fair Value			Total
		Through other comprehensive income	Through profit or loss	Designated at fair value through profit or loss	
As at 31st March, 2020					
Investments					
Mutual funds	-	-	-	-	-
Equity instruments					
Others - Asian Paints Limited	939,717.39	-	-	-	939,717.39
Total	-	939,717.39	-	-	939,717.39
(i) Investments outside India	-	-	-	-	-
(ii) Investments in India	-	939,717.39	-	-	939,717.39
Total	-	939,717.39	-	-	939,717.39
As at 31st March, 2019					
Investments					
Mutual funds	-	-	1,299.07	-	1,299.07
Equity instruments					
Others - Asian Paints Limited	-	788,978.19	-	-	788,978.19
Total	-	788,978.19	1,299.07	-	790,277.26
(i) Investments outside India	-	-	-	-	-
(ii) Investments in India	-	788,978.19	1,299.07	-	790,277.26
Total	-	788,978.19	1,299.07	-	790,277.26
As at 31st March, 2018					
Investments					
Mutual funds	-	-	370.75	-	370.75
Equity instruments					
Others - Asian Paints Limited	-	592,513.68	-	-	592,513.68
Total	-	592,513.68	370.75	-	592,884.43
(i) Investments outside India	-	-	-	-	-
(ii) Investments in India	-	592,513.68	370.75	-	592,884.43
Total	-	592,513.68	370.75	-	592,884.43

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(Currency: INR in Lakhs)

Breakup of Investments is as under

	As at 31st March, 2020			As at 31st March, 2019			As at 1st April, 2018		
	No. of shares / units	Cost	Fair Value	No. of shares / units	Cost	Fair Value	No. of shares / units	Cost	Fair Value
Mutual Funds - Unquoted									
HDFC Liquid Fund- Regular Plan- Growth	-	-	-	12,722.423	453.21	465.68	-		-
Aditya Birla Sun Life Liquid Fund- Regular Plan- Growth	-	-	-	278,721.117	810.21	833.39	-		-
HDFC Money Market Fund- Regular Plan- Growth	-	-	-	-	-	-	10,300.202	356.65	370.75
Equity instruments									
Others - Asian Paints Limited (FV INR 1/-)	56,388,682	105,614.53	939,717.39	52,884,120	44,296.31	788,978.19	52,884,120	44,296.31	592,513.68
Total		105,614.53	939,717.39		45,559.73	790,277.26		44,652.96	592,884.43

Investments pledged against Borrowings

Of the above investments, 23,785,344 shares (31.March.2019 : 10,401,963 shares; 01.April.2018: 13,127,707 shares) of Asian Paints Limited are pledged against borrowings.

Investment in Equity instruments designated at fair value through other comprehensive income

The Group has elected to designate the investment in equity shares, which are neither held for trading nor received as contingent consideration in business combination, at fair value through other comprehensive income (FVOCI). The Group chose the option of designating these investments to be recognised as FVOCI, as these equity instruments are not held for trading and management has elected to classify the same irrevocably as equity instruments at FVOCI.

Reclassification

During the current or previous reporting periods the Group has not reclassified any investments since its initial classification. The Group has not transferred any Financial assets which are transferred but are not derecognised in books of accounts.

More information regarding the valuation methodologies can be found in note 13.

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(Currency: INR in Lakhs)

4.4 Other Financial Assets	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Unsecured - considered good			
Security deposits	13.70	12.58	-
Fixed Deposit under lien with bank (Refer note (a) below)	542.30	526.31	-
Total	556.00	538.89	-

(a) Fixed Deposit under lien is towards security for overdraft facility issued by the bank.

4.5 Current tax assets (Net of provision for tax)	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Current tax			
Advance Payment of Taxes [net of provision for tax INR 49.20 lakh (31.March.2019 : INR 45.60 lakh)]	20.03	7.32	-
Total	20.03	7.32	-

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.6 Property, Plant and Equipment

Description	Office Equipments	Computers	Total
I. Gross Block			
Balance as at April 1, 2018	-	-	-
Additions	0.49	1.29	1.78
Disposals	-	-	-
Balance as at March 31, 2019	0.49	1.29	1.78
Additions	0.62	0.38	0.99
Disposals	-	-	-
Balance as at March 31, 2020	1.11	1.67	2.78
II. Accumulated Depreciation and impairment			
Balance as at April 1, 2018	-	-	-
Depreciation for the year	0.20	0.40	0.60
Eliminated on disposal of assets	-	-	-
Balance as at March 31, 2019	0.20	0.40	0.60
Depreciation for the year	0.80	1.05	1.85
Eliminated on disposal of assets	-	-	-
Balance as at March 31, 2020	1.00	1.45	2.45
III. Net block (I-II)			
Balance as at March 31, 2020	0.11	0.22	0.33
Balance as at March 31, 2019	0.29	0.89	1.18
Balance as at April 1, 2018	-	-	-

The Group has availed the deemed cost exemption as per Ind AS 101 in relation to the Property Plant and Equipment as on the date of transition (1st April, 2018) and hence the net block of carrying amount as at 31st March, 2018 has been considered as the gross block of carrying amount on the date of transition.

4.7 Right of use assets

Description	Office premises	Total
I. Gross Block		
Balance as at April 1, 2018	-	-
Additions	102.63	102.63
Disposals	-	-
Balance as at March 31, 2019	102.63	102.63
Additions	-	-
Disposals	-	-
Balance as at March 31, 2020	102.63	102.63
II. Accumulated Depreciation and impairment		
Balance as at April 1, 2018	-	-
Depreciation for the year	15.39	15.39
Eliminated on disposal of assets	-	-
Balance as at March 31, 2019	15.39	15.39
Depreciation for the year	20.53	20.53
	-	-
Balance as at March 31, 2020	35.92	35.92
III. Net block (I-II)		
Balance as at March 31, 2020	66.71	66.71
Balance as at March 31, 2019	87.24	87.24
Balance as at April 1, 2018	-	-

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.8 Other Intangible assets

Description	Software	Total
I. Gross Block		
Balance as at April 1, 2018	-	-
Additions	0.80	0.80
Disposals	-	-
Balance as at March 31, 2019	0.80	0.80
Additions	0.86	0.86
Disposals	-	-
Balance as at March 31, 2020	1.65	1.65
II. Accumulated amortisation		
	-	-
Balance as at April 1, 2018		
Amortisation charge for the year	0.30	0.30
Eliminated on disposal of assets	-	-
Balance as at March 31, 2019	0.30	0.30
Amortisation charge for the year	0.84	0.84
Eliminated on disposal of assets	-	-
Balance as at March 31, 2020	1.14	1.14
III. Net block (I-II)		
Balance as at March 31, 2020	0.51	0.51
Balance as at March 31, 2019	0.50	0.50
Balance as at April 1, 2018	-	-

The Group has availed the deemed cost exemption as per Ind AS 101 in relation to the Other Intangible assets as on the date of transition (1st April, 2018) and hence the net block of carrying amount as at 31st March, 2018 has been considered as the gross block of carrying amount on the date of transition.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.9 Trade Payables

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	11.58	4.45	5.14
Total	11.58	4.45	5.14

Disclosure of amounts due to Micro, Small and Medium enterprises is based on information available with the Group regarding the status of the suppliers as defined under 'The Micro, Small and Medium Enterprises Development Act, 2006' (MSMED). This has been relied upon by the auditors.

Trade payables are recognised at their original invoice amounts which represents their fair values on initial recognition. Trade payables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

4.10 Debt Securities

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
At Amortised cost (In India)			
Unsecured: 20,00,000 Optionally Fully Convertible Debentures (OFCD) of INR 10/- each (Refer Note (a) below)	200.00	200.00	200.00
Secured: 198 Listed Non-Convertible, Redeemable Debentures of INR 1cr each, issued at par (Refer Note (b) below)	20,032.11	-	-
Total	20,232.11	200.00	200.00

Note :

(a) Unsecured: 20,00,000 Optionally Fully Convertible Debentures (OFCD) of INR 10/- each.

These Debentures are issued to the ultimate holding company 'Mefree LLP'

The issue of OFCD were subject to the following conditions :-

- i. The holders of the OFCDs ("OFCD Holders") shall not be entitled to any interest.
- ii. The OFCD Holders shall have an option, exercisable at any time from the date of subscription by the Investor to the OFCDs ("Subscription Date"), to convert the entire OFCDs into equity shares of the Holding Company.
- iii. The OFCDs shall be convertible into such number of equity shares of the Holding Company as would result in the OFCD Holders holding, in the aggregate, 90.703% (Ninety Point Seven Zero Percent) of the entire issued and paid up share capital of the Holding Company.
- iv. The equity shares of the Holding Company allotted to the OFCD Holders on conversion of the OFCDs shall rank *pari passu* with, and shall have the same rights, as the existing equity shares of the Holding Company.
- v. The OFCDs shall be freely transferrable to any third party subject to applicable law and in compliance with all applicable rules and
- vi. The Holding Company shall have the option, exercisable at any time between the 9th (ninth) anniversary of the Subscription Date and the 11th (eleventh) anniversary of the Subscription Date, to redeem the entire amount, but not a part of the OFCDs.
- vii Any OFCDs which are neither been redeemed nor converted and which are outstanding as at the 11th (eleventh) anniversary of the Subscription Date of 14th September, 2012 shall be mandatorily redeemed by the Holding Company.
- viii Upon conversion of the OFCDs in accordance with the terms hereof, the Holding Company shall deliver to the Investor, share certificates representing the equity shares resulting from the conversion of the OFCDs ("Conversion Shares"). The Conversion Shares when issued and allotted in accordance with the terms of Subscription Agreement entered into between the Holding Company and the Investor, will be (i) duly and validly issued and allotted as fully paid in compliance with the applicable law; and (ii) free of any and all encumbrances of any nature whatsoever. Any stamp duty or fee payable on the issuance of such Conversion Shares shall be borne by the Holding Company.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

(b) Secured: 198 Listed Non-Convertible, Redeemable Debentures of INR 1cr each, issued at par.	
Security Name	Zero Coupon Sattva Listed Secured NCD 2023
Mode of Issue	ICICI Prudential AMC (Private Placement)
Debenture Trustee	IDBI Trusteeship Services Ltd
Put/Call Option date	At the end of 1 year and 2 years from the Deemed Date of Allotment by giving atleast 30 days prior notice
Issuance mode of the instrument	Demat
Stock Exchange on which the NCDs are listed	BSE
Security provided to NCD holders	No of shares of Asian Paints Limited pledged such that the daily security cover provided is atleast 4X (6,600,000 pledged as on 31 March 2020)
Tenor / Maturity Date	36 (Thirty Six) months bullet from Deemed Date of Allotment The Company shall ensure that at least 10 (Ten) calendar days prior to the scheduled Maturity Date or relevant Put / Call Option Date, as the case may be, the Company funds the Designated Account, with the Redemption Amount which is due and payable to the Debenture Holders on the Maturity Date or relevant Put / Call Option Date, as the case may be. Issuer shall have the option to prepay the outstanding NCDs anytime thereafter prior to a redemption date without any prepayment premium being levied.
Interest Range(Yield/Redemption Premium) :	9.50% p.a.
Yield Type / Redemption Premium :	FIXED
Yield/Redemption Premium (Payment Dates) :	Payable on Maturity Date or Put / Call Option Date (as applicable)

4.11 Borrowings (Other than Debt Securities)

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
At Amortised cost (In India)			
Secured			
a) Term Loans			
(i) from banks	-	-	-
(ii) from financial institutions (Refer note (a) below)	94,432.28	53,884.77	52,519.58
b) Bank Overdraft (Refer note (b) below)	31.16	2.79	-
Unsecured			
Loan from Director (Refer note (c) below)	5.00	-	-
Total	94,468.44	53,887.56	52,519.58

a) Loans from Financial Institutions:

- i) Borrowings from Financial Institutions carry interest rate @ 8.80% p.a. to 10.10% p.a. and are repayable within 2 to 4 years from date of disbursement, certain loans have a call/put option exercisable at the end of every 12 months.
- ii) There were no continuing default as on the balance sheet date in repayment of loans and interest.
- iii) The long term borrowings are secured by pledging 17,185,344 shares of Asian Paints Limited.

b) The overdraft facility taken from a Bank carries interest rate of approx. 8.40% p.a. and is secured against the fixed deposits kept with Bank.

c) The above loans do not carry any interest and are repayable within 36 months. There has been no default in repayment of principal.

4.12 Other Financial Liabilities

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Lease Liability	67.40	84.48	-
Total	67.40	84.48	-

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.13 Current tax liabilities (Net)

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Provision for tax (net of advance tax INR 42 lakh)	-	-	3.60
Total	-	-	3.60

4.14 Provisions

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Provisions for employee benefits (unfunded)			
Provision for gratuity	2.10	-	-
Provision for compensated absences	2.09	-	-
Total	4.19	-	-

4.15 Other Non-Financial Liabilities

	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Statutory liabilities	177.75	92.13	104.87
Employee related expenses payable	1.42	-	0.18
Total	179.17	92.13	105.05

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.16 Equity share capital

Particulars	As at 31st March, 2020		As at 31st March, 2019		As at 1st April, 2018	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Authorised Capital						
Equity Shares of par value INR 10/- each	2,050,000	205.00	2,050,000	205.00	2,050,000	205.00
Redeemable Preference Shares of INR 10/- each	100,000	10.00	100,000	10.00	100,000	10.00
Unclassified shares of INR 10/- each	50,000	5.00	50,000	5.00	50,000	5.00
	2,200,000	220.00	2,200,000	220.00	2,200,000	220.00
Issued, subscribed and fully paid up						
Equity Shares of par value INR 10/- each fully paid up	2,050,000	205.00	2,050,000	205.00	2,050,000	205.00
	2,050,000	205.00	2,050,000	205.00	2,050,000	205.00

(a) Reconciliation of the number of shares outstanding at the beginning and at the end of the year

Particulars	As at 31st March, 2020		As at 31st March, 2019		As at 1st April, 2018	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Equity Shares of par value INR 10/- fully paid up						
Outstanding at the beginning of the year	2,050,000	205.00	2,050,000	205.00	2,050,000	205.00
Add: Issued during the year	-	-	-	-	-	-
Outstanding at the end of the year	2,050,000	205.00	2,050,000	205.00	2,050,000	205.00

(b) Rights, preferences and restrictions attached to each class of shares including restrictions on the distribution of dividends and the repayment of capital:

The Holding company has only issued one class of equity shares having a par value of INR 10/- per share. Each holder of equity shares is entitled to one vote per share. The Holding company has not declared any dividend during the year. In the event of liquidation of the Holding 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.

(c) Shares held by its holding company:

Particulars	Name & Nature of Relationship	As at	As at	As at
		31st March, 2020	31st March, 2019	1st April, 2018
		Amount	Amount	Amount
Rayirth Holding and Trading Company Private Limited and its nominees	Holding Company	205.00	205.00	205.00

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

(d) Details of the Shareholders holding more than 5 % of the shares in the Company:

Particulars	As at 31st March, 2020		As at 31st March, 2019		As at 1st April, 2018	
	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held
Equity Shares						
Rayirth Holding and Trading Company Private Limited and its nominees	100.00	2,050,000	100.00	2,050,000	100.00	2,050,000

(e) Shares reserved for issue under options and contracts/commitments for the sale of shares or disinvestment, including the terms and amounts - NIL

(f) For the period of five years immediately preceding the date at which the Balance Sheet is prepared:

- (i) Aggregate number and class of shares allotted as fully paid up pursuant to contract without payment being received in cash - NIL;
- (ii) Aggregate number and class of shares allotted as fully paid up by way of bonus shares - NIL; and
- (iii) Aggregate number and class of shares bought back - NIL

4.17 Other Equity

Particulars	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Statutory Reserve	677.98	-	-
Retained Earnings	(5,538.73)	(8,250.66)	(8,362.88)
Items of other comprehensive income			
Gain arising on revaluation of equity instrument through other comprehensive income	834,102.86	744,681.88	548,217.37
Deferred tax on revaluation of equity instruments	(31,531.61)	(20,521.65)	1,130.70
	<u>797,710.50</u>	<u>715,909.57</u>	<u>540,985.19</u>
Nature of reserves			

a) Statutory Reserve

It represent reserve created under Section 45-IC of the Reserve Bank of India Act, 1934, as amended by RBI (Amendment) Act, 1997, whereby every non banking financial company is required to transfer a sum of not less than 20 % of its net profit every year as disclosed in the statement of profit and loss to statutory reserve.

b) Retained Earnings

Retained earnings are the profits that the Group has earned till date, less any transfers to statutory reserve as per Section 45-IC of the Reserve Bank of India Act. 1935.

c) Equity instrument through other comprehensive income

The Group has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity. The Group transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.18 Interest Income

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Interest income on financial asset measured at amortised cost		
- Interest on deposits with banks	176.07	29.24
- Interest on security deposits	1.12	0.78
Total	177.19	30.02

4.19 Dividend Income

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Dividend on investments - Equity Shares	9,836.73	4,706.69
Total	9,836.73	4,706.69

4.20 Net gain / (loss) on fair value changes

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Net gain/ (loss) on financial instruments at fair value through profit or loss		
(i) On trading portfolio	-	-
(ii) On financial instruments designated at fair value through profit or loss	41.99	94.79
Total Net gain/(loss) on fair value changes	41.99	94.79
Fair Value changes:		
-Realised	41.99	59.14
-Unrealised (loss) / gain	-	35.65
Total Net gain/(loss) on fair value changes	41.99	94.79

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(Currency: INR in Lakhs)

4.21 Finance Cost

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Interest on borrowings	6,263.93	4,663.87
Interest on debt securities	289.77	-
Interest Expense on lease liability	6.92	6.16
Interest on delay in payment of taxes	0.02	-
Total	6,560.64	4,670.03

4.22 Employee benefits expenses

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Salaries, wages & bonus	33.56	7.18
Gratuity expenses	2.10	-
Compensated absences expenses	2.09	-
Staff welfare expenses	0.02	0.02
Total	37.77	7.20

4.23 Depreciation, amortization and impairment

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Depreciation on property, plant and equipment	1.85	0.60
Amortisation on intangible assets	0.84	0.30
Depreciation on office premises taken on lease	20.53	15.39
Total	23.22	16.29

4.24 Other expenses

Particulars	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Filing Fees	0.21	0.21
Rates and Taxes	0.09	0.06
Printing & Stationary	0.66	0.16
Legal and Professional Expenses	20.94	9.17
Goods and service tax expensed out	7.58	3.24
Payment to Auditor		
- Audit Fees	3.54	3.54
- Tax Audit fees	0.59	0.59
- Other audit services	0.59	1.65
Directors' Sitting Fees	3.60	-
Donation	15.00	-
Miscellaneous Expenses	1.41	0.51
Total	54.21	19.13

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

4.25 Tax reconciliations

A Tax expense from continuing operations

	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Current tax		
- Current period	8.50	-
- Changes in estimates related to prior years	(6.12)	-
Deferred tax	(12.22)	6.63
Total	(9.84)	6.63

Effective tax rate reconciliation

	Year Ended 31st March, 2020	Year Ended 31st March, 2019
Profit before tax	3,380.07	118.85
Domestic tax rate:	25.17%	27.55%
Tax using the domestic tax rate	850.70	32.74
Adjustment in respect of current income tax of prior years	(6.12)	-
Effect of:		
Non-deductible expenses	1,633.35	1,243.77
Tax exempt income	(2,475.71)	(1,296.69)
Change in unrecognised temporary differences	(11.21)	0.69
Capital gain	(0.85)	26.12
TOTAL	(9.84)	6.63

B Deferred tax liabilities (net)

Particulars	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Tax effect of items constituting deferred tax liabilities			
Property, plant and equipment, intangible assets		(0.02)	
Impact on Ind AS 116		(0.76)	
Unrealised loss on securities carried at fair value through other comprehensive income	(31,531.61)	(20,521.65)	
Unrealised gain on securities carried at fair value through profit or loss		(9.82)	(3.88)
	(31,531.61)	(20,532.25)	(3.88)
Tax effect of items constituting deferred tax assets			
Property, plant and equipment, intangible assets	0.48	0.09	
Provision for compensated absences, gratuity and other employee benefits	1.06		
Impact on Ind AS 116	0.17		
Unrealised loss on securities carried at fair value through other comprehensive income			1,130.70
	1.71	0.09	1,130.70
Deferred tax liabilities (net)	(31,529.90)	(20,532.16)	1,126.82

Reconciliation

Particulars	As at 31st March, 2020	As at 31st March, 2019
Opening Balance of Deferred tax	(20,532.16)	1,126.82
Credit / (Charge) to Profit & Loss/ retained earnings	12.22	(6.63)
Recognised in/ reclassified from other comprehensive income	(11,009.96)	(21,652.35)
Closing balance of Deferred tax	(31,529.90)	(20,532.16)

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

	Year ended 31st March, 2020	Year ended 31st March, 2019
5 Earnings per share ('EPS')		
The computation of EPS is given below :		
Profit after tax	3,389.91	112.22
Weighted average number of equity shares outstanding during the year (in units)	2,050,000	2,050,000
Basic EPS of face value INR 10 each (in INR)	-	-
	<u>165.36</u>	<u>5.47</u>
Diluted Weighted average number of equity shares outstanding	22,050,000	22,050,000
Diluted EPS of face value INR 10 each (in INR)	<u>15.37</u>	<u>0.51</u>

6 Contingent liabilities

(to the extent not provided for)

There is no contingent liability as at 31st March, 2020 (31st March, 2019: INR Nil) (1st April, 2018: INR Nil) .

7 Capital commitments

(to the extent not provided for)

There are no contracts in capital account to be executed and not provided for as at 31st March, 2020 (31st March, 2019: INR Nil) (1st April, 2018: INR Nil) .

8 There are no long term contracts, including derivative contract, for which there were any material foreseeable losses.

9 Operating leases - Ind AS 116

Assets taken on Lease :

Maturity Analysis of Lease Liabilities

The Holding Company has taken office premises on operating lease.

Contractual undiscounted cash flows

	As at 31st March, 2020	As at 31st March, 2019
In less than a year	24.00	24.00
In 1 year to 5 years	54.00	78.00
In more than 5 years	-	-
Total undiscounted lease liabilities at 31st March, 2020	<u>78.00</u>	<u>102.00</u>
Lease liabilities included in the statement of financial position at 31 March 2020		-
Current	18.69	17.08
Non-current	48.71	67.40

Amount recognised in profit or loss

Particulars

	Year ended 31-Mar-20	Year ended 31-Mar-19
Interest on lease liabilities	6.92	6.16
Depreciation on office premises taken on lease	20.53	15.39
	<u>27.45</u>	<u>21.55</u>

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

10 Employee retirement benefits

A. Defined contribution plans

The Group does not have any defined contribution plans.

B. Defined benefit plan

Retirement Gratuity (Unfunded)

The Group has a defined benefit gratuity plan in India (unfunded). The Group's defined benefit gratuity plan is a final salary plan for employees. Gratuity is paid from Group as and when it becomes due and is paid as per Group scheme for Gratuity.

The Group accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation. The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

	31-Mar-20	31-Mar-19
Principal actuarial assumptions a the balance sheet date :		
Mortality table	Indian Assured Lives Mortality (2006-08) Ult table	-
Discount rate	6.59%	-
Salary escalation (p.a.)	10.00%	-
Employee attrition rate	10.00%	-
Changes in the defined benefit obligation :	-	-
Opening defined benefit obligation	2.10	-
Current service cost	-	-
Past service cost	-	-
Interest on defined benefit obligation	-	-
Remeasurements due to:	-	-
Actuarial loss / (gain) arising from changes in financial assumptions	-	-
Actuarial loss / (gain) arising from changes in demographic assumptions	-	-
Actuarial loss / (gain) arising on account of experience changes	-	-
Benefits paid	-	-
Closing defined benefit obligation	<u>2.10</u>	<u>-</u>
Change in fair value of plan assets :	-	-
Opening fair value of plan assets	-	-
Contribution by employer	-	-
Interest on plan asset	-	-
Remeasurements due to:	-	-
Actual return on plan assets less interest on plan assets	-	-
Benefits paid	-	-
Fair value of plan assets as at end of the year	<u>-</u>	<u>-</u>
Amount recognised in Balance Sheet :		
Present value of funded defined benefit obligation	(2.10)	-
Fair value of plan assets	-	-
Net liability recognised in Balance Sheet	<u>(2.10)</u>	<u>-</u>
Profit and loss account expense :		
Current service cost	2.10	-
Past service cost	-	-
Interest on net defined liability	-	-
Total expense charged to profit and loss account	<u>2.10</u>	<u>-</u>
Amount recorded in Other Comprehensive Income (OCI)		
Remeasurements during the period due to:		
Changes in financial assumptions	-	-
Changes in demographic assumptions	-	-
Experience adjustments	-	-
Actual return on plan assets less return on plan assets	-	-
Amount recognised in OCI	<u>-</u>	<u>-</u>
Category of Assets		
Investments quoted in active market	-	-
Unquoted investments :		
Insurer managed funds	-	-
	<u>-</u>	<u>-</u>

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

Sensitivity Analysis :

	31-Mar-20	31-Mar-19
Projected Benefit Obligation on Current Assumptions	2.10	-
Delta Effect of +1% Change in Rate of Discounting	(0.18)	-
Delta Effect of -1% Change in Rate of Discounting	0.21	-
Delta Effect of +1% Change in Rate of Salary Increase	0.20	-
Delta Effect of -1% Change in Rate of Salary Increase	(0.18)	-
Delta Effect of +1% Change in Rate of Employee Turnover	(0.06)	-
Delta Effect of -1% Change in Rate of Employee Turnover	0.07	-

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

Projected Plan Cash Flow :

The table below shows the expected cash flow profile of the benefits to be paid to the current membership of the plan based on past service of the employees as at the valuation date :

	31-Mar-20	31-Mar-19
Maturity Profile		
Expected benefits for year 1	0.27	-
Expected benefits for year 2	0.13	-
Expected benefits for year 3	0.15	-
Expected benefits for year 4	0.15	-
Expected benefits for year 5	0.14	-
Sum of Expected benefits for year 6 to year 10	0.71	-
Sum of Expected benefits for year 11 and above	2.84	-

The weighted average duration to the payment of these cash flows is 10 years.

Risk Associated with Defined Benefit Plan

Gratuity is a defined benefit plan and Group is exposed to the Following Risks :

Interest Rate Risk : A fall in the discount rate which is linked to the Government Securities Rate will increase the present value of the liability requiring higher provision.

Salary Risk : The present value of the defined benefit plan liability is calculated by reference to the future salary of members. As such an increase in the salary of members more than assumed level will increase the plan's liability.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Group has to manage pay-out based on pay as you go basis from own funds.

Mortality risk : Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

During the year, there were no plan amendments, curtailments and settlements.

C. Other long term benefits

1) Amount recognised as a liability in respect of compensated leave absence as per actuarial valuation as on 31st March, 2020 is INR 2.09 lakhs (as on 31st March 2019 : INR NIL, as on 1st April 2018: INR NIL).

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

11 Related Party Disclosures

(A) Names of related parties and nature of relationship :

i Ultimate Holding company

Mefree LLP [formerly Naradiya Commercial LLP]

ii Holding company

Rayirth Holding and Trading Company Private Limited

iii Directors

Mr. Malav A. Dani

Mr. Ashwin Nagarwadia

Mr. Bomi Chinoy

iv Key Management Personnel (KMP)

Mr. Percy Jal Dajee - Principal Officer (w.e.f. 19th June, 2019) & Chief Executive Officer and Company Secretary (w.e.f. 5th February, 2020)

Mrs. Prachi Talwar Desai - Chief Financial Officer (w.e.f. 5th February, 2020)

Note:

Related Party Relationships, other than between a Parent and its subsidiaries, are disclosed only where the Company has transactions with those parties during the year / previous year.

(B) Related Party Transactions :

Particulars	Ultimate Holding Company			Directors			Key Management Personnel (KMP)		
	19-20	18-19	17-18	19-20	18-19	17-18	19-20	18-19	17-18
Directors Sitting Fees				3.60					
Loans Taken									
Mr. Malav A. Dani	-	-	-	5.00	-	-	-	-	-
Salary *									
Mr. Percy Jaal Dajee	-	-	-	-	-	-	9.63	-	-
Mrs. Prachi Desai	-	-	-	-	-	-	1.44	-	-
Outstanding as at 31st March									
Loan Payable to									
Mr. Malav A. Dani	-	-	-	5.00	-	-	-	-	-
Optionally Fully Convertible Debenture [OFCD] Payable to									
Mefree LLP	200.00	200.00	200.00	-	-	-	-	-	-

Notes :

* In the above balances benefits arising on account of gratuity / leave encashment are not included as these benefits are determined at a Company level.

During the year, there was no material transaction with any related parties as per the Related Party Transactions Policy of the Company and all the related party transactions entered into by the Company were in the ordinary course of business and on an arm's length basis.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

12 Maturity analysis of assets and liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

Particulars	As at March 31, 2020			As at March 31, 2019			As at April 1, 2018		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Financial Assets									
Cash and cash equivalents	1,396.11	-	1,396.11	2.96	-	2.96	12.31	-	12.31
Bank Balance other than cash and cash equivalents	2,651.21	-	2,651.21	-	-	-	-	-	-
Investments	113,300.00	826,417.39	939,717.39	54,299.07	735,978.19	790,277.26	370.75	592,513.68	592,884.43
Other financial assets	542.30	13.70	556.00	526.31	12.58	538.89	-	-	-
Non-financial assets									
Current tax assets (net)	-	20.03	20.03	-	7.32	7.32	-	-	-
Deferred tax assets (Net)	-	-	-	-	-	-	-	1,126.82	1,126.82
Property Plant and Equipments	-	0.33	0.33	-	1.18	1.18	-	-	-
Right of use assets	20.53	46.18	66.71	20.53	66.71	87.24	-	-	-
Other Intangible assets	-	0.51	0.51	-	0.50	0.50	-	-	-
Total Assets	117,910.15	826,498.14	944,408.29	54,848.87	736,066.48	790,915.35	383.06	593,640.50	594,023.56
Financial Liabilities									
Trade payables									
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	11.58	-	11.58	4.45	-	4.45	5.14	-	5.14
Debt Securities	20,032.11	200.00	20,232.11		200.00	200.00		200.00	200.00
Borrowings (Other than Debentures)	94,468.44	-	94,468.44	53,887.56	-	53,887.56	2,569.58	49,950.00	52,519.58
Other Financial Liabilities	18.69	48.71	67.40	17.08	67.40	84.48	-	-	-
Non-financial liabilities									
Current tax liabilities (Net)							3.60		3.60
Provisions	0.26	3.93	4.19	-	-	-			
Deferred Tax Liabilities		31,529.90	31,529.90		20,532.16	20,532.16		-	-
Other non-financial liabilities	179.17		179.17	92.13		92.13	105.05		105.05
Total Liabilities	114,710.25	31,782.54	146,492.79	54,001.22	20,799.56	74,800.78	2,683.37	50,150.00	52,833.37
Net	3,199.90	794,715.60	797,915.50	847.65	715,266.92	716,114.57	(2,300.31)	543,490.50	541,190.19

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

13 Disclosure on Financial Instruments

A. Accounting classification and fair values

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2020, March 31, 2019 and April 1, 2018.

As at 31st March, 2020

Particulars	Financial instruments at amortised cost	Fair value through profit or loss	Equity Investments - Fair value through other comprehensive income	Total
Financial Assets				
Cash and cash equivalents	1,396.11	-	-	1,396.11
Bank Balance other than cash and cash equivalents	2,651.21	-	-	2,651.21
Investments	-	-	939,717.39	939,717.39
Other financial assets	556.00	-	-	556.00
	4,603.32	-	939,717.39	944,320.71
Financial Liabilities				
Trade payables				
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	11.58	-	-	11.58
Debt Securities	20,232.11	-	-	20,232.11
Borrowings (Other than Debentures)	94,468.44	-	-	94,468.44
Other Financial Liabilities	67.40	-	-	67.40
	114,779.53	-	-	114,779.53

As at 31st March, 2019

Particulars	Financial instruments at amortised cost	Fair value through profit or loss	Equity Investments - Fair value through other comprehensive income	Total
Financial Assets				
Cash and cash equivalents	2.96	-	-	2.96
Bank Balance other than cash and cash equivalents	-	-	-	-
Investments	-	1,299.07	788,978.19	790,277.26
Other financial assets	538.89	-	-	538.89
	541.85	1,299.07	788,978.19	790,819.11
Financial Liabilities				
Trade payables				-
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	4.45	-	-	4.45
Debt Securities	200.00	-	-	200.00
Borrowings (Other than Debentures)	53,887.56	-	-	53,887.56
Other Financial Liabilities	84.48	-	-	84.48
	54,176.49	-	-	54,176.49

As at 1st April, 2018

Particulars	Financial instruments at amortised cost	Fair value through profit or loss	Equity Investments - Fair value through other comprehensive income	Total
Financial Assets				
Cash and cash equivalents	12.31	-	-	12.31
Bank Balance other than cash and cash equivalents	-	-	-	-
Trade receivables	-	-	-	-
Investments	-	370.75	592,513.68	592,884.43
Other financial assets	-	-	-	-
	12.31	370.75	592,513.68	592,896.74
Financial Liabilities				
Trade payables				
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	5.14	-	-	5.14
Debt Securities	200.00	-	-	200.00
Borrowings (Other than Debentures)	52,519.58	-	-	52,519.58
Other Financial Liabilities	-	-	-	-
	52,724.72	-	-	52,724.72

Investments in mutual funds are mandatorily classified as fair value through statement of profit and loss.

B. Fair Value Hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consist of the following three levels:

Level 1 - Quoted prices in an active market: This level of hierarchy includes financial assets and liabilities that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Valuation techniques with observable inputs: This level of hierarchy includes financial assets and liabilities, measured using 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 - Valuation techniques with significant unobservable inputs: This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The financial instruments included in Level 2 of fair value hierarchy have been valued using quotes available in the AMFI site which is not an active market.

The following table summarises financial assets and liabilities measured at fair value on a recurring basis and financial assets that are not measured at fair value on a recurring basis:

As at March 31, 2020

	Level 1	Level 2	Level 3
Financial Assets			
Investments in mutual funds			-
Investments in equity instruments	939,717.39		-
	939,717.39		-

As at March 31, 2019

	Level 1	Level 2	Level 3
Financial Assets			
Investments in mutual funds		1,299.07	
Investments in equity instruments	788,978.19		-
	788,978.19	1,299.07	-

As at April 1, 2018

	Level 1	Level 2	Level 3
Financial Assets			
Investments in mutual funds		370.75	
Investments in equity instruments	592,513.68		-
	592,513.68	370.75	-

The following table shows the valuation techniques used in measuring Level 1, Level 2 and Level 3 fair values for financial instruments measured at fair value in the balance sheet, as well as the significant unobservable inputs used.

Type	Valuation technique
Investments in mutual funds	Published Net Asset Value
Investments in equity instruments	Published Market Value

There have been no transfers between Level 1 and Level 2 for the years ended 31st March, 2020, 31st March, 2019 and 1st April, 2018.

14 Financial instruments and associated risks

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk
- Interest Rate Risk

The Group has a risk management framework which not only covers the market risks but also other risks associated with the financial assets and liabilities such as interest rate risks and credit risks.

The risk management framework is approved by the Board of Directors. The risk management framework aims to:

- (i) create a stable business planning environment by reducing the impact of interest rate fluctuations on the Group's business plan.
- (ii) achieve greater predictability to earnings by determining the financial value of the expected earnings in advance.

Credit Risk:

Credit risk is the risk of financial loss to the Group if a counter-party fails to meet its contractual obligations.

Trade receivables

Credit risk with respect to trade receivables is limited, since the trade receivables amount is NIL.

Cash and cash equivalents

The Group holds cash and cash equivalents of INR 1,396.11 lakhs at 31 March 2020 (31 March 2019: INR 2.96 lakhs ; 1 April 2018: INR 12.31 lakhs). The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

Liquidity Risk:

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Group's reputation.

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. In the case of the Group, market risk primarily impacts financial instruments measured at fair value through profit or loss.

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 does not have exposure to the risk of changes in market interest rate as it has debt obligations with fixed interest rates which are measured at amortised cost.

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

15 Additional information as required under Schedule III to the Companies Act, 2013

Name of the entity	Country of Incorporation	Net Assets, i.e. total assets minus total liabilities				Share in profit and loss				Share in Other comprehensive income				Share in Total comprehensive income			
		As at 31 March 2020		As at 31 March 2019		For the year ended 31 March 2020		For the year ended 31 March 2019		For the year ended 31 March 2020		For the year ended 31 March 2019		For the year ended 31 March 2020		For the year ended 31 March 2019	
		As % of consolidated net assets	Amount	As % of consolidated net assets	Amount	As % of consolidated profit and loss	Amount	As % of consolidated profit and loss	Amount	As % of Other comprehensive income	Amount	As % of Other comprehensive income	Amount	As % of Total comprehensive income	Amount	As % of Total comprehensive income	Amount
Parent company																	
Sattva Holding and Trading Private Limited	INDIA	100.00	797,919.56	100.00	716,117.88	100.02	3,390.66	100.70	113.00	100.00	78,411.02	100.00	174,812.16	100.00	81,801.68	100.00	174,925.16
Indian Subsidiary																	
Canes Venatici Trading Private Limited	INDIA	(0.00)	(3.06)	(0.00)	(2.31)	(0.02)	(0.75)	(0.70)	(0.78)	-	-	-	-	(0.00)	(0.75)	(0.00)	(0.78)
Elimination		(0.00)	(1.00)	(0.00)	(1.00)		-		-		-		-		-		-
TOTAL		100.00	797,915.50	100.00	716,114.57	100.00	3,389.91	100.00	112.22	100.00	78,411.02	100.00	174,812.16	100	81,800.93	100	174,924.38

SATTVA HOLDING AND TRADING PRIVATE LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

(Currency: INR in Lakhs)

16 Corporate Social Responsibility (CSR)

As per the provisions of the Section 135 of the Act, Gross amount required to be spent by the Company during the year was INR NIL.

17 Due to micro and small suppliers

Sundry creditors do not include any amount payable to Small Scale Industrial Undertakings and Micro, Small and Medium Enterprises. Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the management, the following disclosures are made for the amounts due to the Micro, Small and Medium enterprises, who have registered with the competent authorities.

	31st March, 2020	31st March, 2019
Principal amount remaining unpaid to any supplier as at the year end	Nil	Nil
Interest due thereon	Nil	Nil
Amount of interest paid by the Group in terms of section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	Nil	Nil
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	Nil	Nil
Amount of interest accrued and remaining unpaid at the end of the accounting year	Nil	Nil
Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises, under Section 23 of the MSMED Act	Nil	Nil

18 Capital management

Equity share capital and other equity are considered for the purpose of Holding Company's capital management. The Holding Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to the Shareholders. The capital structure of the Holding Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence. The funding requirements are met through equity and operating cash flows generated. The Holding Company may take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

19 The Secured Listed Redeemable Non-Convertible Debentures (NCD) of INR 198 crore issued by the Company are secured by 66,00,000 equity shares of Asian Paints Limited and the required asset cover for the said NCD is 4:00 times. As on 31st March 2020, the Company has maintained the asset cover of 5:55 times of the NCDs issued. Said information is provided in accordance to the provisions of Regulation 54 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Other information:

Credit Rating	CRISIL AA+/STABLE
Debt Equity Ratio	0.14
Net Worth *	INR 797,915.50 lakhs

* includes financial instruments fair valued through other comprehensive income

20 Subsequent events

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

21 Additional information pursuant to Schedule III to the Companies Act, 2013, has not been furnished, as the same is not applicable.

22 The Group has been taking steps in view of the COVID19 pandemic to ensure safety, health and wellbeing of all employees of the Group and to ensure compliance with directives being issued by Central/State/Local authorities. All the employees in our office have been instructed to work from home and all operations such as interest servicing, security cover, etc. are being monitored on daily basis and executed remotely.

23 The financial statements are authorised for issue by the Board of Directors on 31st July, 2020.

24 Previous year's figures have been regrouped / reclassified wherever considered necessary.

As per our report of even date attached
For Kalyaniwalla & Mistry LLP
 Chartered Accountants
 Firm's Registration No: 104607W/W100166

For and on behalf of the Board of Directors of
SATTVA HOLDING AND TRADING PRIVATE LIMITED

Roshni R. Marfatia
 Partner
 Membership No: 106548

Malav A. Dani
 Director
 DIN: 01184336

Bomi P. Chinoy
 Director
 DIN: 07519315

Place: Mumbai
 Date: 31st July, 2020

Percy Jal Dajee
 Chief Executive Officer
 & Company Secretary

Prachi Talwar Desai
 Chief Financial Officer

Place: Mumbai
 Date: 31st July, 2020