

# SATTVA HOLDING AND TRADING PVT. LTD.

28<sup>th</sup> September, 2021

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

**Scrip Code: 959251**  
**Scrip Code: 973406**

**Scrip ID: 0SHTPL30223**  
**Scrip ID: ZCSHTPL26**

Dear Sir/ Madam,

**Sub: Annual Report of the Company and Notice convening 11<sup>th</sup> 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 11<sup>th</sup> AGM and the Annual Report of the Company for the financial year 2020-21.

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 2020-21 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, 30<sup>th</sup> September, 2021, at 2.00 p.m. at Homevilla, 48, Krishna Sanghi Path, Gamdevi, Mumbai – 400 007.

The Notice of AGM along with the Annual Report for the financial year 2020-21 is also being made available on the website of the Company at [www.sattvaholding.com](http://www.sattvaholding.com)

This is for your information and record.

Thanking you.

Yours truly,

**For Sattva Holding and Trading Private Limited**

**Hetali Mehta**  
**Company Secretary & Compliance Officer**  
Encl.: As above

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# **11<sup>th</sup> ANNUAL REPORT**

## **2020 - 2021**

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**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, Chief Financial Officer (CFO w.e.f 1 <sup>st</sup> May, 2021)
Smt. Hetali H. Mehta	: Company Secretary & Compliance Officer (w.e.f 1 <sup>st</sup> May, 2021)

◆ **STATUTORY AUDITORS:**

M/s. Kalyaniwalla and Mistry LLP, Chartered Accountants

◆ **SECRETARIAL AUDITORS:**

M/s. Robert Pavrey & Associates, Company Secretaries

◆ **BANKERS:**

HDFC Bank Limited  
Kotak Bank  
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

<b>CONTENTS</b>	<b>PAGE NOS.</b>
Notice	4
Route Map	7
Attendance Slip	8
Boards' Report along with annexures	10
Standalone Auditor's Report	38
Standalone Financial Statements	48
Consolidated Auditor's Report	91
Consolidated Financial Statements	98

**ELEVENTH ANNUAL GENERAL MEETING**

**Day & Date:** Thursday, 30<sup>th</sup> September, 2021

**Time:** 2:00 p.m.

**Venue:** Homevilla, 48, Krishna Sanghi Path, Gamdevi, Mumbai – 400007.

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE ELEVENTH ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD AT THE REGISTERED OFFICE OF THE COMPANY AT HOMEVILLA, 48, KRISHNA SANGHI PATH, GAMDEVI, MUMBAI – 400 007., ON THURSDAY, 30<sup>TH</sup> SEPTEMBER, 2021 AT 2.00 P.M. FOR THE PURPOSE OF TRANSACTING THE FOLLOWING BUSINESSES:**

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**ORDINARY BUSINESS:**

1. To receive, consider and adopt the following;
  - a. Audited Standalone Financial Statements for the financial year ended 31<sup>st</sup> March, 2021 together with the Reports of the Board of Directors and the Auditors thereon.
  - b. Audited Consolidated Financial Statements for the financial year ended 31<sup>st</sup> March, 2021 together with the Reports of the Board of Directors and the Auditors thereon.
2. To consider and if deemed fit, to pass the following resolution as an Ordinary Resolution:

**RESOLVED THAT** pursuant to the provisions of Section 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made there under and RBI guidelines on appointment of statutory auditors of banks and NBFCs (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the receipt of consent and eligibility under Section 141 of the Companies Act 2013 and FORM B as per the guidelines of RBI, M/s. Khandhar Mehta & Shah, bearing registration no. 125512W be and are hereby appointed as the statutory auditors of the Company for a period of three years from the conclusion of eleventh annual general meeting held in the calendar year 2021 till the conclusion of the fourteenth annual general meeting to be held in the calendar year 2024, on a remuneration that may be determined by the Board in consultation with the Statutory Auditors from time to time in the place of existing Statutory Auditors Kalyaniwalla & Mistry LLP, Firm Registration no. 106041W/W100136, who has given notice in writing by expressing its ineligibility to continue due to completion of permissible term of three years as mandated by RBI vide its Circular. DoS. CO.ARG/SEC.01/08.91.001/2021-22, dated April 27, 2021.

**RESOLVED FURTHER THAT** any of the Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this Resolution and matters incidental thereto”

**Registered Office:**

Unit no. 205, 2nd floor,  
Welspun House, Kamala city,  
Lower Parel (West), Mumbai-400013.  
Phone:(022)40016500  
Email: [sattvaholding@gmail.com](mailto:sattvaholding@gmail.com)  
Web: [sattvaholding.com](http://sattvaholding.com)  
CIN: U65923MH2011PTC214070  
Date: 23<sup>rd</sup> September, 2021  
Place: Mumbai

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

Sd/-

**Hetali H. Mehta**  
Company Secretary &  
Compliance Officer

**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.

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

**Item No. 2**

M/s Kalyaniwalla & Mistry LLP, Chartered Accountants, Mumbai having Firm Registration No: 104607W/ W100166, the present Statutory Auditors of the Company who was holding office until the conclusion of the 12<sup>th</sup> Annual General Meeting (AGM) to be held in year 2022, have given notice in writing by expressing its ineligibility to continue due to completion of permissible term of three years as mandated by RBI vide its Circular. DoS. CO.ARG/SEC.01/08.91.001/2021-22, dated April 27, 2021.

Accordingly, the Board at its meeting held on 23<sup>rd</sup> September 2021 has proposed and approved the appointment of M/s. Khandhar Mehta & Shah, Chartered Accountants, bearing registration no. 125512W as the Statutory Auditors of the Company for the period of three years.

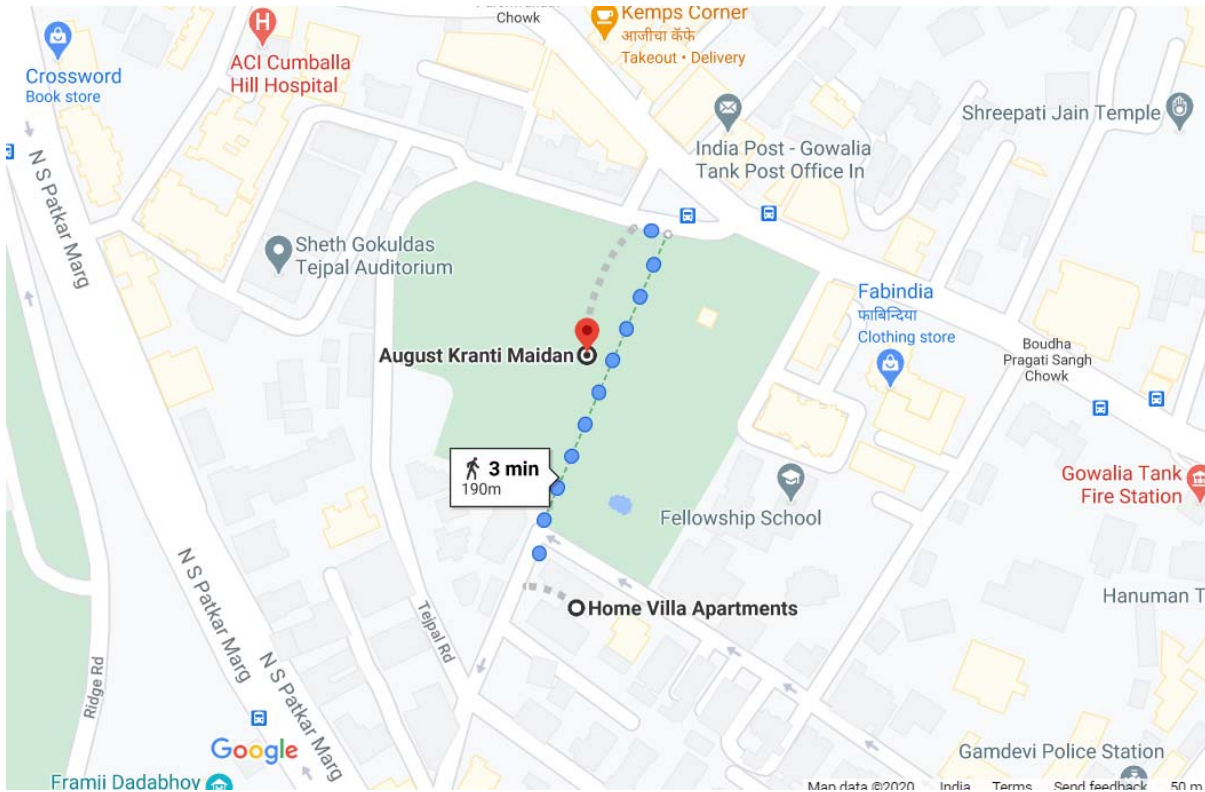
M/s. Khandhar Mehta & Shah, have given their consent for appointment as the Statutory Auditors of the Company. They have confirmed their eligibility for appointment in terms of the applicable provisions of the Companies Act, 2013, read with the applicable rules made under and also in accordance with the guidelines issued by RBI (including any statutory modification(s) or re-enactment thereof for the time being in force) and they have also confirmed that they are not disqualified for appointment under the applicable provisions of the Companies Act, 2013.

M/s. Khandhar Mehta & Shah, shall hold office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting to be held in calendar year 2024, at such remuneration as may be mutually agreed between the Board of Directors and the Auditors.

Relevant documents/ certificates are open for inspection at the Registered Office of the Company during the business hours on any working days except Saturdays, Sundays & Public Holidays between 11.00 a.m. to 1.00 p.m. upto the date of Annual General Meeting and the same is also available at the Annual General Meeting for inspection by the members.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the notice. The Board of Directors recommends the Ordinary Resolution set out at Item No. 2 of the notice for approval by the members.

Route Map of venue of the meeting:



Landmark: Behind August Kranti Maidan

Venue: Homevilla, 48, Krishna Sanghi Path, Gamdevi, Mumbai – 400007

**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 Homevilla, 48, Krishna Sanghi Path, Gamdevi, Mumbai – 400007, on Thursday, 30th September, 2021, at 2.00 p.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, 30th September, 2021, at 2.00 p.m. at Homevilla, 48, Krishna Sanghi Path, Gamdevi, Mumbai – 400007, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars of Resolution	For	Against
	<b>Ordinary Business</b>		
1.	To receive, consider and adopt the following; a. Audited Standalone Financial Statements for the financial year ended 31 <sup>st</sup> March, 2021 together with the Reports of the Board of Directors and the Auditors thereon. b. Audited Consolidated Financial Statements for the financial year ended 31 <sup>st</sup> March, 2021 together with the Reports of the Board of Directors and the Auditors thereon.		
2.	To appoint M/s. Khandhar Mehta & Shah, Chartered Accountants as the Statutory Auditor of the Company for a period of 3 years		

Signed this \_\_\_\_ day of \_\_\_\_\_, 2021

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.**

## **Board's Report**

Your Directors have pleasure in presenting the Eleventh Annual Report of the Company along with the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2021.

## **COMPANY PERFORMANCE:**

### **Financial Highlights:**

Particulars	Standalone*		Consolidated*	
	2020-2021	2019-20	2020-2021	2019-20
	(Rs. In Lakhs)	(Rs. In Lakhs)	(Rs. In Lakhs)	(Rs. In Lakhs)
Revenue from operation	2,859.91	10,055.91	2,859.91	10,055.91
Other Income	0.27	-	0.27	-
<b>Total Revenue</b>	<b>2,860.18</b>	<b>10,055.91</b>	<b>2,860.18</b>	<b>10,055.91</b>
Total Expenses	10,339.43	6,675.09	10,341.09	6,675.84
<b>PROFIT BEFORE TAXES</b>	<b>-7,479.25</b>	<b>3,380.82</b>	<b>-7,480.91</b>	<b>3,380.07</b>
Less: Provision for taxation	550.65	8.50	550.65	8.50
Excess provision of tax relating to earlier years	-5.83	-6.12	-5.83	-6.12
Deferred Tax	-2.25	-12.22	-2.25	-12.22
<b>PROFIT AFTER TAXES</b>	<b>-8,021.82</b>	<b>3390.66</b>	<b>-8,023.48</b>	<b>3389.91</b>
<b>Attributable to:</b>				
(A) Shareholders of the Company	-8,021.82	3390.66	-8,023.48	3389.91
Other Comprehensive Income	434,907.97	78,411.02	4,34,907.97	78,411.02
(B) Total Other Comprehensive Income .....(B)	434,907.97	78,411.02	4,34,907.97	78,411.02
(C) Total Comprehensive Income ..... (A+B)	4,26,886.15	81,801.68	4,26,884.49	81,800.93
(D) Opening balance of Other Equity (Including Comprehensive income)	7,97,714.56	7,15,912.87	797710.50	715909.57
(E) Closing balance of Other Equity (C+D)	12,24,600.70	7,97,714.56	12,24,599.04	797710.50
<b><u>Earnings per share</u></b>				
Basic (INR)	-391.31	165.40	-391.39	165.36
Diluted (INR)	-36.38	15.38	-39.39	15.37

## **OPERATIONS:**

During the financial year 2020-21 under review, standalone revenue decreased to Rs. 2,859.91 Lakh as compared to Rs. 10,055.91 Lakh in the previous financial year 2019-20. Decrease in revenue largely due to decrease in the receipt dividend from the group companies due to COVID-19 pandemic affected lockdown and receipt of second interim dividend in the month of March 2020.

Company has booked loss (After tax) of Rs. 8,021.82 Lakh for the financial year 2020-21 as compared to profit (After tax) of Rs. 3,390.66 Lakh in the previous financial year 2019-20.

The consolidated revenue of the Company for the financial year 2020-21 is Rs. 2,859.91 Lakh, as compared to Rs. 10,055.91 Lakh in the previous year 2019-20.

Company has booked loss (After tax) of Rs. 8,023.48 Lakh for the financial year 2020-21 as compared to profit (After tax) of Rs. 3,390.66 Lakh in the previous financial year 2019-20.

#### **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, 2021, 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 Statements have been prepared in accordance with Ind AS and relevant provisions of the Act based on the financial statement received from the subsidiary, as approved by their respective Board of Directors.

#### **DIVIDEND:**

In view of losses, the Directors do not recommend any dividend on Equity Shares for the Financial Year ended 31<sup>st</sup> March, 2021.

#### **TRANSFER TO RESERVES:**

The Company is not required to transfer any amount to the 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.

Further, the Company has not transferred any amount to any other reserves.

#### **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 on 31<sup>st</sup> March, 2021. 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 2020-21, 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"):**

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

**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 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 in the Rule 8 of 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 on 5<sup>th</sup> February, 2020 issued 198 Listed Secured Rated Redeemable Non-Convertible Debentures having face value of Rs. 1,00,00,000/- per debenture with zero percent coupon rate on private placement basis amounting to Rs. 198 crores and listed on BSE Limited with effect from 13<sup>th</sup> February, 2020 and 980 Listed Secured Rated Redeemable Non-Convertible Debentures having face value of Rs. 10,00,000/- with zero percent coupon rate on private placement basis amounting to Rs. 98 crores and the same was allotted on 26<sup>th</sup> August 2021 and listed with BSE Limited with effect from 2<sup>nd</sup> September 2021

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 were to make further investments in group companies, refinancing of existing debt and general corporate purpose, and the proceeds have been fully utilized by the Company for this purpose. A certificate on utilization of issue proceeds of Rs. 198 crores certified by M/s Kalyaniwalla & Mistry LLP, Statutory Auditors of the Company was attached

with the Annual Report of previous year i.e., FY 2019-20, which is also available on the website of the Company. A certificate of utilisation of proceeds received from J.B. Dudhela & Co. Chartered Accountants for Rs. 98 crore is also attached with this Annual Report.

During the financial 2020-21 the Company has restructured Rs. 198 crore NCDs issued on 5<sup>th</sup> February 2020 by modifying the terms as approved by the Board of Directors.

**Change in terms:**

The redemption premium of the Rs. 198 crore NCDs allotted on 5<sup>th</sup> February 2020 has been changed from 9.50% p.a to 7.00% p.a. which was effective from 5<sup>th</sup> February 2021. The necessary consent from the debenture holders and Debenture Trustee has been taken and compliances pertaining to the restructuring have been complied with the stock exchange.

**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 31<sup>st</sup> March, 2021.

The Company has received the declarations and undertakings in accordance with the requirements under 'Fit and Proper criteria' prescribed for the CICs by RBI vide its review guidelines notification dated 13<sup>th</sup> August 2020, from all the Directors. The details provided by the Directors were satisfactory in accordance with the requirement. The 'Deed of Covenants' has been executed between the Company and Directors. The policy on fit and proper criteria is placed at the Company's website at following link <http://sattvaholding.com/Display>

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

Mrs. Prachi Desai who was appointed as the Chief Financial Officer resigned from the Company and holding the office up to 30<sup>th</sup> November, 2020.

Mr. Mukesh Desai who was appointed as Chief Financial Officer of the Company on 21<sup>st</sup> January, 2021, resigned from the Company on 30<sup>th</sup> April, 2021.

Mr. Percy J. Dajee, who was appointed as the CEO, Company Secretary and Compliance Officer and Principal Officer of the Company was re-designated as the CEO, CFO and Principal Officer of the Company w.e.f 1<sup>st</sup> May 2021.

Mr. K.S. Ramakrishnan appointed as Chief Risk Officer (CRO) of the Company w.e.f. 25<sup>th</sup> January 2021 in accordance with the review guidelines issued by RBI for CICs vide its notification dated 13<sup>th</sup> August 2020.

Ms. Hetali Mehta was appointed as the Company Secretary & Compliance Officer of the Company w.e.f 1<sup>st</sup> May, 2021.

**NUMBER OF MEETINGS OF THE BOARD DURING THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2021:**

During the financial year under review, the Board of Directors met 6 (Six) times, on the following dates:

Sr. No.	Date of Board Meeting
1)	31 <sup>st</sup> July, 2020
2)	7 <sup>th</sup> September, 2020
3)	9 <sup>th</sup> November, 2020
4)	25 <sup>th</sup> January, 2021
5)	25 <sup>th</sup> February, 2021
6)	26 <sup>th</sup> March, 2021

Sr. No.	Particulars	DIN	Meeting Attended
1.	Malav A. Dani	01184336	6
2.	Ashwin R. Nagarwadia	00466681	2
3.	Bomi P. Chinoy	07519315	6

**COMMITTEES:**

During the financial year 2019-20, 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 4<sup>th</sup> 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)/ Managing Director and heads of various risk verticals shall be responsible for evaluating the overall risks faced by the NBFC including liquidity risk.*

<b><u>Composition of Risk Management Committee</u></b>			
Sr no	Name of the person	Designation	Head/Member
1.	Mr. Percy Dajee	CEO, CFO and Principal Officer	Head
2.	Mr. Ashwin Nagarwadia*	Director	Member
3.	Mrs. Prachi Talwar Desai***	CFO	Member
4.	Mr. Anita Singh**	Manager – Finance and Taxation	Member
5.	Mr. Mukesh Desai#	CFO	Member
6.	Mrs. Hetali Mehta\$	Company Secretary	Member

\*Resigned as a member of the Committee on 31<sup>st</sup> July 2020

\*\*Appointed as a member of the Committee w.e.f 31<sup>st</sup> July 2020

\*\*\*Resigned from the Company on 30<sup>th</sup> November 2020

#Appointed as a member w.e.f 25<sup>th</sup> January 2021 and resigned on 30<sup>th</sup> April 2021

\$Appointed as a member w.e.f 1<sup>st</sup> May 2021

## 2. Asset Liability Management Committee (ALCO):

*The ALCO consisting of the NBFC's top management shall be responsible for ensuring adherence to the risk tolerance/limits set by the Board as well as implementing the liquidity risk management strategy of the NBFC. The CEO/MD or the Executive Director (ED) should head the Committee. The Chiefs of Investment, Credit, Resource Management or Planning, Funds Management/ Treasury (forex and domestic), Economic Research may be members of the Committee. The role of the ALCO with respect to liquidity risk should include, 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 all branches.*

<b>Composition of Asset Liability Management Committee</b>			
<b>Sr no</b>	<b>Name of the person</b>	<b>Designation</b>	<b>Head/Member</b>
1.	Mr. Percy Dajee	CEO, CFO and Principal Officer	Head
2.	Mr. Ashwin Nagarwadia*	Director	Member
3.	Mrs. Prachi Talwar Desai***	CFO	Member
4.	Mr. Nozer Damania**	Manager Finance	Member
5.	Mr. Mukesh Desai#	CFO	Member
6.	Mrs. Hetali Mehta\$	Company Secretary	Member

\*Resigned as a member of the Committee on 31<sup>st</sup> July 2020

\*\*Appointed as a member of the Committee w.e.f 31<sup>st</sup> July 2020

\*\*\*Resigned from the Company on 30<sup>th</sup> November 2020

#Appointed as a member w.e.f 25<sup>th</sup> January 2021 and resigned on 30<sup>th</sup> April 2021

\$Appointed as a member w.e.f 1<sup>st</sup> May 2021

## 3. Group Risk Management Committee (GRMC):

In accordance with the provisions of Review Guidelines issued by RBI for CICs vide its notification dated 13<sup>th</sup> August 2020, the Company is required to form Group Risk Management Committee (GRMC).

The GRMC shall report to the Board of the CIC that constitutes it and shall meet at least once in a quarter. The composition of GRMC shall be as under:

- (i) The GRMC shall comprise minimum of five members, including executive members.
- (ii) At least two members shall be independent directors, one of whom shall be the Chairperson of the GRMC.
- (iii) Members shall have adequate and commensurate experience in risk management practices.

<b>Group Risk Management Committee</b>			
<b>Sr no</b>	<b>Name of the person*</b>	<b>Designation</b>	<b>Chairman/Member</b>
1.	Mr. Bomi Chinoy	Independent Director	Chairman
2.	Mr. Ashwin Nagarwadia	Director	Member
3.	Mr. Mukesh Desai**	CFO	Member
4.	Mr. Percy Dajee	CEO & Principal	Member

		Officer	
5.	Mr. K.S. Ramakrishnan	Chief Risk Officer	Member
6.	Ms. Hetali Mehta#	Company Secretary	Member

\*The Company is incorporated as a private limited company under the provisions of the Companies Act 2013, the Company is not required to have any independent Director, however as a good corporate governance it holds 1(one) independent Director on the Board.

\*\*Resigned on 30<sup>th</sup> April 2021.

#Appointed we.f. 1<sup>st</sup> May 2021

**The GRMC will have the following responsibilities:**

- (i) Analyse the material risks to which the group, its businesses and subsidiaries are exposed. It must discuss all risk strategies both at an aggregated level and by type of risk and make recommendations to the Board in accordance with the group's overall risk appetite.
- (ii) Identify potential intra-group conflicts of interest.
- (iii) Assess whether there are effective systems in place to facilitate exchange of information for effective risk oversight of the group.
- (iv) Assess whether the corporate governance framework addresses risk management across the group.
- (v) Carry out periodic independent formal review of the group structure and internal controls.
- (vi) Articulate the leverage of the Group and monitor the same.

**AUDITORS:**

At the Annual General Meeting held on September 28, 2017, M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants, Mumbai (Firm Registration No: 104607W/W100166), were appointed as the Statutory Auditors of the Company for a term of five years to hold the office till the conclusion of Annual General Meeting to be held in the calendar year 2022.

However in view of Notification no DOS.CO.ARG/SEC.01 /08.91.001/2021-22 dated April 27, 2021 issued by Reserve Bank of India applicable to all the CICs, the statutory auditors holding office for over three years need to be rotated.

Your Company has received notice in writing from M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants, Mumbai (Firm Registration No: 104607W/W100166) by expressing its ineligibility to continue as Statutory Auditors due to completion of permissible term of three years as mandated by RBI vide its Circular. DoS. CO.ARG/SEC.01/08.91.001/2021-22, dated April 27, 2021.

Accordingly the Company has identified and short listed the following two firms of Chartered Accountants, one of whom to be appointed as Statutory Auditors for the period from the conclusion of the Annual General Meeting to be held in 2021 till the end of Annual General Meeting to be held in 2024.

M/s. Khandhar Mehta & Shah

M/s. Natvarlal Vepari & Co.

Out of above the Board has finalised the appointment of M/s. Khandhar Mehta & Shah as the Statutory Auditor of the Company.

The Company has received the consent and eligibility in accordance with the following provisions; same has been placed before the Board at its meeting held on said date;

1. The Board has received Consent in accordance with Section 139(1) and Eligibility Certificate as per Section 141 of the Companies Act, 2013 read with Rule 4 (1) of the Companies (Audit and Auditors) Rules, 2014.
2. Eligibility Certificate in FORM B in the attached format as per RBI guidelines for appointment of SAs.

The Board has also recommended the appointment of M/s. Khandhar Mehta & Shah as the SA of the Company for the approval of shareholders at the AGM notice appended along with this report.

#### **AUDITORS' REPORT:**

The auditors' report for the financial year ended 31<sup>st</sup> March 2021 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 – A**".

#### **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 Rayirth was continued as the subsidiary of Mefree LLP.

Mefree LLP is the Ultimate Holding of the Company.

#### **DETAILS OF SUBSIDIARY COMPANY, ASSOCIATE COMPANY AND JOINT VENTURES:**

Your Company's subsidiary, Canes Venatici Trading Private Limited has reported a loss of Rs. 1,66,304/- during the financial year ended 31<sup>st</sup> March 2021.

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 B'.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013 DURING THE FINANCIAL YEAR 2020-21:**

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 31<sup>st</sup> March, 2021, the applicable accounting standards 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 31<sup>st</sup> March, 2021 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 consist of the members as mentioned hereinabove were appointed in accordance with the requirements provided RBI notification no. RBI/2019-20/88 DOR.NBFC (PD) CC. No.102/03.10.001/2019-20 dated 4<sup>th</sup> November 2020 to review the robustness of the Risk Management Policy. The periodical update on the risk management practices and mitigation plan, if any of the Company were placed before the Board of Directors. The Board periodically reviewed the updates and findings and suggested the 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 C' 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 in to 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 2020-21.

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 D'.

Additional Related Party Disclosures in compliance with Regulation 53(f) and Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided at the financials of the Company. 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.

**DISCLOSURES AS PER RBI:**

**a. List of group entities that were not consolidated in the Consolidated Financial Statement**

Name of the entity	Asian Paints Limited
Type of business	Manufacturer of Paints, Adhesives and other decorative products
Debt-equity ratio	0.002
Profitability of last two years	FY 2019-20 – 2653.95 Crore FY 2020-21 – 3052.51 Crore
Nature and type of exposure on the entity	Equity Holding of 5.88%
Total exposure of the CIC towards non-financial business	100%
Loans and Advances to the firms/Companies in which Directors are interested	NIL
Investments by the loanee of the CIC in the shares of parent company and group companies	NA

**b. Miscellaneous Disclosures as per RBI:**

Registration/ licence/ authorisation, by whatever name called, obtained from other financial sector regulators	<u>NIL</u>
Penalties imposed by RBI and other regulators including strictures or directions on the basis of inspection reports or other adverse findings	<u>NIL</u>
If the auditor has expressed any modified opinion(s) or other reservation(s) in his audit report or limited review report in respect of the financial results of any previous financial year or quarter which has an impact on the profit or loss of the reportable period, with notes on -	<u>NA</u>

(i) How the modified opinion(s) or other reservation(s) has been resolved; or  (ii) If the same has not been resolved, the reason thereof and the steps which the CIC intends to take in the matter.	
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**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**

**Sd/-**

**Malav A. Dani**  
Director (DIN: 01184336)

**Sd/-**

**Bomi P. Chinoy**  
Director (DIN: 07519315 )

Place: Mumbai

Date: 23<sup>rd</sup> September, 2021

**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021**  
*[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, 2021 (“**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, 2021 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;
- (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; and
- (v) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) 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.

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 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 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 25<sup>th</sup> February, 2021, 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 and Committee Meetings are carried out unanimously as recorded in the minutes of the respective meetings of the Board or Committee 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) Restructuring by resetting of redemption premium for 198 Rated, Secured, Redeemable Non-Convertible Debentures listed on BSE Limited with effect from February 5, 2021.

For **ROBERT PAVREY & ASSOCIATES**  
*Company Secretaries*

ROBERT  
PAVREY

Digitally signed by ROBERT PAVREY  
DN: cn=ROBERT PAVREY, c=IN,  
ou=MAHARASHTRA, o=Personal,  
serialNumber=+093afe721ec48a41ee32dca0  
a07fbaa14c8f9f980d81e1a2bawbcb6ae  
Date: 2021.04.30 19:35:01 +05'30'

Place: Mumbai  
Dated: April 30, 2021

**ROBERT PAVREY**  
**Proprietor**  
**FCS 2928 CP. No. : 1848**  
**UDIN: F002928C000217285**

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

**“Annexure A”**

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. Whereever 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, o=IN,  
st=MAHARASHTRA, ou=Personal,  
serialNumber=f093afec721ec486a41eee32  
fdaca0a478aa14d6f6f980d81e1a2bba9bb  
c6ae  
Date: 2021.04.30 19:35:33 +05'30'

Place: Mumbai  
Dated: April 30, 2021

**ROBERT PAVREY**  
**Proprietor**  
**FCS 2928 CP. No. : 1848**  
**UDIN: F002928C000217285**

To,  
The Board of Directors,  
Sattva Holding and Trading Private Limited

We have been engaged to conduct the secretarial audit (“**Audit**”) of the records of Sattva Holding and Trading Private Limited (“**Company**”) for the financial year ended on March 31, 2021. In view of the situation arising because of the Covid-19 pandemic across the world, the government of India had announced a State restriction on all commercial establishments, other than those providing essential services, with effect from April 14, 2021 (“**Curfew Date**”). The restriction binding on the state of Maharashtra where the registered office of the the Company is situated, during which period physical access and entry to the registered office of the Company has been restricted.

Since the secretarial audit is an ongoing process, after the Curfew Date levied by the government of Maharashtra, for the purposes of completion of the Audit, we have been provided soft copies of documents, registers, books and papers, minute books, forms and returns filed and other records maintained by the Company. The information and books, papers, minute books, forms and returns filed and other records provided for our verification are in the non-editable and printable format.

However, after the restriction is lifted in the state of Maharashtra where the registered office of the Company, we request you to provide us the relevant copies of extract of signed documents for our records.

We believe that books, papers, minute books, forms and returns filed and other records maintained by the Company though provided to us through in electronic form are the same as the physical records maintained by the Company at its registered office.

For **ROBERT PAVREY & ASSOCIATES**

*Company Secretaries*

ROBERT  
PAVREY

Digitally signed by ROBERT PAVREY  
DN: cn=ROBERT PAVREY, c=IN,  
o=MAHARASHTRA, ou=Personal,  
serialNumber=f093afec721ec486a41ee32fda0a  
478aa14d9f9f980d81e1a2bbad9bc6ae  
Date: 2021.04.30 19:35:52 +05'30'

Place: Mumbai  
Dated: April 30, 2021

**ROBERT PAVREY**  
**Proprietor**  
**FCS 2928 CP. No. : 1848**

**Annexure 'B'**

**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)**

<b>Name of the subsidiary</b>	Canes Venatici Trading Private Limited
<b>Country</b>	India
<b>The date since when subsidiary was acquired</b>	04/05/2013
<b>Reporting period for the subsidiary concerned, if different from the holding company's reporting period</b>	01/04/2020 to 31/03/2021
<b>Reporting currency</b>	INR
<b>Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries</b>	Not Applicable
<b>Share capital</b>	Rs.1.00
<b>Reserves &amp; surplus</b>	Rs. (4.06)
<b>Total assets</b>	Rs. 1.16
<b>Total Liabilities</b>	Rs. 1.16
<b>Investments</b>	-
<b>Total Revenue</b>	-
<b>Profit before taxation</b>	Rs.(1.67)
<b>Provision for taxation</b>	-
<b>Profit after taxation</b>	Rs.(1.67)
<b>Proposed Dividend</b>	-
<b>Extent of shareholding (in percentage)</b>	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	
<b>Shares of Associate/Joint Ventures held by the company on the year end</b>	
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	

- Names of associates or joint ventures which are yet to commence operations - Nil
- 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**

**Sd/-**  
**Bomi P. Chinoy**  
Director  
(DIN: 07519315)

**Sd/-**  
**Malav A. Dani**  
Director  
(DIN: 01184336)

**Sd/-**  
**Percy Dajee**  
CEO & CFO

**Sd/-**  
**Hetali Mehta**  
Company Secretary

Date: 23<sup>rd</sup> September, 2021  
Place: Mumbai

**ANNEXURE 'C'**  
**EXTRACT OF ANNUAL RETURN**  
As on financial year ended 31.03.2021

[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 <b>Regd. Office Address:</b> 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 <b>Regd. Office Address:</b> 205, 2nd Floor, Welspun House, Kamala City, Lower Parel (West), Mumbai - 400013	U65923MH2012PTC230703	Immediate Holding	100%	2(46)

	Canes Venatici Trading Private Limited <b>Regd. Office Address:</b> 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 01.04.2020				No. of Shares held at the end of the year at 31.03.2021				% Change during the year
	Demat	Physical	Total	% of Total Shares	#Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
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....	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (1):-</b>	<b>2049999</b>	<b>1</b>	<b>2050000</b>	<b>100%</b>	<b>2049999</b>	<b>1</b>	<b>2050000</b>	<b>100%</b>	<b>Nil</b>
2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporates*	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (2):-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>2049999</b>	<b>1</b>	<b>2050000</b>	<b>100%</b>	<b>2049999</b>	<b>1</b>	<b>2050000</b>	<b>100%</b>	<b>Nil</b>
*Rayirth Holding and Trading Company Private Limited along with its Nominee holds 20,50,000 Equity shares in the Company.									

<b>B. Public Shareholding</b>									
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)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	-	-	-	-	-	-	-	-	-
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	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2):</b>	-	-	-	-	-	-	-	-	-
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	-	-	-	-	-	-	-	-	-
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total(A+B+C)</b>	<b>2049999</b>	<b>1</b>	<b>2050000</b>	<b>100%</b>	<b>2049999</b>	<b>1</b>	<b>2050000</b>	<b>100%</b>	<b>Nil</b>

**ii. Shareholding of Promoters**

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year at 01.04.2020			Share holding at the end of the Year at 31.03.2021			
		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	% change in share holding during the year
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
	<b>Total</b>	<b>2050000</b>	<b>100</b>	<b>0</b>	<b>2050000</b>	<b>100</b>	<b>0</b>	<b>100</b>

**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 2020-21.

Sr No	Shareholders Name	Shareholding at the beginning of the year as on 01.04.2020		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	01.04.2020	Opening	--	--	2049999	100
				--	No Change	--	--	--	--
				31.03.2021	At the end of the year	-	-	2049999	100
2.	Mr. Malav A. Dani, (Nominee of Rayirth Holding and Trading Company Private Limited.)	1	0	01.04.2020	Opening	--	--	--	0
				--	No Change	--	--	--	--
				31.03.2021	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 01.04.2020		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 1.4.2020		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	01.04.2020	Opening	-	-	-	0
				--	No Change	-	-	-	-
				31.03.2021	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 2020-21.

**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
<b>Indebtedness at the beginning of the financial year</b>				
i. Principal Amount	114400.00	200.00	0	114600.00
ii. Interest due but not paid	0	0	0	0
iii. Interest accrued but not due	95.55	0	0	95.55
<b>Total (i+ii+iii)</b>	<b>114495.95</b>	<b>200.00</b>	<b>0</b>	<b>114695.55</b>
<b>Change in Indebtedness during the financial year</b>				
• Addition	23016.41	0		23016.41
• Reduction	18048.20	0	0	18048.20
<b>Net Change</b>	<b>4968.26</b>	<b>0</b>	<b>0</b>	<b>4968.26</b>
<b>Indebtedness at the end of the financial year</b>				
i. Principal Amount	115900.00	200.00	0	116100.00
ii. Interest due but not paid	0	0	0	0
iii. Interest accrued but not due	3563.81	0	0	3763.81
<b>Total (i+ii+iii)</b>	<b>119463.81</b>	<b>200.00</b>	<b>0</b>	<b>119663.81</b>

**F. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director/WTG/Manager:**

Sr. No.	Particulars of Remuneration	(Managing Director/WTG/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				
Commission	-	-	-	-
Others	-	-	-	-
Total (II)	-	-	-	-
<b>TOTAL B</b>	-	-	-	-
<b>Total Managerial Remuneration (A + B)</b>				
<b>Ceiling Limit as per the Companies Act, 2013</b>	NA			

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		
		CEO&CS*	CFO <sup>#</sup>	CFO <sup>\$</sup>
1.	Gross salary	Mr. Percy Dajee	Mrs. Prachi Desai	Mr. Mukesh Desai
	a. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	11,98,000	10,15,000	4,57,000
	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	-	-	-
	<b>Total</b>	<b>11,98,000</b>	<b>10,15,000</b>	<b>4,57,000</b>

\*Resigned as CS & Compliance Officer w.e.f 30<sup>th</sup> April, 2021 and continuing as CEO & CFO

#Resigned as a CFO w.e.f 30<sup>th</sup> November, 2020.

\$Resigned as a CFO w.e.f 30<sup>th</sup> April, 2021.

#### 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 2020-21.

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)
<b>A. Company</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. Other Officers in Default</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C) Other officers in default</b>					
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

Sd/-

Sd/-

**Malav A. Dani**

Director (DIN: 01184336)

**Bomi P. Chinoy**

Director (DIN: 07519315 )

Date: 23<sup>rd</sup> September, 2021

Place: Mumbai

**ANNEXURE 'D'**

**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**

**Sd/-**

**Malav A. Dani**

Director (DIN: 01184336)

Place: Mumbai

Date: 23<sup>rd</sup> September, 2021

**Sd/-**

**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, 2021, 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, 2021, the loss 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, 2021. 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.



LLP IN : AAH - 3437

REGISTERED OFFICE : ESPLANADE HOUSE, 29, HAZARIMAL SOMANI MARG, FORT, MUMBAI 400 001  
TEL.: (91) (22) 6158 6200, 6158 7200 FAX: (91) (22) 6158 6275

**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 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.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significant in the audit of the standalone financial statements for the year ended March 31, 2021



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, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 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 remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us, 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.



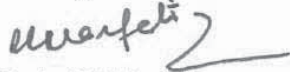
**KALYANIWALLA  
& MISTRY LLP**

- 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: 104607W / W100166



**Roshni R. Marfatia**

Partner

Membership No: 106548

UDIN: 21106548AAAACF9528

Place : Mumbai

Date : May 31, 2021



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, 2021:

**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 immoveable 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.
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 (1) (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 has not paid / provided for any managerial remuneration except for sitting fees paid to directors which is in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
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**

Partner

Membership No: 106548

UDIN: 21106548AAAACF9528

Place : Mumbai

Date : May 31, 2021



**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, 2021:

**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, 2021 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.

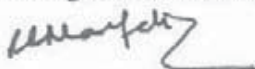
**Opinion**

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, 2021, 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: 21106548AAAACF9528

Place : Mumbai

Date : May 31, 2021



**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**CIN. NO- U65923MH2011PTC214070**

**BALANCE SHEET AS AT 31st MARCH, 2021**

(Currency : INR in Lakhs)

<b>Particulars</b>	<b>Note No.</b>	<b>AS AT 31st MARCH, 2021</b>	<b>AS AT 31st MARCH, 2020</b>
<b>ASSETS</b>			
<b>Financial Assets</b>			
Cash and cash equivalents	3.1	317.41	1,393.58
Bank Balance other than cash and cash equivalents	3.2	570.62	2,651.21
Investments	3.3	14,30,807.42	9,39,718.39
Other Financial assets	3.4	606.06	556.00
<b>Non-financial Assets</b>			
Current tax assets (Net of provision for tax)	3.5	14.63	20.03
Property, Plant and Equipment	3.6	0.83	0.33
Right of use assets	3.7	46.18	66.71
Other intangible assets	3.8	0.09	0.51
<b>Total assets</b>		<b>14,32,363.24</b>	<b>9,44,406.76</b>
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
<b>Financial Liabilities</b>			
Trade Payables	3.9		
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		9.52	11.04
Debt Securities	3.10	22,148.52	20,232.11
Borrowings (Other than Debt Securities)	3.11	97,514.57	94,463.44
Other Financial Liabilities	3.12	48.71	67.40
		<b>1,19,721.32</b>	<b>1,14,773.99</b>
<b>Non-financial liabilities</b>			
Provisions	3.13	8.88	4.19
Deferred tax liabilities (Net)	3.25	87,708.07	31,529.90
Other non-financial liabilities	3.14	119.27	179.12
		<b>87,836.22</b>	<b>31,713.21</b>
<b>Equity</b>			
Equity share capital	3.15	205.00	205.00
Other equity	3.16	12,24,600.70	7,97,714.56
<b>Total equity</b>		<b>12,24,805.70</b>	<b>7,97,919.56</b>
<b>Total liabilities and equity</b>		<b>14,32,363.24</b>	<b>9,44,406.76</b>

The accompanying notes are an integral part of the financial statements - 1 to 25

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**

Sd/-  
**Roshni R. Marfatia**  
Partner  
Membership No.:106548

Sd/-  
**Malav A. Dani**  
Director  
DIN: 01184336

Sd/-  
**Bomi P. Chinoy**  
Director  
DIN: 07519315

Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Percy Jal Dajee**  
Chief Executive Officer &  
Chief Financial Officer

Sd/-  
**Hetali Mehta**  
Company Secretary

Place: Mumbai  
Date: 31st May, 2021

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**  
**CIN. NO- U65923MH2011PTC214070**  
**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

Particulars	Note No.	FOR THE YEAR ENDED 31ST MARCH, 2021	FOR THE YEAR ENDED 31ST MARCH, 2020
<b>Revenue from operations</b>			
Interest Income	3.17	125.06	177.19
Dividend Income	3.18	2,734.85	9,836.73
Net gain on fair value changes	3.19	-	41.99
<b>Total Revenue from operations</b>		<b>2,859.91</b>	<b>10,055.91</b>
Other Income	3.20	0.27	-
<b>Total Income</b>		<b>2,860.18</b>	<b>10,055.91</b>
<b>Expenses</b>			
Finance Cost	3.21	10,200.61	6,560.64
Employee Benefits Expenses	3.22	70.66	37.77
Depreciation, amortization and impairment	3.23	21.51	23.22
Other expenses	3.24	46.65	53.46
<b>Total Expenses</b>		<b>10,339.43</b>	<b>6,675.09</b>
<b>Profit Before Tax</b>		<b>(7,479.25)</b>	<b>3,380.82</b>
<b>Tax Expense:</b>	3.25		
Current Tax		550.65	8.50
Reversal of excess provision for earlier years		(5.83)	(6.12)
Deferred Tax		(2.25)	(12.22)
	-	<b>542.57</b>	<b>(9.84)</b>
<b>Profit After Tax</b>	A	<b>(8,021.82)</b>	<b>3,390.66</b>
<b>Other Comprehensive Income</b>			
(A) (i) Items that will not be reclassified to profit or loss :			
- Changes in fair valuation of equity instruments		4,91,089.03	89,420.98
- Remeasurment loss on defined benefit plan		(0.64)	-
(ii) Income tax relating to items that will not be reclassified to profit or loss	3.25	(56,180.42)	(11,009.96)
		<b>4,34,907.97</b>	<b>78,411.02</b>
(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		-	-
		-	-
<b>Other Comprehensive Income</b>	B	<b>4,34,907.97</b>	<b>78,411.02</b>
<b>Total Comprehensive Income for the year</b>	(A + B)	<b>4,26,886.15</b>	<b>81,801.68</b>
<b>Earnings per equity share</b>			
Basic (INR)	4	<b>(391.31)</b>	<b>165.40</b>
Diluted (INR)		<b>(36.38)</b>	<b>15.38</b>

The accompanying notes are an integral part of the financial statements - 1 to 25

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**

Sd/-  
**Roshni R. Marfatia**  
Partner  
Membership No.:106548

Sd/-  
**Malav A. Dani**  
Director  
DIN: 01184336

Sd/-  
**Bomi P. Chinoy**  
Director  
DIN: 07519315

Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Percy Jal Dajee**  
Chief Executive Officer &  
Chief Financial Officer

Sd/-  
**Hetali Mehta**  
Company Secretary

Place: Mumbai  
Date: 31st May, 2021

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**  
**CIN. NO- U65923MH2011PTC214070**  
**Standalone Cash Flow Statement for the year ended 31st March, 2021**

	For the year ended 31st March, 2021	For the year ended 31st March, 2020	(Currency: INR in Lakhs)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES -</b>			
Net (loss) / profit before tax	(7,479.25)	3,380.82	
<b>Adjustments for :</b>			
Depreciation, amortization and impairment	21.51	23.22	
Interest expense on lease liability	5.31	6.92	
Amortisation of security deposits	(1.23)	(1.12)	
Net gain on financial instruments at fair value through profit or loss	-	(41.99)	
Operating Profit before working capital changes	(7,453.66)	3,367.85	
<b>Adjustments for changes in :</b>			
Loan received back / (given)	-	2.72	
Other Financial Assets	(0.02)	-	
Trade Payables	(1.52)	7.13	
Provisions	4.05	4.19	
Other Non Financial Liabilities	(59.85)	87.03	
<b>Cash Generated from operations</b>	(7,511.00)	3,468.92	
Income Tax Paid	(539.42)	(15.08)	
<b>Net Cash generated from operating activities</b>		<b>(8,050.42)</b>	<b>3,453.84</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES -</b>			
Purchase of equity investments	-	(61,318.22)	
Purchase of Property, plant and equipment & intangibles	(1.06)	(1.85)	
Purchase of Mutual Funds	-	(5,390.64)	
Proceeds from sale of mutual funds	-	6,731.69	
Fixed deposits placed with bank under lien	(48.81)	(15.98)	
Fixed deposits placed with bank	(5,062.87)	(23,812.21)	
Proceeds from Maturity of Fixed deposits	7,143.45	21,161.00	
<b>Net Cash (used in) / generated from Investing Activities</b>		<b>2,030.72</b>	<b>(62,646.21)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES -</b>			
Proceeds from borrowings	24,43,579.00	60,607.99	
(Repayment) of borrowings	(24,38,611.47)	-	
Cash payments for the principal portion of the lease liability	(18.69)	(17.08)	
Cash payments for the interest portion of the lease liability	(5.31)	(6.92)	
<b>Net Cash generated from Financing Activities</b>	<b>4,943.53</b>	<b>60,583.99</b>	
<b>Net Increase / (Decrease) in Cash and Cash Equivalents</b>	<b>(1,076.17)</b>	<b>1,391.62</b>	
Cash and Cash Equivalents at the beginning of the year	1,393.58	1.96	
<b>Cash and Cash Equivalents at the end of the year</b>	<b>317.41</b>	<b>1,393.58</b>	

**Notes:**

**1 Cash and Cash equivalents comprises of :**

Cash in hand	0.05	0.07	
Balances with banks - in current accounts	317.36	122.20	
Bank deposits with maturity less than three months	-	1,268.59	
Cheques on hand	-	2.72	
	<b>317.41</b>	<b>1,393.58</b>	

**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 10,195.29 lakhs (Previous year : 6,553.70 lakhs), interest earned (net) - INR 123.83 lakhs (Previous Year - INR 176.07 lakhs) and dividend earned of INR 2,734.85 lakhs (Previous Year - INR 9,836.73 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**

Sd/-  
**Roshni R. Marfatia**  
Partner  
M. No.: 106548

Sd/-  
**Malav A. Dani**  
Director  
DIN: 01184336

Sd/-  
**Bomi P. Chinoy**  
Director  
DIN: 07519315

Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Percy Jal Dajee**  
Chief Executive Officer &  
Chief Financial Officer

Sd/-  
**Hetali Mehta**  
Company Secretary

Place: Mumbai  
Date: 31st May, 2021

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**Statement of Changes in Equity for the Year ended 31st March, 2021**

(Currency: INR in Lakhs)

**A. Equity Share Capital (Refer Note 3.15)**

	<b>Number</b>	<b>Balance</b>
Balance as at 1st April 2019	20,50,000	205.00
Changes in equity share capital during the year	-	-
Balance as at 31st March 2020	<b>20,50,000</b>	<b>205.00</b>
Changes in equity share capital during the year	-	-
Balance as at 31st March 2021	<b>20,50,000</b>	<b>205.00</b>

**B. Other Equity (Refer Note 3.16)**

	<b>Reserves and Surplus</b>		<b>Other items of Other Comprehensive Income</b>	<b>Total</b>
	<b>Statutory Reserve</b>	<b>Retained Earnings</b>	<b>Equity Instruments Through Other Comprehensive income</b>	
<b>Balance as at April 1, 2019</b>	-	<b>(8,247.35)</b>	<b>7,24,160.23</b>	<b>7,15,912.88</b>
Profit for the year	-	3,390.66	-	3,390.66
Other Comprehensive Income for the year	-		78,411.02	78,411.02
Transfer to Statutory Reserve	678.13			678.13
Transfer from Retained Earnings		(678.13)		(678.13)
Total Comprehensive Income for the year	678.13	2,712.53	78,411.02	81,801.68
<b>Balance as at 31st March 2020</b>	<b>678.13</b>	<b>(5,534.82)</b>	<b>8,02,571.25</b>	<b>7,97,714.56</b>
(Loss) for the period		(8,021.82)		(8,021.82)
Transfer to Statutory Reserve				-
Transfer from Retained Earnings				-
Other Comprehensive Income for the year		(0.48)	4,34,908.45	4,34,907.97
Total Comprehensive Income for the year	-	(8,022.30)	4,34,908.45	4,26,886.14
<b>Balance as at 31st March 2021</b>	<b>678.13</b>	<b>(13,557.12)</b>	<b>12,37,479.70</b>	<b>12,24,600.70</b>

The accompanying notes are an integral part of the financial statements - 1 to 25

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**

Sd/-  
**Roshni R. Marfatia**  
Partner  
Membership No.:106548

Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Malav A. Dani**  
Director  
DIN: 01184336

Sd/-  
**Percy Jal Dajee**  
Chief Executive Officer &  
Chief Financial Officer  
Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Bomi P. Chinoy**  
Director  
DIN: 07519315

Sd/-  
**Hetali Mehta**  
Company Secretary

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

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#### 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 10.

The financial statements of the Company for the year ended 31st March, 2021 were approved and authorised for issue by Board of Directors on 31st May, 2021.

#### 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

##### a) Basis of preparation :

##### (i) Statement of Compliance with Ind AS

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act. The accounting policies are applied consistently to all the years presented in the financial statements.

##### (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 11.

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:

- 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.

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

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#### (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.

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.

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

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#### **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, 2021

#### 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 written down value basis as per the useful life prescribed in Schedule II of the Companies Act, 2013, taking residual value as Re.1/-. 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.

##### Derecognition 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.

#### 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.

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

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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.

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

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#### (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.

#### 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.

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

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#### **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.

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

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**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, 2021**

			(Currency: INR in Lakhs)
	AS AT 31st MARCH, 2021	AS AT 31st MARCH, 2020	
<b>3.1 Cash and cash equivalents</b>			
Cash on hand	0.05	0.07	
Balances with Banks			
- in current accounts	317.36	122.20	
Bank deposits with maturity less than three months	-	1,268.59	
Cheques on hand	-	2.72	
<b>Total</b>	<b>317.41</b>	<b>1,393.58</b>	
<b>3.2 Bank Balance other than cash and cash equivalents</b>			
Bank deposits with maturity more than 3 months but less than 12 months	570.62	2,651.21	
<b>Total</b>	<b>570.62</b>	<b>2,651.21</b>	

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**3.3 Investments**

Investments	Amortised cost	At Fair Value		Others *	Total		
		Through other comprehensive income	Through profit or loss				
As at 31st March, 2021							
Investments							
Equity instruments							
Subsidiary - Canes Venatici Trading Private Limited	-	-	-	1.00	1.00		
Others - Asian Paints Limited		14,30,806.42		-	14,30,806.42		
Total	-	14,30,806.42	-	1.00	14,30,807.42		
(i) Investments outside India	-	-	-	-	-		
(ii) Investments in India	-	14,30,806.42	-	1.00	14,30,807.42		
Total	-	14,30,806.42	-	1.00	14,30,807.42		
As at 31st March, 2020							
Investments							
Equity instruments							
Subsidiary - Canes Venatici Trading Private Limited	-	-	-	1.00	1.00		
Others - Asian Paints Limited	-	9,39,717.39	-	-	9,39,717.39		
Total	-	9,39,717.39	-	1.00	9,39,718.39		
(i) Investments outside India	-	-	-	-	-		
(ii) Investments in India	-	9,39,717.39	-	1.00	9,39,718.39		
Total	-	9,39,717.39	-	1.00	9,39,718.39		
* Investment - others comprise of investment in subsidiary which is held at cost.							
Breakup of Investments is as under							
Equity instruments	AS AT 31st MARCH, 2021			AS AT 31st MARCH, 2020			
	No. of shares / units	Cost	Fair Value	No. of shares / units	Cost	Fair Value	
	Subsidiary - Canes Venatici Trading Private Limited (FV INR 10/-)	10,000	1.00	1.00	10,000	1.00	1.00
	Others - Asian Paints Limited (FV INR 1/-)	563,88,682	1,05,614.53	14,30,806.42	563,88,682	1,05,614.53	9,39,717.39
Total		1,05,615.53	14,30,807.42		1,05,615.53	9,39,718.39	

Investments pledged against Borrowings

Of the above investments, 18,224,500 shares (31.March.2020 : 23,785,344 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 12.

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

		(Currency: INR in Lakhs)	
		AS AT 31st MARCH,	AS AT 31st MARCH,
		2021	2020
<b>3.4</b>	<b>Other Financial Assets</b>		
	<b>Unsecured - considered good</b>		
	Security deposits	14.93	13.70
	Recoverable from Holding Company	0.02	-
	Fixed Deposit under lien with bank	591.11	542.30
	<b>Total</b>	<b>606.06</b>	<b>556.00</b>
(a)	Fixed Deposit under lien is towards security for overdraft facility issued by the bank.		
<b>3.5</b>	<b>Current tax assets (Net of provision for tax)</b>		
	<b>Current tax</b>		
	Advance Payment of Taxes [net of provision for tax INR 550.65 lakh (31.March.2020 : INR 49.20 lakh)]	14.63	20.03
	<b>Total</b>	<b>14.63</b>	<b>20.03</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**3.6 Property, Plant and Equipment**

Description	Office Equipments	Computers	Total
<b>I. Gross Block</b>			
Balance as at April 1, 2019	0.49	1.29	1.78
Additions	0.62	0.38	1.00
Disposals	-	-	-
<b>Balance as at March 31, 2020</b>	<b>1.11</b>	<b>1.67</b>	<b>2.78</b>
Additions	-	1.06	1.06
Disposals	-	-	-
<b>Balance as at March 31, 2021</b>	<b>1.11</b>	<b>2.73</b>	<b>3.84</b>
<b>II. Accumulated Depreciation and impairment</b>			
Balance as at April 1, 2019	0.20	0.40	0.60
Depreciation for the year	0.80	1.05	1.85
Eliminated on disposal of assets	-	-	-
<b>Balance as at March 31, 2020</b>	<b>1.00</b>	<b>1.45</b>	<b>2.45</b>
Depreciation for the year	0.10	0.46	0.56
Eliminated on disposal of assets	-	-	-
<b>Balance as at March 31, 2021</b>	<b>1.10</b>	<b>1.91</b>	<b>3.01</b>
<b>III. Net block (I-II)</b>			
Balance as at March 31, 2021	<b>0.01</b>	<b>0.82</b>	<b>0.83</b>
Balance as at March 31, 2020	<b>0.11</b>	<b>0.22</b>	<b>0.33</b>

**3.7 Right of use assets**

Description	Office premises	Total
<b>I. Gross Block</b>		
Balance as at April 1, 2019	102.63	102.63
Additions	-	-
Disposals	-	-
<b>Balance as at March 31, 2020</b>	<b>102.63</b>	<b>102.63</b>
Additions	-	-
Disposals	-	-
<b>Balance as at March 31, 2021</b>	<b>102.63</b>	<b>102.63</b>
<b>II. Accumulated Depreciation and impairment</b>		
Balance as at April 1, 2019	15.39	15.39
Depreciation for the year	20.53	20.53
Eliminated on disposal of assets	-	-
<b>Balance as at March 31, 2020</b>	<b>35.92</b>	<b>35.92</b>
Depreciation for the year	20.53	20.53
Eliminated on disposal of assets	-	-
<b>Balance as at March 31, 2021</b>	<b>56.45</b>	<b>56.45</b>
<b>III. Net block (I-II)</b>		
Balance as at March 31, 2021	<b>46.18</b>	<b>46.18</b>
Balance as at March 31, 2020	<b>66.71</b>	<b>66.71</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**3.8 Other Intangible assets**

Description	Software	Total
<b>I. Gross Block</b>		
<b>Balance as at April 1, 2019</b>	<b>0.80</b>	<b>0.80</b>
Additions	0.85	<b>0.85</b>
Disposals	-	-
<b>Balance as at March 31, 2020</b>	<b>1.65</b>	<b>1.65</b>
Additions	-	-
Disposals	-	-
<b>Balance as at March 31, 2021</b>	<b>1.65</b>	<b>1.65</b>
<b>II. Accumulated amortisation</b>		
<b>Balance as at April 1, 2019</b>	0.30	<b>0.30</b>
Amortisation charge for the year	0.84	<b>0.84</b>
Eliminated on disposal of assets	-	-
<b>Balance as at March 31, 2020</b>	<b>1.14</b>	<b>1.14</b>
Amortisation charge for the year	0.42	<b>0.42</b>
Eliminated on disposal of assets	-	-
<b>Balance as at March 31, 2021</b>	<b>1.56</b>	<b>1.56</b>
<b>III. Net block (I-II)</b>		
Balance as at March 31, 2021	0.09	0.09
Balance as at March 31, 2020	0.51	0.51

# SATTVA HOLDING AND TRADING PRIVATE LIMITED

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

	AS AT 31st MARCH, 2021	(Currency : INR in Lakhs) AS AT 31st MARCH, 2020
<b>3.9 Trade Payables</b>		
(i) total outstanding dues of micro enterprises and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	9.52	11.04
<b>Total</b>	<b>9.52</b>	<b>11.04</b>

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.

### 3.10 Debt Securities

#### At Amortised cost (In India)

	AS AT 31st MARCH, 2021	AS AT 31st MARCH, 2020
Unsecured: 20,00,000 Optionally Fully Convertible Debentures (OFCD) of INR 10/- each (Refer Note (a) below)	200.00	200.00
Secured: 198 Listed Non-Convertible, Redeemable Debentures of INR 1cr each, issued at par (Refer Note (b) below)	21,948.52	20,032.11
<b>Total</b>	<b>22,148.52</b>	<b>20,232.11</b>

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 :-

- The holders of the OFCDs ("OFCD Holders") shall not be entitled to any interest.
- 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.
- 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.
- 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.
- The OFCDs shall be freely transferrable to any third party subject to applicable law and in compliance with all applicable rules and regulations then in force.

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

(Currency : INR in Lakhs)

- 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 [5,937,000 pledged as on 31st March 2021 (6,600,000 pledged as on 31st 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) :	7.00% p.a. (w.e.f 5th Feb 2021 for 12 months). (9.5% p.a. as on 31st March 2020.)
Yield Type / Redemption Premium :	FIXED
Yield/Redemption Premium (Payment Dates) :	Payable on Maturity Date or Put / Call Option Date (as applicable)

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency : INR in Lakhs)

**3.11 Borrowings (Other than Debt Securities)**

**At Amortised cost (Secured - In India)**

	<b>AS AT 31st MARCH, 2021</b>	<b>AS AT 31st MARCH, 2020</b>
a) Term Loans		
(i) from banks	-	-
(ii) from financial institutions (Refer note (a) below)	<b>96,789.82</b>	94,432.28
(iii) from Director (Refer note (b) below)	<b>723.98</b>	-
b) Bank Overdraft (Refer note (c) below)	<b>0.77</b>	31.16
<b>Total</b>	<b>97,514.57</b>	<b>94,463.44</b>

a) Loans from Financial Institutions:

i) Borrowings from Financial Institutions carry interest rate @ 7.00% p.a. to 9.41% p.a. and are repayable within 1 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 12,287,500 (17,185,344 shares as on 31st March 2020) shares of Asian Paints Limited.

b) Loan from Director carries an interest rate of 7% p.a. and are repayable at the end of 3 years. There has been no default in repayment of principal and interest.

c) The overdraft facility taken from a Bank carries interest rate of approx. 4.85% p.a.(8.4% p.a. as on 31st March 2020) and is secured against the fixed deposits kept with Bank.

	<b>AS AT 31st MARCH, 2021</b>	<b>AS AT 31st MARCH, 2020</b>
<b>3.12 Other Financial Liabilities</b>		
Lease Liability	<b>48.71</b>	67.40
	<b>48.71</b>	<b>67.40</b>

**3.13 Provisions**

**Provisions for employee benefits (unfunded)**

Provision for gratuity (refer note 9)	<b>4.29</b>	2.10
Provision for compensated absences (refer note 9)	<b>4.59</b>	2.09
<b>Total</b>	<b>8.88</b>	<b>4.19</b>

**3.14 Other Non-Financial Liabilities**

Statutory liabilities	<b>116.85</b>	177.70
Employee related expenses payable	<b>2.43</b>	1.42
<b>Total</b>	<b>119.27</b>	<b>179.12</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021**

(Currency: INR in Lakhs)

**3.15 Equity share capital**

Particulars	AS AT 31st MARCH, 2021		AS AT 31st MARCH, 2020	
	No. of Shares	Amount	No. of Shares	Amount
<b>Authorised Capital</b>				
Equity Shares of par value INR 10/- each	20,50,000	205.00	20,50,000	205.00
Redeemable Preference Shares of INR 10/- each	1,00,000	10.00	1,00,000	10.00
Unclassified shares of INR 10/- each	50,000	5.00	50,000	5.00
	<b>22,00,000</b>	<b>220.00</b>	<b>22,00,000</b>	<b>220.00</b>
<b>Issued, subscribed and fully paid up</b>				
Equity Shares of par value INR 10/- each fully paid up	20,50,000	205.00	20,50,000	205.00
	<b>20,50,000</b>	<b>205.00</b>	<b>20,50,000</b>	<b>205.00</b>

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

Particulars	No. of Shares	Amount	No. of Shares	Amount
Outstanding at the beginning of the year	20,50,000	205.00	20,50,000	205.00
Add: Issued during the year	-	-	-	-
Outstanding at the end of the year	<b>20,50,000</b>	<b>205.00</b>	<b>20,50,000</b>	<b>205.00</b>

**(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 31st MARCH, 2021	AS AT 31st MARCH, 2020
		Amount	Amount
Rayirth Holding and Trading Company Private Limited and its nominees	Holding Company	205.00	205.00

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

Particulars	As at 31st MARCH, 2021		As at 31st MARCH, 2020	
	% of Holding	No. of Shares held	% of Holding	No. of Shares held
<b>Equity Shares</b>				
Rayirth Holding and Trading Company Private Limited and its nominees	100.00	20,50,000	100.00	20,50,000

**(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:**

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

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**3.16 Other Equity**

Particulars	AS AT 31st MARCH, 2021	AS AT 31st MARCH, 2020
<b>Statutory Reserve</b>	<b>678.13</b>	678.13
<b>Retained Earnings</b>	<b>(13,556.64)</b>	(5,534.82)
<b>Other comprehensive income</b>		
Gain arising on revaluation of equity instrument through other comprehensive income	13,25,191.90	8,34,102.86
Remeasurment loss on defined benefit plan	(0.64)	-
Tax on remeasurement of defined benefit plan	0.16	-
Deferred tax on revaluation of equity instruments	(87,712.20)	(31,531.61)
	<u>12,24,600.70</u>	<u>7,97,714.56</u>
<b>Nature of reserves</b>		

**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, 2021**

	(Currency : INR in Lakhs)	
	<b>FOR THE YEAR ENDED 31ST MARCH, 2021</b>	<b>FOR THE YEAR ENDED 31ST MARCH, 2020</b>
<b>3.17 Interest Income</b>		
Interest income on financial asset measured at amortised cos		
- Interest on deposits with banks	<b>123.83</b>	176.07
- Interest on security deposits	<b>1.23</b>	1.12
<b>Total</b>	<b>125.06</b>	<b>177.19</b>
<b>3.18 Dividend Income</b>		
Dividend on investments - Equity Shares	<b>2,734.85</b>	9,836.73
<b>Total</b>	<b>2,734.85</b>	<b>9,836.73</b>
<b>3.19 Net gain / (loss) on fair value changes</b>		
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
<b>Total Net gain/(loss) on fair value changes</b>	<b>-</b>	<b>41.99</b>
Fair Value changes:		
-Realised	-	41.99
-Unrealised (loss) / gain	-	-
<b>Total Net gain/(loss) on fair value changes</b>	<b>-</b>	<b>41.99</b>
<b>3.20 Other Income</b>		
Interest on Income Tax refund	0.27	-
<b>Total</b>	<b>0.27</b>	<b>-</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

	(Currency : INR in Lakhs)	
	<b>FOR THE YEAR ENDED 31ST MARCH, 2021</b>	<b>FOR THE YEAR ENDED 31ST MARCH, 2020</b>
<b>3.21 Finance Cost</b>		
Interest on borrowings	8,273.84	6,263.36
Interest on overdraft taken from bank	5.05	0.57
Interest on debt securities	1,916.40	289.77
Interest Expense on lease liability	5.31	6.92
Interest on delay in payment of taxes	0.01	0.02
<b>Total</b>	<b>10,200.61</b>	<b>6,560.64</b>
<b>3.22 Employee benefits expenses</b>		
Salaries, wages & bonus	67.55	33.56
Gratuity expenses	0.97	2.10
Compensated absences expenses	2.13	2.09
Staff welfare expenses	0.01	0.02
<b>Total</b>	<b>70.66</b>	<b>37.77</b>
<b>3.23 Depreciation, amortization and impairment</b>		
Depreciation on property, plant and equipment	0.56	1.85
Amortisation on intangible assets	0.42	0.84
Depreciation on office premises taken on lease	20.53	20.53
<b>Total</b>	<b>21.51</b>	<b>23.22</b>
<b>3.24 Other expenses</b>		
Filing Fees	0.20	0.19
Rates and Taxes	0.03	0.04
Printing & Stationary	-	0.66
Legal and Professional Expenses	24.32	20.85
Goods and service tax expensed out	7.13	7.58
Payment to Auditor		
- Audit Fees (current year includes INR 2.01 lakhs of 2019-20)	8.14	2.95
- Tax Audit fees (current year includes INR 0.24 lakhs of 2019-20)	1.06	0.59
- Other audit services	0.35	0.59
Directors' Sitting Fees	1.80	3.60
Donation	-	15.00
Miscellaneous Expenses	3.63	1.41
<b>Total</b>	<b>46.65</b>	<b>53.46</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

		(Currency : INR in Lakhs)	
Particulars		FOR THE YEAR ENDED 31ST MARCH, 2021	FOR THE YEAR ENDED 31ST MARCH, 2020
<b>3.25 Tax reconciliations</b>			
<b>A Tax expense from continuing operations</b>			
<b>Current tax</b>			
- Current period		550.65	8.50
- Changes in estimates related to prior years		(5.83)	(6.12)
<b>Deferred tax</b>		(2.25)	(12.22)
<b>Total</b>		<b>542.57</b>	<b>(9.84)</b>
<b>Effective tax rate reconciliation</b>			
Profit before tax		(7,479.25)	3,380.82
Company's domestic tax rate:		25.17%	25.17%
<b>Tax using the Company's domestic tax rate</b>		(1,882.38)	850.89
Adjustment in respect of current income tax of prior years		(5.83)	(6.12)
<b>Effect of:</b>			
Non-deductible expenses		2,433.20	1,633.16
Tax exempt income		-	(2,475.71)
Change in unrecognised temporary differences		(2.42)	(11.21)
Capital gain		-	(0.85)
<b>TOTAL</b>		<b>542.57</b>	<b>(9.84)</b>
<b>B Deferred tax liabilities (net)</b>			
<b>Tax effect of items constituting deferred tax liabilities</b>			
Unrealised loss on securities carried at fair value through other comprehensive income		(87,712.20)	(31,531.61)
		<b>(87,712.20)</b>	<b>(31,531.61)</b>
<b>Tax effect of items constituting deferred tax assets</b>			
Property, plant and equipment, intangible assets		0.45	0.48
Provision for compensated absences, gratuity and other employee benefits		2.24	1.06
Impact on Ind AS 116		1.44	0.17
		<b>4.13</b>	<b>1.71</b>
<b>Deferred tax liabilities (net)</b>		<b>(87,708.07)</b>	<b>(31,529.90)</b>
<b>Reconciliation</b>			
<b>Opening Balance of Deferred tax</b>		(31,529.90)	(20,532.16)
Credit / (Charge) to Profit & Loss/ retained earnings		2.25	12.22
Recognised in/ reclassified from other comprehensive income		(56,180.42)	(11,009.96)
<b>Closing balance of Deferred tax</b>		<b>(87,708.07)</b>	<b>(31,529.90)</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

	(Currency: INR in Lakhs)	
	<b>FOR THE YEAR ENDED 31ST MARCH, 2021</b>	<b>FOR THE YEAR ENDED 31ST MARCH, 2020</b>
<b>4 Earnings per share ('EPS')</b>		
The computation of EPS is given below :		
Profit after tax	(8,021.82)	3,390.66
Weighted average number of equity shares outstanding during the year (in units)	20,50,000	20,50,000
Basic EPS of face value INR 10 each (in INR)	-	-
Diluted Weighted average number of equity shares outstanding	(391.31)	165.40
Diluted EPS of face value INR 10 each (in INR)	220,50,000	220,50,000
	(36.38)	15.38

**5 Contingent liabilities**  
(to the extent not provided for)

There is no contingent liability as at 31st March, 2021 (31st March, 2020: INR Nil)

**6 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, 2021 (31st March, 2020: INR Nil)

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

**8 Operating leases - Ind AS 116**

**Assets taken on Lease :**

**Maturity Analysis of Lease Liabilities**

The Company has taken office premises on operating

	<b>AS AT 31st MARCH, 2021</b>	<b>AS AT 31st MARCH, 2020</b>
<b>Contractual undiscounted cash flows</b>		
In less than a year	24.00	24.00
In 1 year to 5 years	30.00	54.00
In more than 5 years	-	-
<b>Total undiscounted lease liabilities at 31st March, 2021</b>	<b>54.00</b>	<b>78.00</b>
<b>Lease liabilities included in the statement of financial position at 31 March 2021</b>		-
Current	20.44	18.69
Non-current	28.27	48.71
<b>Amount recognised in profit or loss</b>		
Interest on lease liabilities	5.31	6.92
Expenses relating to short-term leases	20.53	20.53
	<b>25.85</b>	<b>27.45</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**9 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:

	<b>31ST MARCH, 2021</b>	<b>31ST MARCH, 2020</b>
<b>Principal actuarial assumptions at the balance sheet date :</b>		
Mortality table	Indian Assured Lives Mortality (2006-08) Ult table	Indian Assured Lives Mortality (2006-08) Ult table
Discount rate	6.26%	6.59%
Salary escalation (p.a.)	10.00%	10.00%
Employee attrition rate	10.00%	10.00%
<b>Changes in the defined benefit obligation :</b>		
Opening defined benefit obligation	2.10	-
Current service cost	0.79	2.10
Past service cost	-	-
Liability Transferred In/ Acquisitions	1.49	-
Interest on defined benefit obligation	0.18	-
Benefits paid directly by employer	(0.91)	-
Remeasurements due to:	-	-
Actuarial loss / (gain) arising from changes in financial assumptions	0.12	-
Actuarial loss / (gain) arising from changes in demographic assumptions	-	-
Actuarial loss / (gain) arising on account of experience changes	0.52	-
Closing defined benefit obligation	<b>4.29</b>	<b>2.10</b>
<b>Change in fair value of plan assets :</b>	-	-
Opening fair value of plan assets	-	-
Contribution by employer	-	-
Interest on plan asset	-	-
<b>Remeasurements due to:</b>		
Actual return on plan assets less interest on plan assets	-	-
Benefits paid	-	-
<b>Fair value of plan assets as at end of the year</b>	<b>-</b>	<b>-</b>
<b>Amount recognised in Balance Sheet :</b>		
Present value of funded defined benefit obligation	(4.29)	(2.10)
Fair value of plan assets	-	-
<b>Net liability recognised in Balance Sheet</b>	<b>(4.29)</b>	<b>(2.10)</b>
<b>Profit and loss account expense :</b>		
Current service cost	0.79	2.10
Past service cost	-	-
Interest on net defined liability	0.18	-
<b>Total expense charged to profit and loss account</b>	<b>0.97</b>	<b>2.10</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**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**

**31ST MARCH,  
2021**      **31ST MARCH,  
2020**

0.12      -  
-      -  
0.52      -  
-      -

**0.64**      **-**

**Category of Assets**

Investments quoted in active market

-      -

**Unquoted investments :**

Insurer managed funds

-      -

**Sensitivity Analysis :**

Projected Benefit Obligation on Current Assumptions  
Delta Effect of +1% Change in Rate of Discounting  
Delta Effect of -1% Change in Rate of Discounting  
Delta Effect of +1% Change in Rate of Salary Increase  
Delta Effect of -1% Change in Rate of Salary Increase  
Delta Effect of +1% Change in Rate of Employee Turnover  
Delta Effect of -1% Change in Rate of Employee Turnover

4.29      2.10  
(0.35)      (0.18)  
0.41      0.21  
0.39      0.20  
(0.34)      (0.18)  
(0.11)      (0.06)  
0.13      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.

There are no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

**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**

Expected benefits for year 1	0.24	0.27
Expected benefits for year 2	0.27	0.13
Expected benefits for year 3	0.26	0.15
Expected benefits for year 4	0.35	0.15
Expected benefits for year 5	0.68	0.14
Sum of Expected benefits for year 6 to year 10	1.50	0.70
Sum of Expected benefits for year 11 and above	5.18	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 absences as per actuarial valuation as on 31st March, 2021 is INR 4.59 lakhs. (as on 31st March 2020 is INR 2.09 lakhs).

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency : INR in Lakhs)

**10 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 Companies over which the Directors alongwith their relatives can exercise significant influence**

Hitech Specialities Solutions Limited

**v Directors**

Mr. Malav A. Dani

Mr. Bomi Chinoy

Mr. Ashwin Nagarwadia

**vi 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 upto 31 December, 2020)

Mr. Mukesh Desai - Chief Financial Officer (w.e.f. 17th November, 2020 till 10th May, 2021)

**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 & Holding Company		Subsidiary		Companies over which the Directors alongwith their relatives can exercise significant influence		Directors		Key Management Personnel (KMP)	
	20-21	19-20	20-21	19-20	20-21	19-20	20-21	19-20	20-21	19-20
<b>Directors Sitting Fees</b>	-	-	-	-			1.80	3.60	-	-
<b>Interest on loan taken from</b>										
Mr. Malav Dani							9.71	-		
<b>Lease rent paid</b>										
Hitech Specialities Solutions Limited					24.00	24.00				
<b>Salary *</b>										
Mr. Percy Jal Dajee	-	-	-	-			-	-	11.98	9.63
Mrs. Prachi Talwar Desai	-	-	-	-			-	-	10.15	1.44
Mr. Mukesh Desai									4.57	-
<b>Loans (Received back) / Given</b>										
Canes Venatici Trading Private Limited	-	-	-	(2.72)			-	-	-	-
<b>Amount recoverable from holding company</b>										
Rayirth Holding and Trading Company Private Limited	0.02	-								
<b>Loan Taken from</b>										
Mr. Malav Dani							715.00			
<b>Balances Outstanding as at 31st March</b>										
<b>Lease Deposits Given</b>										
Hitech Specialities Solutions Ltd					18.00	18.00				
<b>Loan Payable (including interest accrual)</b>										
Mr. Malav Dani							723.98			
<b>Amount recoverable from holding company</b>										
Rayirth Holding and Trading Company Private Limited	0.02	-								
<b>Optionally Fully Convertible Debenture [OFCD] Payable to</b>										
Mefree LLP	200.00	200.00	-	-			-	-	-	-

**Notes :**

\* In the above balances benefits arising on account of gratuity / compensated absences 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 FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

(Currency: INR in Lakhs)

**11 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, 2021			As at March 31, 2020		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
<b>Financial Assets</b>						
Cash and cash equivalents	317.41	-	317.41	1,393.58		1,393.58
Bank Balance other than cash and cash equivalents	570.62	-	570.62	2,651.21		2,651.21
Investments	1,20,200.00	13,10,607.42	14,30,807.42	1,13,300.00	8,26,418.39	9,39,718.39
Other financial assets	591.13	14.93	606.06	542.30	13.70	556.00
<b>Non-financial assets</b>						
Current tax assets (net)	-	14.63	14.63	-	20.03	20.03
Property Plant and Equipments	-	0.83	0.83	-	0.33	0.33
Right of use assets	20.53	25.65	46.18	20.53	46.18	66.71
Other Intangible assets	-	0.09	0.09	-	0.51	0.51
<b>Total Assets</b>	<b>1,21,699.69</b>	<b>13,10,663.55</b>	<b>14,32,363.24</b>	<b>1,17,907.62</b>	<b>8,26,499.14</b>	<b>9,44,406.76</b>
<b>Financial Liabilities</b>						
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	9.52	-	9.52	11.04	-	11.04
Debt Securities	22,148.52	-	22,148.52	20,032.11	200.00	20,232.11
Borrowings (Other than Debt Securities)	96,799.57	715.00	97,514.57	94,463.44	-	94,463.44
Other Financial Liabilities	20.44	28.27	48.71	18.69	48.71	67.40
<b>Non-financial liabilities</b>						
Provisions	0.66	8.22	8.88	0.26	3.93	4.19
Deferred Tax Liabilities (net)	-	87,708.07	87,708.07	-	31,529.90	31,529.90
Other non-financial liabilities	119.27	-	119.27	179.12	-	179.12
<b>Total Liabilities</b>	<b>1,19,097.98</b>	<b>88,459.56</b>	<b>2,07,557.54</b>	<b>1,14,704.66</b>	<b>31,782.54</b>	<b>1,46,487.20</b>
<b>Net</b>	<b>2,601.71</b>	<b>12,22,203.99</b>	<b>12,24,805.70</b>	<b>3,202.96</b>	<b>7,94,716.60</b>	<b>7,97,919.56</b>

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

(Currency: INR in Lakhs)

## 12 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, 2021 and March 31, 2020.

## As at 31st March, 2021

Particulars	Financial instruments at amortised cost	Fair value through profit or loss	Equity Investments - Fair value through other comprehensive income	Total
<b>Financial Assets</b>				
Cash and cash equivalents	317.41	-	-	317.41
Bank Balance other than cash and cash equivalents	570.62	-	-	570.62
Investments	1.00	-	14,30,806.42	14,30,807.42
Other financial assets	606.06	-	-	606.06
	<b>1,495.09</b>	<b>-</b>	<b>14,30,806.42</b>	<b>14,32,301.51</b>
<b>Financial Liabilities</b>				
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	9.52	-	-	9.52
Debt Securities	22,148.52			22,148.52
Borrowings (Other than Debt Securities)	97,514.57			97,514.57
Other Financial Liabilities	48.71	-	-	48.71
	<b>1,19,721.32</b>	<b>-</b>	<b>-</b>	<b>1,19,721.32</b>

## 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
<b>Financial Assets</b>				
Cash and cash equivalents	1,393.58	-	-	1,393.58
Bank Balance other than cash and cash equivalents	2,651.21	-	-	2,651.21
Investments	1.00	-	9,39,717.39	9,39,718.39
Other financial assets	556.00	-	-	556.00
	<b>4,601.79</b>	<b>-</b>	<b>9,39,717.39</b>	<b>9,44,319.18</b>
<b>Financial Liabilities</b>				
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 Debt Securities)	94,463.44			94,463.44
Other Financial Liabilities	67.40	-	-	67.40
	<b>1,14,773.99</b>	<b>-</b>	<b>-</b>	<b>1,14,773.99</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(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 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, 2021**

	Level 1	Level 2	Level 3
<b>Financial Assets</b>			
Investments in equity instruments	14,30,806.42		-
	<b>14,30,806.42</b>	-	-

**As at March 31, 2020**

	Level 1	Level 2	Level 3
<b>Financial Assets</b>			
Investments in equity instruments	9,39,717.39		-
	<b>9,39,717.39</b>	-	-

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 equity instruments	Published Market Value

There have been no transfers between Level 1 and Level 2 for the years ended 31st March, 2021 and 31st March, 2020.

**13 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 317.41 lakhs as at 31 March 2021 (31 March 2020: INR 1,393.58 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.

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

- 14 Disclosure required as per Reserve Bank Of India Notification No. DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated March 13, 2020**

The Company does not have any loan assets as on 31st March 2021 and hence no disclosure applicable thereto.

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

**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 Lakh)	% of Total Deposits	% of Total Liabilities
1	9	1,18,738.34	-	57.21%
	<b>TOTAL</b>	<b>1,18,738.34</b>	<b>-</b>	<b>57.21%</b>

**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 ₹ Lakh and % of total deposits) - Not Applicable

	Amount (INR in Lakh)	% of Total Borrowings
	Nil	Nil

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

	Amount (INR in Lakh)	% of Total Borrowings
	1,19,462.32	99.83%

- (iv) Funding Concentration based on significant instrument/product

Sr. No.	Name of the instrument/product	Amount (INR in Lakh)	% of Total Borrowings
a	Listed Non-Convertible, Redeemable Debentures	21,948.52	18.34%
b	Borrowings from Financial Institutions	96,789.82	80.89%
		<b>1,18,738.33</b>	<b>99.23%</b>

**Note:**

- A "significant instrument/product" is defined as a single instrument/product or 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.

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

(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	100.30%
8	Other short-term liabilities, if any as a % of total liabilities	57.38%
9	Other short-term liabilities, if any as a % of total assets	8.31%

Note: Short term liabilities include financial liabilities and non-financial liabilities with maturity pattern of less than one year.

(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.

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

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

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.

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, 2021		AS AT 31st MARCH, 2020	
<b>1</b>	<b>LIABILITIES:</b>				
	<b>Loans and Advances availed by the CIC inclusive of interest accrued thereon but not paid:-</b>				
(a)	Debentures :				
	Secured	21,948.52	-	20,032.11	-
	Unsecured	200.00	-	200.00	-
	(Other than falling within the meaning of public deposits)				
(b)	Deferred Credits	-	-	-	-
(c)	Term Loans				
	Secured	96,789.82	-	94,432.28	-
(d)	Inter-corporate loans and borrowing	-	-	-	-
(e)	Commercial Paper	-	-	-	-
(f)	Other Loans				
	(i) Loan from Director	723.98	-	-	-
	(ii) (Overdraft Facility - secured)	0.77	-	31.16	-
<b>2</b>	<b>ASSETS SIDE:</b>				
	<b>Break-up of Loans and Advances including bills receivable (other than those included in (4) below):</b>				
(a)	Secured		-		-
(b)	Unsecured		-		-
	- Loan given				
<b>3</b>	<b>Break-up of Leased Assets and stock on hire and other assets counting towards asset financing activities</b>				
(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		-		-
<b>4</b>	<b>Break-up of Investments:</b>				
	<b>Current Investments :</b>				
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		-		-
	(iv) Government Securities		-		-
	(v) Others (Please specify)		-		-
	<b>Long Term Investments:</b>				
1	Quoted:				
	(i) Shares : (a) Equity				
	Asian Paints Limited		1,05,614.53		1,05,614.53
	(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 Limited (Subsidiary)		1.00		1.00
	(b) Preference		-		-
	(ii) Debentures and Bonds		-		-
	(iii) Units of mutual funds		-		-
	(iv) Government Securities		-		-
	(v) Others (Please specify)		-		-

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

(Currency: INR in Lakhs)

(Currency: INR in Lakhs)

5 Borrower group-wise classification of assets financed as in (2) and (3) above					
Sr. No.	Category	AS AT 31st MARCH, 2021			
		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, 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	-	-	-	
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 (cost) (Net of Provision)	Market Value / Break up or fair value or NAV	Book Value (cost) (Net of Provision)
		AS AT 31st MARCH, 2021		AS AT 31st MARCH, 2020	
1	Related Parties				
	(a) Subsidiaries	1.00	1.00	1.00	1.00
	(b) Companies in the same group	14,30,806.42	1,05,614.53	9,39,717.39	1,05,614.53
	(c) Other related parties	-	-	-	-
2	Other than related parties	-	-	-	-
	Total	14,30,807.42	1,05,615.53	9,39,718.39	1,05,615.53
7 Other information					
Sr. No.	Particulars	Amount Outstanding		Amount Outstanding	
		AS AT 31st MARCH, 2021		AS AT 31st MARCH, 2020	
(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 FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**8 Asset Liability Management**

**Maturity pattern of certain items of assets and liabilities as at 31<sup>st</sup> March, 2021**

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
<b>Liabilities (L)</b>	<b>36.63</b>	<b>-</b>	<b>194.69</b>	<b>-</b>	<b>171.43</b>	<b>40,729.66</b>	<b>77,965.57</b>	<b>751.49</b>	<b>-</b>	<b>13,12,513.77</b>	<b>14,32,363.24</b>
Capital Funds (Equity and Reserves)	-	-	-	-	-	-	-	-	-	12,24,805.70	12,24,805.70
Debt Securities	-	-	-	-	-	200.00	21,948.52	-	-	-	22,148.52
Borrowings (Other than Debt Securities)	36.35	-	75.70	-	161.91	40,529.66	55,995.95	715.00	-	-	97,514.57
Trade Payables	-	-	-	-	9.52	-	-	-	-	-	9.52
Other Financial & Non-Financial Liabilities	0.28	-	118.99	-	-	-	20.44	28.27	-	87,708.07	87,876.05
Provisions	-	-	-	-	-	-	0.66	8.22	-	-	8.88
<b>Assets (A)</b>	<b>317.41</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>200.00</b>	<b>41,161.75</b>	<b>80,020.53</b>	<b>1,055.21</b>	<b>0.92</b>	<b>13,09,607.42</b>	<b>14,32,363.24</b>
Cash and cash equivalents	317.41	-	-	-	-	-	-	-	-	-	317.41
Bank Balance other than cash and cash equivalents	-	-	-	-	-	570.62	-	-	-	-	570.62
Investments	-	-	-	-	200.00	40,000.00	80,000.00	1,000.00	-	13,09,607.42	14,30,807.42
Other Financial & Non financial assets	-	-	-	-	-	591.13	-	29.56	-	-	620.69
Property, Plant and Equipment	-	-	-	-	-	-	-	-	0.83	-	0.83
Right of use assets	-	-	-	-	-	-	20.53	25.65	-	-	46.18
Other intangible assets	-	-	-	-	-	-	-	-	0.09	-	0.09

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**Maturity pattern of certain items of assets and liabilities as at 31<sup>st</sup> March, 2020**

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
<b>Liabilities (L)</b>	<b>0.09</b>	<b>-</b>	<b>238.57</b>	<b>24,232.78</b>	<b>120.64</b>	<b>24,504.70</b>	<b>65,607.88</b>	<b>46.73</b>	<b>205.91</b>	<b>8,29,449.46</b>	<b>9,44,406.76</b>
Capital Funds (Equity and Reserves)	-	-	-	-	-	-	-	-	-	7,97,919.56	7,97,919.56
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
Other 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
<b>Assets (A)</b>	<b>124.99</b>	<b>-</b>	<b>-</b>	<b>24,798.26</b>	<b>470.33</b>	<b>27,477.90</b>	<b>65,036.14</b>	<b>61.08</b>	<b>18.83</b>	<b>8,26,419.23</b>	<b>9,44,406.76</b>
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	-	-	8,26,418.39	9,39,718.39
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

**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 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 31<sup>st</sup> March 2021 and 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

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**13 Components of ANW and other related information**

<b>Particulars</b>	<b>FOR THE YEAR ENDED 31ST MARCH, 2021</b>	<b>FOR THE YEAR ENDED 31ST MARCH, 2020</b>
i) ANW as a % of Risk Weighted Assets	577%	418%
Adjusted Net Worth (ANW)	6,10,065.36	4,41,443.57
Risk Weighted Assets	1,05,677.59	1,05,696.78
ii) unrealized appreciation in the book value of quoted investments	12,46,834.17	8,93,547.80
iii) diminution in the aggregate book value of quoted investment	NIL	NIL
iv) Leverage Ratio	0.34	0.33
Outside Liabilities	2,07,557.54	1,46,487.20
Adjusted Net Worth (ANW)	6,10,065.36	4,41,443.57

**14 Investment in other CICs**

a) Total amount representing any direct or indirect capital contribution made by one CIC in another CIC (including name of CICs)	NIL	NIL
b) Number of CICs with their names wherein the direct or indirect capital contribution exceeds 10% of Owned Funds	NIL	NIL
c) Number of CICs with their names wherein the direct or indirect capital contribution is less than 10% of Owned Funds	NIL	NIL

**15 Off Balance Sheet Exposure**

i) Off balance sheet exposure	NA	NA
ii) Financial Guarantee as a % of total off-balance sheet exposure	NA	NA
iii) Non-Financial Guarantee as a% of total off-balance sheet exposure	NA	NA
iv) Off balance sheet exposure to overseas subsidiaries	NA	NA
v) Letter of Comfort issued to any subsidiary	NA	NA

**16 Investments**

(1) Value of Investments		
(i) Gross Value of Investments		
(a) In India	14,30,807.42	9,39,718.39
(b) Outside India,	NIL	NIL
(ii) Provisions for Depreciation		
(a) In India	NIL	NIL
(b) Outside India,	NIL	NIL
(iii) Net Value of Investments		
(a) In India	14,30,807.42	9,39,718.39
(b) Outside India.	NIL	NIL
(2) Movement of provisions held towards depreciation on investments		
(i) Opening balance	NIL	NIL
(ii) Add : Provisions made during the year	NIL	NIL
(iii) Less : Write-off / write-back of excess provisions during the year	NIL	NIL
(iv) Closing balance	NIL	NIL

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**17 Business Ratios**

Return on Equity (RoE)	(0.65%)	0.42%
Return on Assets (RoA)	(0.56%)	0.36%
Net profit per employee	(1002.73)	847.67

**18 Provisions and Contingencies**

Provisions and Contingencies shall be presented as under:

**Break up of 'Provisions and Contingencies' shown under the Profit and Loss Account**

Provisions for depreciation on Investment	NA	NA
Provision towards NPA	NA	NA
Provision made towards Income tax	NA	NA
Other Provision and Contingencies (with details)	NA	NA
Provision for Standard Assets	NA	NA

**19 Concentration of NPAs**

	(Amount in crore)	Exposure as a % of total assets
Total Exposure to top five NPA accounts	NA	NA

**20 Overseas Assets (for those with Joint Ventures and Subsidiaries abroad)**

Not applicable, as company does not have any joint venture and subsidiaries abroad

Name of the Joint Venture/ Subsidiary	Other Partner in the JV	Country	Total Assets
Not applicable	Not applicable	Not applicable	Not applicable

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**16 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 3.3.
- (b) There are no loans or guarantee given by the Company in accordance with Section 186 of the Companies Act, 2013 read with rules issued there under.

**17 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.

**18 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, 2021	31st March, 2020
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

**19 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.

**20 The Secured Listed Redeemable Non-Convertible Debentures (NCD) of INR 198 crore issued by the Company are secured by 59,37,000 equity shares of Asian Paints Limited and the required asset cover for the said NCD is 4:00 times. As on 31st March 2021, the Company has maintained the asset cover of 6:86 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 0.10

Net Worth \* INR 1,224,805.70 lakhs

\* includes financial instruments fair valued through other comprehensive income

**21 Subsequent events**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

- 22 Additional information pursuant to Schedule III to the Companies Act, 2013, has not been furnished, as the same is not applicable.
- 23 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.
- 24 The financial statements are authorised for issue by the Board of Directors on 31 May 2021.
- 25 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**

Sd/-  
**Roshni R. Marfatia**  
Partner  
Membership No: 106548

Sd/-  
**Malav A. Dani**  
Director  
DIN: 01184336

Sd/-  
**Bomi P. Chinoy**  
Director  
DIN: 07519315

Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Percy Jal Dajee**  
Chief Executive Officer &  
Chief Financial Officer  
Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Hetali Mehta**  
Company Secretary

# 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, 2021, 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, 2021, the consolidated loss, 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, 2021. 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.



LLP IN : AAH - 3437

REGISTERED OFFICE : ESPLANADE HOUSE, 29, HAZARIMAL SOMANI MARG, FORT, MUMBAI 400 001  
TEL.: (91) (22) 6158 6200, 6158 7200 FAX: (91) (22) 6158 6275

**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.

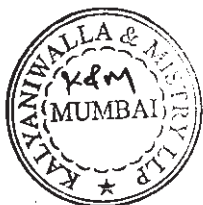
The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and 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.

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

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.

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

#### **Report on Other Legal and Regulatory Requirements**

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 relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including 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, 2021 taken on record by the Board of Directors of the Holding Company and the subsidiary company, none of the directors of the Holding Company and its subsidiary company incorporated in India, is disqualified as on March 31, 2021 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. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements of those companies.
- (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 remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act. No remuneration has been paid by the subsidiary company.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us, we further report that:



**KALYANIWALLA  
& MISTRY LLP**

- i. There were no pending litigations which would impact the consolidated financial position of the Group.
- ii. The Group did not have any long - term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the 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: 21106548AAAACG7699

Place : Mumbai

Date : May 31, 2021



**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 Ind AS financial statements for the year ended March 31, 2021:

**Report on the Internal Financial Controls With Reference To Financial Statements 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 Holding Company") and its subsidiary company Canes Venatici Trading Private Limited (the Holding Company and its subsidiaries together referred to as "the Group") as at March 31, 2021 in conjunction with our audit of the consolidated Ind AS financial statements of the Group 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 company.



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

A Group'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 Group'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 Group; (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 Group are being made only in accordance with authorizations of management and directors of the Group; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Group'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, 2021, 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/W100166



**Roshni R. Marfatia**

Partner

Membership No.: 106548

UDIN: 21106548AAAACG7699



Place : Mumbai

Date : May 31, 2021

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**  
**CIN. NO- U65923MH2011PTC214070**  
**CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2021**

(Currency : INR in Lakhs)

Particulars	Note No.	AS AT 31st MARCH, 2021	AS AT 31st MARCH, 2020
<b>ASSETS</b>			
<b>Financial Assets</b>			
Cash and cash equivalents	3.1	318.58	1,396.11
Bank Balance other than cash and cash equivalents	3.2	570.62	2,651.21
Investments	3.3	14,30,806.42	9,39,717.39
Other Financial assets	3.4	606.06	556.00
<b>Non-financial Assets</b>			
Current tax assets (Net of provision for tax)	3.5	14.63	20.03
Property, Plant and Equipment	3.6	0.83	0.33
Right of use assets	3.7	46.18	66.71
Other intangible assets	3.8	0.09	0.51
<b>Total assets</b>		<b>14,32,363.41</b>	<b>9,44,408.29</b>
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
<b>Financial Liabilities</b>			
Trade Payables	3.9		
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		10.35	11.58
Debt Securities	3.10	22,148.52	20,232.11
Borrowings (Other than Debt Securities)	3.11	97,519.57	94,468.44
Other Financial Liabilities	3.12	48.71	67.40
		<b>1,19,727.15</b>	<b>1,14,779.53</b>
<b>Non-financial liabilities</b>			
Provisions	3.13	8.88	4.19
Deferred tax liabilities (Net)	3.25	87,708.07	31,529.90
Other non-financial liabilities	3.14	119.33	179.17
		<b>87,836.28</b>	<b>31,713.26</b>
<b>Equity</b>			
Equity share capital	3.15	205.00	205.00
Other equity	3.16	12,24,594.98	7,97,710.49
<b>Total equity</b>		<b>12,24,799.98</b>	<b>7,97,915.49</b>
<b>Total liabilities and equity</b>		<b>14,32,363.41</b>	<b>9,44,408.29</b>

The accompanying notes are an integral part of the financial statements - 1 to 23

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**

Sd/-  
**Roshni R. Marfatia**  
Partner  
Membership No.:106548

Sd/-  
**Malav A. Dani**  
Director  
DIN: 01184336

Sd/-  
**Bomi P. Chinoy**  
Director  
DIN: 07519315

Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Percy Jal Dajee**  
Chief Executive Officer &  
Chief Financial Officer

Sd/-  
**Hetali Mehta**  
Company Secretary

Place: Mumbai  
Date: 31st May, 2021

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**  
**CIN. NO- U65923MH2011PTC214070**  
**STATEMENT OF CONSOLIDATED PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

Particulars	Note No.	FOR THE YEAR ENDED 31ST MARCH, 2021	FOR THE YEAR ENDED 31ST MARCH, 2020
<b>Revenue from operations</b>			
Interest Income	3.17	125.06	177.19
Dividend Income	3.18	2,734.85	9,836.73
Net gain on fair value changes	3.19	-	41.99
<b>Total Revenue from operations</b>		<b>2,859.91</b>	<b>10,055.91</b>
Other Income	3.20	0.27	-
<b>Total Income</b>		<b>2,860.18</b>	<b>10,055.91</b>
<b>Expenses</b>			
Finance Cost	3.21	10,200.61	6,560.64
Employee Benefits Expenses	3.22	70.66	37.77
Depreciation, amortization and impairment	3.23	21.51	23.22
Other expenses	3.24	48.31	54.21
<b>Total Expenses</b>		<b>10,341.09</b>	<b>6,675.84</b>
<b>Profit Before Tax</b>		<b>(7,480.91)</b>	<b>3,380.07</b>
<b>Tax Expense:</b>	3.25		
Current Tax		550.65	8.50
Reversal of excess provision for earlier years		(5.83)	(6.12)
Deferred Tax		(2.25)	(12.22)
	-	<b>542.57</b>	<b>(9.84)</b>
<b>Profit After Tax</b>	A	<b>(8,023.49)</b>	<b>3,389.91</b>
<b>Other Comprehensive Income</b>			
(A) (i) Items that will not be reclassified to profit or loss :			
- Changes in fair valuation of equity instruments		4,91,089.03	89,420.98
- Remeasurment loss on defined benefit plan		(0.64)	-
(ii) Income tax relating to items that will not be reclassified to profit or loss	3.25	(56,180.42)	(11,009.96)
		<b>4,34,907.97</b>	<b>78,411.02</b>
(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		-	-
		-	-
<b>Other Comprehensive Income</b>	B	<b>4,34,907.97</b>	<b>78,411.02</b>
<b>Total Comprehensive Income for the year</b>	(A + B)	<b>4,26,884.49</b>	<b>81,800.93</b>
<b>Earnings per equity share</b>			
Basic (INR)	4	<b>(391.39)</b>	<b>165.36</b>
Diluted (INR)		<b>(36.39)</b>	<b>15.37</b>

The accompanying notes are an integral part of the financial statements - 1 to 23

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**

Sd/-  
**Roshni R. Marfatia**  
Partner  
Membership No.:106548

Sd/-  
**Malav A. Dani**  
Director  
DIN: 01184336

Sd/-  
**Bomi P. Chinoy**  
Director  
DIN: 07519315

Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Percy Jal Dajee**  
Chief Executive Officer &  
Chief Financial Officer

Sd/-  
**Hetali Mehta**  
Company Secretary

Place: Mumbai  
Date: 31st May, 2021

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**  
**CIN. NO- U65923MH2011PTC214070**  
**Consolidated Cash Flow Statement for the year ended 31ST MARCH, 2021**

	For the year ended 31st March, 2021	For the year ended 31st March, 2020	(Currency: INR in Lakhs)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES -</b>			
Net (loss) / profit before tax	(7,480.91)	3,380.07	
<b>Adjustments for :</b>			
Depreciation, amortization and impairment	21.51	23.22	
Interest expense on lease liability	5.31	6.92	
Amortisation of security deposits	(1.23)	(1.12)	
Net gain on financial instruments at fair value through profit or loss	-	(41.99)	
Operating Profit before working capital changes	(7,455.32)	3,367.10	
<b>Adjustments for changes in :</b>			
Loan received back / (given)	-	-	
Other Financial Assets	(0.02)	-	
Trade Payables	(1.23)	7.13	
Provisions	4.05	4.19	
Other Non Financial Liabilities	(59.84)	87.03	
<b>Cash Generated from operations</b>	(7,512.37)	3,465.45	
Income Tax Paid	(539.42)	(15.08)	
<b>Net Cash generated from operating activities</b>		(8,051.78)	3,450.37
<b>B. CASH FLOW FROM INVESTING ACTIVITIES -</b>			
Purchase of equity investments	-	(61,318.22)	
Purchase of Property, plant and equipment & intangibles	(1.06)	(1.85)	
Purchase of Mutual Funds	-	(5,390.64)	
Proceeds from sale of mutual funds	-	6,731.69	
Fixed deposits placed with bank under lien	(48.81)	(15.98)	
Fixed deposits placed with bank	(5,062.87)	(23,812.21)	
Proceeds from Maturity of Fixed deposits	7,143.45	21,161.00	
<b>Net Cash (used in) / generated from Investing Activities</b>		2,030.72	(62,646.21)
<b>C. CASH FLOW FROM FINANCING ACTIVITIES -</b>			
Proceeds from borrowings	24,43,579.00	60,612.99	
(Repayment) of borrowings	(24,38,611.47)	-	
Cash payments for the principal portion of the lease liability	(18.69)	(17.08)	
Cash payments for the interest portion of the lease liability	(5.31)	(6.92)	
<b>Net Cash generated from Financing Activities</b>		4,943.53	60,588.99
<b>Net Increase / (Decrease) in Cash and Cash Equivalents</b>		(1,077.53)	1,393.15
Cash and Cash Equivalents at the beginning of the year		1,396.11	2.96
<b>Cash and Cash Equivalents at the end of the year</b>		318.58	1,396.11

**Notes:**

**1 Cash and Cash equivalents comprises of :**

Cash in hand	0.05	0.07	
Balances with banks - in current accounts	318.53	124.73	
Bank deposits with maturity less than three months	-	1,268.59	
Cheques on hand	-	2.72	
		318.58	1,396.11

**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 10,195.29 lakhs (Previous year : 6,553.70 lakhs), interest earned (net) - INR 123.83 lakhs (Previous Year - INR 176.07 lakhs) and dividend earned of INR 2,734.85 lakhs (Previous Year - INR 9,836.73 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**

Sd/-  
**Roshni R. Marfatia**  
Partner  
M. No.: 106548

Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Malav A. Dani**  
Director  
DIN: 01184336

Sd/-  
**Bomi P. Chinoy**  
Director  
DIN: 07519315

Sd/-  
**Percy Jal Dajee**  
Chief Executive Officer &  
Chief Financial Officer

Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Hetali Mehta**  
Company Secretary

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**Consolidated Statement of Changes in Equity for the Year ended 31st March, 2021**

(Currency: INR in Lakhs)

**A. Equity Share Capital (Refer Note 3.15)**

	<b>Number</b>	<b>Balance</b>
Balance as at 1st April 2019	20,50,000	205.00
Changes in equity share capital during the year	-	-
Balance as at 31st March 2020	<b>20,50,000</b>	<b>205.00</b>
Changes in equity share capital during the year	-	-
Balance as at 31st March 2021	<b>20,50,000</b>	<b>205.00</b>

**B. Other Equity (Refer Note 3.16)**

	<b>Reserves and Surplus</b>		<b>Other items of Other Comprehensive Income</b>	<b>Total</b>
	<b>Statutory Reserve</b>	<b>Retained Earnings</b>	<b>Equity Instruments Through Other Comprehensive income</b>	
<b>Balance as at April 1, 2019</b>	-	<b>(8,250.66)</b>	<b>7,24,160.23</b>	<b>7,15,909.57</b>
Profit for the year	-	3,389.91	-	3,389.91
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	2,711.78	78,411.02	81,800.93
<b>Balance as at 31st March 2020</b>	<b>678.13</b>	<b>(5,538.88)</b>	<b>8,02,571.25</b>	<b>7,97,710.50</b>
(Loss) for the period		(8,023.49)		(8,023.49)
Transfer to Statutory Reserve				-
Transfer from Retained Earnings				-
Other Comprehensive Income for the year		(0.48)	4,34,908.45	4,34,907.97
Total Comprehensive Income for the year	-	(8,023.97)	4,34,908.45	4,26,884.48
<b>Balance as at 31st March 2021</b>	<b>678.13</b>	<b>(13,562.85)</b>	<b>12,37,479.70</b>	<b>12,24,594.98</b>

The accompanying notes are an integral part of the financial statements - 1 to 23

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**

Sd/-  
**Roshni R. Marfatia**  
Partner  
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Director  
DIN: 07519315

Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Percy Jal Dajee**  
Chief Executive Officer &  
Chief Financial Officer  
Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Hetali Mehta**  
Company Secretary

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

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#### 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 Group 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 Group is provided in Note 10.

The consolidated financial statements of the Group for the year ended 31st March, 2021 were approved and authorised for issue by Board of Directors on 31st May, 2021.

#### 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

The consolidated financial statements of the Group have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act. The accounting policies are applied consistently to all the years presented in the consolidated financial statements.

##### (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 11

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) Significant accounting judgements, estimates and assumptions

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, 2021

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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 consolidated 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.

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

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#### 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;

- 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.

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

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#### **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.

#### **(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 Group 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 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.

#### **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 statement of profit and loss as incurred.

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

#### 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 written down value basis as per the useful life prescribed in Schedule II of the Companies Act, 2013, taking residual value as Re.1/-. 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 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.

#### Derecognition 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.

#### 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 if 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.

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

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#### **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.

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

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#### 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. 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 entity. The Group does not recognise contingent asset.

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

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

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#### 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 Group 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 Group recognises a liability to make cash distributions to equity holders of the Group 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 Group is primarily engaged in the business of investment in Companies including group companies. As such the Group's consolidated 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 consolidated financial statements as the Group has only one geographical segment and no other separate reportable business segment.

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

	(Currency: INR in Lakhs)	
	AS AT 31st MARCH, 2021	AS AT 31st MARCH, 2020
<b>3.1 Cash and cash equivalents</b>		
Cash on hand	0.05	0.07
Balances with Banks		
- in current accounts	318.52	124.73
Bank deposits with maturity less than three months	-	1,268.59
Cheques on hand	-	2.72
<b>Total</b>	<b>318.58</b>	<b>1,396.11</b>
<b>3.2 Bank Balance other than cash and cash equivalents</b>		
Bank deposits with maturity more than 3 months but less than 12 months	570.62	2,651.21
<b>Total</b>	<b>570.62</b>	<b>2,651.21</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**3.3 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, 2021							
Investments							
Equity instruments							
Others - Asian Paints Limited		14,30,806.42			-	14,30,806.42	
Total	-	14,30,806.42	-	-	-	14,30,806.42	
(i) Investments outside India	-	-	-	-	-	-	
(ii) Investments in India	-	14,30,806.42	-	-	-	14,30,806.42	
Total	-	14,30,806.42	-	-	-	14,30,806.42	
As at 31st March, 2020							
Investments							
Equity instruments							
Others - Asian Paints Limited	-	9,39,717.39	-	-	-	9,39,717.39	
Total	-	9,39,717.39	-	-	-	9,39,717.39	
(i) Investments outside India	-	-	-	-	-	-	
(ii) Investments in India	-	9,39,717.39	-	-	-	9,39,717.39	
Total	-	9,39,717.39	-	-	-	9,39,717.39	
Breakup of Investments is as under							
Equity instruments	AS AT 31st MARCH, 2021			AS AT 31st MARCH, 2020			
	No. of shares / units	Cost	Fair Value	No. of shares / units	Cost	Fair Value	
	Others - Asian Paints Limited (FV INR 1/-)	563,88,682	1,05,614.53	14,30,806.42	563,88,682	1,05,614.53	9,39,717.39
	Total		1,05,614.53	14,30,806.42		1,05,614.53	9,39,717.39

Investments pledged against Borrowings

Of the above investments, 18,224,500 shares (31.March.2020 : 23,785,344 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 12.

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

		(Currency: INR in Lakhs)	
		AS AT 31st MARCH, 2021	AS AT 31st MARCH, 2020
<b>3.4</b>	<b>Other Financial Assets</b>		
	<b>Unsecured - considered good</b>		
	Security deposits	14.93	13.70
	Recoverable from Holding Company	0.02	-
	Fixed Deposit under lien with bank	591.11	542.30
	<b>Total</b>	<b>606.06</b>	<b>556.00</b>
 (a) Fixed Deposit under lien is towards security for overdraft facility issued by the bank.			
<b>3.5</b>	<b>Current tax assets (Net of provision for tax)</b>		
	<b>Current tax</b>		
	Advance Payment of Taxes [net of provision for tax INR 550.65 lakh (31.March.2020 : INR 49.20 lakh)]	14.63	20.03
	<b>Total</b>	<b>14.63</b>	<b>20.03</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**3.6 Property, Plant and Equipment**

Description	Office Equipments	Computers	Total
<b>I. Gross Block</b>			
Balance as at April 1, 2019	0.49	1.29	1.78
Additions	0.62	0.38	1.00
Disposals	-	-	-
<b>Balance as at March 31, 2020</b>	<b>1.11</b>	<b>1.67</b>	<b>2.78</b>
Additions	-	1.06	1.06
Disposals	-	-	-
<b>Balance as at March 31, 2021</b>	<b>1.11</b>	<b>2.73</b>	<b>3.84</b>
<b>II. Accumulated Depreciation and impairment</b>			
Balance as at April 1, 2019	0.20	0.40	0.60
Depreciation for the year	0.80	1.05	1.85
Eliminated on disposal of assets	-	-	-
<b>Balance as at March 31, 2020</b>	<b>1.00</b>	<b>1.45</b>	<b>2.45</b>
Depreciation for the year	0.10	0.46	0.56
Eliminated on disposal of assets	-	-	-
<b>Balance as at March 31, 2021</b>	<b>1.10</b>	<b>1.91</b>	<b>3.01</b>
<b>III. Net block (I-II)</b>			
Balance as at March 31, 2021	<b>0.01</b>	<b>0.82</b>	<b>0.83</b>
Balance as at March 31, 2020	<b>0.11</b>	<b>0.22</b>	<b>0.33</b>

**3.7 Right of use assets**

Description	Office premises	Total
<b>I. Gross Block</b>		
Balance as at April 1, 2019	102.63	102.63
Additions	-	-
Disposals	-	-
<b>Balance as at March 31, 2020</b>	<b>102.63</b>	<b>102.63</b>
Additions	-	-
Disposals	-	-
<b>Balance as at March 31, 2021</b>	<b>102.63</b>	<b>102.63</b>
<b>II. Accumulated Depreciation and impairment</b>		
Balance as at April 1, 2019	15.39	15.39
Depreciation for the year	20.53	20.53
Eliminated on disposal of assets	-	-
<b>Balance as at March 31, 2020</b>	<b>35.92</b>	<b>35.92</b>
Depreciation for the year	20.53	20.53
Eliminated on disposal of assets	-	-
<b>Balance as at March 31, 2021</b>	<b>56.45</b>	<b>56.45</b>
<b>III. Net block (I-II)</b>		
Balance as at March 31, 2021	<b>46.18</b>	<b>46.18</b>
Balance as at March 31, 2020	<b>66.71</b>	<b>66.71</b>

# SATTVA HOLDING AND TRADING PRIVATE LIMITED

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 202

(Currency: INR in Lakhs)

### 3.8 Other Intangible assets

Description	Software	Total
<b>I. Gross Block</b>		
Balance as at April 1, 2019	0.80	0.80
Additions	0.85	0.85
Disposals	-	-
<b>Balance as at March 31, 2020</b>	<b>1.65</b>	<b>1.65</b>
Additions	-	-
Disposals	-	-
<b>Balance as at March 31, 2021</b>	<b>1.65</b>	<b>1.65</b>
<b>II. Accumulated amortisation</b>		
Balance as at April 1, 2019	0.30	0.30
Amortisation charge for the year	0.84	0.84
Eliminated on disposal of assets	-	-
<b>Balance as at March 31, 2020</b>	<b>1.14</b>	<b>1.14</b>
Amortisation charge for the year	0.42	0.42
Eliminated on disposal of assets	-	-
<b>Balance as at March 31, 2021</b>	<b>1.56</b>	<b>1.56</b>
<b>III. Net block (I-II)</b>		
Balance as at March 31, 2021	0.09	0.09
Balance as at March 31, 2020	0.51	0.51

# SATTVA HOLDING AND TRADING PRIVATE LIMITED

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

		(Currency : INR in Lakhs)	
		AS AT 31st MARCH, 2021	AS AT 31st MARCH, 2020
<b>3.9 Trade Payables</b>			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		10.35	11.58
<b>Total</b>		<b>10.35</b>	<b>11.58</b>

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.

### 3.10 Debt Securities

#### At Amortised cost (In India)

	AS AT 31st MARCH, 2021	AS AT 31st MARCH, 2020
Unsecured: 20,00,000 Optionally Fully Convertible Debentures (OFCD) of INR 10/- each (Refer Note (a) below)	200.00	200.00
Secured: 198 Listed Non-Convertible, Redeemable Debentures of INR 1cr each, issued at par (Refer Note (b) below)	21,948.52	20,032.11
<b>Total</b>	<b>22,148.52</b>	<b>20,232.11</b>

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 :-

- The holders of the OFCDs ("OFCD Holders") shall not be entitled to any interest.
- 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.
- 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.
- 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.
- The OFCDs shall be freely transferrable to any third party subject to applicable law and in compliance with all applicable rules and regulations then in force.

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

(Currency : INR in Lakhs)

- 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.

**(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 [5,937,000 pledged as on 31st March 2021 (6,600,000 pledged as on 31st 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) :	7.00% p.a. (w.e.f 5th Feb 2021 for 12 months). (9.5% p.a. as on 31st March 2020.)
Yield Type / Redemption Premium :	FIXED
Yield/Redemption Premium (Payment Dates) :	Payable on Maturity Date or Put / Call Option Date (as applicable)

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency : INR in Lakhs)

**3.11 Borrowings (Other than Debt Securities)**

**At Amortised cost (Secured - In India)**

	<b>AS AT 31st MARCH, 2021</b>	<b>AS AT 31st MARCH, 2020</b>
a) Term Loans		
(i) from banks	-	-
(ii) from financial institutions (Refer note (a) below)	<b>96,789.82</b>	94,432.28
(iii) from Director (Refer note (b) below)	<b>728.98</b>	5.00
b) Bank Overdraft (Refer note (c) below)	<b>0.77</b>	31.16
<b>Total</b>	<b>97,519.57</b>	<b>94,468.44</b>

a) Loans from Financial Institutions:

i) Borrowings from Financial Institutions carry interest rate @ 7.00% p.a. to 9.41% p.a. and are repayable within 1 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 12,287,500 (17,185,344 shares as on 31st March 2020) shares of Asian Paints Limited.

b) Loan from Director carries an interest rate of 7% p.a. and are repayable at the end of 3 years. There has been no default in repayment of principal and interest.

c) The overdraft facility taken from a Bank carries interest rate of approx. 4.85% p.a.(8.4% p.a. as on 31st March 2020) and is secured against the fixed deposits kept with Bank.

**3.12 Other Financial Liabilities**

	<b>AS AT 31st MARCH, 2021</b>	<b>AS AT 31st MARCH, 2020</b>
Lease Liability	<b>48.71</b>	67.40
	<b>48.71</b>	<b>67.40</b>

**3.13 Provisions**

**Provisions for employee benefits (unfunded)**

Provision for gratuity (refer note 9)	<b>4.29</b>	2.10
Provision for compensated absences (refer note 9)	<b>4.59</b>	2.09
<b>Total</b>	<b>8.88</b>	<b>4.19</b>

**3.14 Other Non-Financial Liabilities**

Statutory liabilities	<b>116.91</b>	177.75
Employee related expenses payable	<b>2.43</b>	1.42
<b>Total</b>	<b>119.33</b>	<b>179.17</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**3.15 Equity share capital**

Particulars	AS AT 31st MARCH, 2021		AS AT 31st MARCH, 2020	
	No. of Shares	Amount	No. of Shares	Amount
<b>Authorised Capital</b>				
Equity Shares of par value INR 10/- each	20,50,000	205.00	20,50,000	205.00
Redeemable Preference Shares of INR 10/- each	1,00,000	10.00	1,00,000	10.00
Unclassified shares of INR 10/- each	50,000	5.00	50,000	5.00
	<b>22,00,000</b>	<b>220.00</b>	<b>22,00,000</b>	<b>220.00</b>
<b>Issued, subscribed and fully paid up</b>				
Equity Shares of par value INR 10/- each fully paid up	20,50,000	205.00	20,50,000	205.00
	<b>20,50,000</b>	<b>205.00</b>	<b>20,50,000</b>	<b>205.00</b>

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

Particulars	No. of Shares	Amount	No. of Shares	Amount
<b>Equity Shares of par value INR 10/- fully paid up</b>				
Outstanding at the beginning of the year	20,50,000	205.00	20,50,000	205.00
Add: Issued during the year	-	-	-	-
Outstanding at the end of the year	<b>20,50,000</b>	<b>205.00</b>	<b>20,50,000</b>	<b>205.00</b>

**(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 31st MARCH, 2021	AS AT 31st MARCH, 2020
		Amount	Amount
Rayirth Holding and Trading Company Private Limited and its nominees	Holding Company	205.00	205.00

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

Particulars	As at 31st MARCH, 2021		As at 31st MARCH, 2020	
	% of Holding	No. of Shares held	% of Holding	No. of Shares held
<b>Equity Shares</b>				
Rayirth Holding and Trading Company Private Limited and its nominees	100.00	20,50,000	100.00	20,50,000

**(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:**

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

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**3.16 Other Equity**

Particulars	AS AT 31st MARCH, 2021	AS AT 31st MARCH, 2020
<b>Statutory Reserve</b>	<b>677.98</b>	677.98
<b>Retained Earnings</b>	<b>(13,562.22)</b>	(5,538.73)
<b>Items of other comprehensive income</b>		
Gain arising on revaluation of equity instrument through other comprehensive income	<b>13,25,191.90</b>	8,34,102.86
Remeasurment loss on defined benefit plan	<b>(0.64)</b>	-
Tax on remeasurement of defined benefit plan	<b>0.16</b>	-
Deferred tax on revaluation of equity instruments	<b>(87,712.21)</b>	(31,531.61)
	<b>12,24,594.98</b>	<b>7,97,710.49</b>
<b>Nature of reserves</b>		

**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, 2021**

	(Currency : INR in Lakhs)	
	<b>FOR THE YEAR ENDED 31ST MARCH, 2021</b>	<b>FOR THE YEAR ENDED 31ST MARCH, 2020</b>
<b>3.17 Interest Income</b>		
Interest income on financial asset measured at amortised cos		
- Interest on deposits with banks	<b>123.83</b>	176.07
- Interest on security deposits	<b>1.23</b>	1.12
<b>Total</b>	<b>125.06</b>	<b>177.19</b>
<b>3.18 Dividend Income</b>		
Dividend on investments - Equity Shares	<b>2,734.85</b>	9,836.73
<b>Total</b>	<b>2,734.85</b>	<b>9,836.73</b>
<b>3.19 Net gain / (loss) on fair value changes</b>		
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
<b>Total Net gain/(loss) on fair value changes</b>	<b>-</b>	<b>41.99</b>
Fair Value changes:		
-Realised	-	41.99
-Unrealised (loss) / gain	-	-
<b>Total Net gain/(loss) on fair value changes</b>	<b>-</b>	<b>41.99</b>
<b>3.20 Other Income</b>		
Interest on Income Tax refund	0.27	-
<b>Total</b>	<b>0.27</b>	<b>-</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

	(Currency : INR in Lakhs)	
	<b>FOR THE YEAR ENDED 31ST MARCH, 2021</b>	<b>FOR THE YEAR ENDED 31ST MARCH, 2020</b>
<b>3.21 Finance Cost</b>		
Interest on borrowings	8,273.84	6,263.36
Interest on overdraft taken from bank	5.05	0.57
Interest on debt securities	1,916.40	289.77
Interest Expense on lease liability	5.31	6.92
Interest on delay in payment of taxes	0.01	0.02
<b>Total</b>	<b>10,200.61</b>	<b>6,560.64</b>
<b>3.22 Employee benefits expenses</b>		
Salaries, wages & bonus	67.55	33.56
Gratuity expenses	0.97	2.10
Compensated absences expenses	2.13	2.09
Staff welfare expenses	0.01	0.02
<b>Total</b>	<b>70.66</b>	<b>37.77</b>
<b>3.23 Depreciation, amortization and impairment</b>		
Depreciation on property, plant and equipment	0.56	1.85
Amortisation on intangible assets	0.42	0.84
Depreciation on office premises taken on lease	20.53	20.53
<b>Total</b>	<b>21.51</b>	<b>23.22</b>
<b>3.24 Other expenses</b>		
Filing Fees	0.20	0.21
Rates and Taxes	0.06	0.09
Printing & Stationary	-	0.66
Legal and Professional Expenses	24.45	20.94
Goods and service tax expensed out	7.13	7.58
Payment to Auditor		
- Audit Fees (current year includes INR 2.01 lakhs of 2019-20)	9.32	3.54
- Tax Audit fees (current year includes INR 0.24 lakhs of 2019-20)	1.06	0.59
- Other audit services	0.65	0.59
Directors' Sitting Fees	1.80	3.60
Donation	-	15.00
Miscellaneous Expenses	3.64	1.41
<b>Total</b>	<b>48.31</b>	<b>54.21</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

		(Currency : INR in Lakhs)	
Particulars		FOR THE YEAR ENDED 31ST MARCH, 2021	FOR THE YEAR ENDED 31ST MARCH, 2020
<b>3.25 Tax reconciliations</b>			
<b>A Tax expense from continuing operations</b>			
<b>Current tax</b>			
- Current period		550.65	8.50
- Changes in estimates related to prior years		(5.83)	(6.12)
<b>Deferred tax</b>		(2.25)	(12.22)
<b>Total</b>		<b>542.57</b>	<b>(9.84)</b>
<b>Effective tax rate reconciliation</b>			
Profit before tax		(7,480.91)	3,380.07
Company's domestic tax rate:		25.17%	25.17%
<b>Tax using the Company's domestic tax rate</b>		(1,882.79)	850.70
Adjustment in respect of current income tax of prior years		(5.83)	(6.12)
<b>Effect of:</b>			
Non-deductible expenses		2,433.62	1,633.35
Tax exempt income		-	(2,475.71)
Change in unrecognised temporary differences		(2.42)	(11.21)
Capital gain		-	(0.85)
<b>TOTAL</b>		<b>542.57</b>	<b>(9.84)</b>
<b>B Deferred tax liabilities (net)</b>			
<b>Tax effect of items constituting deferred tax liabilities</b>			
Unrealised loss on securities carried at fair value through other comprehensive income		(87,712.21)	(31,531.61)
		<b>(87,712.21)</b>	<b>(31,531.61)</b>
<b>Tax effect of items constituting deferred tax assets</b>			
Property, plant and equipment, intangible assets		0.45	0.48
Provision for compensated absences, gratuity and other employee benefits		2.24	1.06
Impact on Ind AS 116		1.44	0.17
		<b>4.13</b>	<b>1.71</b>
<b>Deferred tax liabilities (net)</b>		<b>(87,708.08)</b>	<b>(31,529.90)</b>
<b>Reconciliation</b>			
<b>Opening Balance of Deferred tax</b>		(31,529.90)	(20,532.16)
Credit / (Charge) to Profit & Loss/ retained earnings		2.25	12.22
Recognised in/ reclassified from other comprehensive income		(56,180.42)	(11,009.96)
<b>Closing balance of Deferred tax</b>		<b>(87,708.07)</b>	<b>(31,529.90)</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

	(Currency: INR in Lakhs)	
	<b>FOR THE YEAR ENDED 31ST MARCH, 2021</b>	<b>FOR THE YEAR ENDED 31ST MARCH, 2020</b>
<b>4 Earnings per share ('EPS')</b>		
The computation of EPS is given below :		
Profit after tax	(8,023.49)	3,389.91
Weighted average number of equity shares outstanding during the year (in units)	20,50,000	20,50,000
Basic EPS of face value INR 10 each (in INR)	-	-
Diluted Weighted average number of equity shares outstanding	(391.39)	165.36
Diluted EPS of face value INR 10 each (in INR)	220,50,000	220,50,000
	(36.39)	15.37

**5 Contingent liabilities**  
(to the extent not provided for)

There is no contingent liability as at 31st March, 2021 (31st March, 2020: INR Nil)

**6 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, 2021 (31st March, 2020: INR Nil)

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

**8 Operating leases - Ind AS 116**

**Assets taken on Lease :**

**Maturity Analysis of Lease Liabilities**

The Holding Company has taken office premises on operating lease.

	<b>AS AT 31st MARCH, 2021</b>	<b>AS AT 31st MARCH, 2020</b>
<b>Contractual undiscounted cash flows</b>		
In less than a year	24.00	24.00
In 1 year to 5 years	30.00	54.00
In more than 5 years	-	-
<b>Total undiscounted lease liabilities at 31st March, 2021</b>	<b>54.00</b>	<b>78.00</b>
<b>Lease liabilities included in the statement of financial position at 31 March 2021</b>		-
Current	20.44	18.69
Non-current	28.27	48.71
<b>Amount recognised in profit or loss</b>		
Interest on lease liabilities	5.31	6.92
Expenses relating to short-term leases	20.53	20.53
	<b>25.85</b>	<b>27.45</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**9 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 amounts recognised in the balance sheet for the respective plans:

	<b>31ST MARCH, 2021</b>	<b>31ST MARCH, 2020</b>
<b>Principal actuarial assumptions at the balance sheet date :</b>		
Mortality table	Indian Assured Lives Mortality (2006-08) Ult table	Indian Assured Lives Mortality (2006-08) Ult table
Discount rate	6.26%	6.59%
Salary escalation (p.a.)	10.00%	10.00%
Employee attrition rate	10.00%	10.00%
<b>Changes in the defined benefit obligation :</b>		
Opening defined benefit obligation	2.10	-
Current service cost	0.79	2.10
Past service cost	-	-
Liability Transferred In/ Acquisitions	1.49	-
Interest on defined benefit obligation	0.18	-
Benefits paid directly by employer	(0.91)	-
Remeasurements due to:	-	-
Actuarial loss / (gain) arising from changes in financial assumptions	0.12	-
Actuarial loss / (gain) arising from changes in demographic assumptions	-	-
Actuarial loss / (gain) arising on account of experience changes	0.52	-
Closing defined benefit obligation	<b>4.29</b>	<b>2.10</b>
<b>Change in fair value of plan assets :</b>	-	-
Opening fair value of plan assets	-	-
Contribution by employer	-	-
Interest on plan asset	-	-
<b>Remeasurements due to:</b>		
Actual return on plan assets less interest on plan assets	-	-
Benefits paid	-	-
<b>Fair value of plan assets as at end of the year</b>	<b>-</b>	<b>-</b>
<b>Amount recognised in Balance Sheet :</b>		
Present value of funded defined benefit obligation	(4.29)	(2.10)
Fair value of plan assets	-	-
<b>Net liability recognised in Balance Sheet</b>	<b>(4.29)</b>	<b>(2.10)</b>
<b>Profit and loss account expense :</b>		
Current service cost	0.79	2.10
Past service cost	-	-
Interest on net defined liability	0.18	-
<b>Total expense charged to profit and loss account</b>	<b>0.97</b>	<b>2.10</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

<b>Amount recorded in Other Comprehensive Income (OCI)</b>	<b>31ST MARCH, 2021</b>	<b>31ST MARCH, 2020</b>
<b>Remeasurements during the period due to:</b>		
Changes in financial assumptions	0.12	-
Changes in demographic assumptions	-	-
Experience adjustments	0.52	-
Actual return on plan assets less return on plan assets	-	-
<b>Amount recognised in OCI</b>	<b>0.64</b>	<b>-</b>

**Category of Assets**

Investments quoted in active market	-	-
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**Unquoted investments :**

Insurer managed funds	-	-
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**Sensitivity Analysis :**

Projected Benefit Obligation on Current Assumptions	4.29	2.10
Delta Effect of +1% Change in Rate of Discounting	(0.35)	(0.18)
Delta Effect of -1% Change in Rate of Discounting	0.41	0.21
Delta Effect of +1% Change in Rate of Salary Increase	0.39	0.20
Delta Effect of -1% Change in Rate of Salary Increase	(0.34)	(0.18)
Delta Effect of +1% Change in Rate of Employee Turnover	(0.11)	(0.06)
Delta Effect of -1% Change in Rate of Employee Turnover	0.13	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.

There are no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

**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**

Expected benefits for year 1	0.24	0.27
Expected benefits for year 2	0.27	0.13
Expected benefits for year 3	0.26	0.15
Expected benefits for year 4	0.35	0.15
Expected benefits for year 5	0.68	0.14
Sum of Expected benefits for year 6 to year 10	1.50	0.71
Sum of Expected benefits for year 11 and above	5.18	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. 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 absences as per actuarial valuation as on 31st March, 2021 is INR 4.59 lakhs. (as on 31st March 2020 is INR 2.09 lakhs).

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency : INR in Lakhs)

**10 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 **Companies over which the Directors alongwith their relatives can exercise significant influence**  
Hitech Specialities Solutions Limitec
- 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 upto 31 December, 2020)  
Mr. Mukesh Desai - Chief Financial Officer (w.e.f. 17th November, 2020 till 10th May, 2021)

**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 & Holding Company		Subsidiary		Companies over which the Directors alongwith their relatives can exercise significant influence		Directors		Key Management Personnel (KMP)	
	20-21	19-20	20-21	19-20	20-21	19-20	20-21	19-20	20-21	19-20
<b>Directors Sitting Fees</b>	-	-	-	-			1.80	3.60	-	-
<b>Interest on loan taken from</b>										
Mr. Malav Dani							9.71	-		
<b>Lease rent paid</b>										
Hitech Specialities Solutions Limitec					24.00	24.00				
<b>Salary *</b>										
Mr. Percy Jal Dajee	-	-	-	-			-	-	11.98	9.63
Mrs. Prachi Talwar Desai	-	-	-	-			-	-	10.15	1.44
Mr. Mukesh Desai									4.57	-
<b>Amount recoverable from holding company</b>										
Rayirth Holding and Trading Company Private Limited	0.02	-								
<b>Loan Taken from</b>										
Mr. Malav Dani							715.00	5.00		
<b>Balances Outstanding as at 31st March</b>										
<b>Lease Deposits Given</b>										
Hitech Specialities Solutions Ltc					18.00	18.00				
<b>Loan Payable (including interest accrual)</b>										
Mr. Malav Dani							728.98	5.00		
<b>Amount recoverable from holding company</b>										
Rayirth Holding and Trading Company Private Limited	0.02	-								
<b>Optionally Fully Convertible Debenture [OFCD] Payable to</b>										
Mefree LLP	200.00	200.00	-	-			-	-	-	-

**Notes :**

\* In the above balances benefits arising on account of gratuity / compensated absences 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, 2021

(Currency: INR in Lakhs)

**11 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, 2021			As at March 31, 2020		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
<b>Financial Assets</b>						
Cash and cash equivalents	318.58	-	318.58	1,396.11	-	1,396.11
Bank Balance other than cash and cash equivalents	570.62	-	570.62	2,651.21	-	2,651.21
Investments	1,20,200.00	13,10,606.42	14,30,806.42	1,13,300.00	8,26,417.39	9,39,717.39
Other financial assets	591.13	14.93	606.06	542.30	13.70	556.00
<b>Non-financial assets</b>						
Current tax assets (net)	-	14.63	14.63	-	20.03	20.03
Property Plant and Equipments	-	0.83	0.83	-	0.33	0.33
Right of use assets	20.53	25.65	46.18	20.53	46.18	66.71
Other Intangible assets	-	0.09	0.09	-	0.51	0.51
<b>Total Assets</b>	<b>1,21,700.86</b>	<b>13,10,662.55</b>	<b>14,32,363.41</b>	<b>1,17,910.15</b>	<b>8,26,498.14</b>	<b>9,44,408.29</b>
<b>Financial Liabilities</b>						
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	10.35	-	10.35	11.58	-	11.58
Debt Securities	22,148.52	-	22,148.52	20,032.11	200.00	20,232.11
Borrowings (Other than Debt Securities)	96,804.57	715.00	97,519.57	94,468.44	-	94,468.44
Other Financial Liabilities	20.44	28.27	48.71	18.69	48.71	67.40
<b>Non-financial liabilities</b>						
Provisions	0.66	8.22	8.88	0.26	3.93	4.19
Deferred Tax Liabilities (net)	-	87,708.07	87,708.07	-	31,529.90	31,529.90
Other non-financial liabilities	119.33	-	119.33	179.17	-	179.17
<b>Total Liabilities</b>	<b>1,19,103.87</b>	<b>88,459.56</b>	<b>2,07,563.43</b>	<b>1,14,710.25</b>	<b>31,782.54</b>	<b>1,46,492.79</b>
<b>Net</b>	<b>2,596.99</b>	<b>12,22,202.99</b>	<b>12,24,799.98</b>	<b>3,199.90</b>	<b>7,94,715.60</b>	<b>7,97,915.51</b>

## SATTVA HOLDING AND TRADING PRIVATE LIMITED

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

(Currency: INR in Lakhs)

## 12 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, 2021 and March 31, 2020.

## As at 31st March, 2021

Particulars	Financial instruments at amortised cost	Fair value through profit or loss	Equity Investments - Fair value through other comprehensive income	Total
<b>Financial Assets</b>				
Cash and cash equivalents	318.58	-	-	318.58
Bank Balance other than cash and cash equivalents	570.62	-	-	570.62
Investments	-	-	14,30,806.42	14,30,806.42
Other financial assets	606.06	-	-	606.06
	<b>1,495.26</b>	<b>-</b>	<b>14,30,806.42</b>	<b>14,32,301.68</b>
<b>Financial Liabilities</b>				
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	10.35	-	-	10.35
Debt Securities	22,148.52			22,148.52
Borrowings (Other than Debt Securities)	97,519.57			97,519.57
Other Financial Liabilities	48.71	-	-	48.71
	<b>1,19,727.15</b>	<b>-</b>	<b>-</b>	<b>1,19,727.15</b>

## 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
<b>Financial Assets</b>				
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	-	-	9,39,717.39	9,39,717.39
Other financial assets	556.00	-	-	556.00
	<b>4,603.32</b>	<b>-</b>	<b>9,39,717.39</b>	<b>9,44,320.71</b>
<b>Financial Liabilities</b>				
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 Debt Securities)	94,468.44			94,468.44
Other Financial Liabilities	67.40	-	-	67.40
	<b>1,14,779.53</b>	<b>-</b>	<b>-</b>	<b>1,14,779.53</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(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 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, 2021**

	Level 1	Level 2	Level 3
<b>Financial Assets</b>			
Investments in equity instruments	14,30,806.42		-
	<b>14,30,806.42</b>	-	-

**As at March 31, 2020**

	Level 1	Level 2	Level 3
<b>Financial Assets</b>			
Investments in equity instruments	9,39,717.39		-
	<b>9,39,717.39</b>	-	-

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 equity instruments	Published Market Value

There have been no transfers between Level 1 and Level 2 for the years ended 31st March, 2021 and 31st March, 2020.

**13 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 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 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 318.57 lakhs as at 31 March 2021 (31 March 2020: INR 1,396.11 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, 2021**

(Currency: INR in Lakhs)

**14 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 2021		As at 31 March 2020		For the year ended 31 March 2021		For the year ended 31 March 2020		For the year ended 31 March 2021		For the year ended 31 March 2020		For the year ended 31 March 2021		For the year ended 31 March 2020	
		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
<b>Parent company</b>																	
Sattva Holding and Trading Private Limited	INDIA	100.00	12,24,805.70	100.00	7,97,919.56	99.98	(8,021.82)	100.02	3,390.66	100.00	4,34,907.97	100.00	78,411.02	100.00	4,26,886.15	100.00	81,801.68
<b>Indian Subsidiary</b>																	
Canes Venatici Trading Private Limited	INDIA	(0.00)	(4.73)	(0.00)	(3.06)	0.02	(1.66)	(0.02)	(0.75)	-	-	-	-	(0.00)	(1.66)	(0.00)	(0.75)
<b>Elimination</b>		(0.00)	(0.99)	(0.00)	(1.00)		-		-		-		-		-		-
<b>TOTAL</b>		<b>100.00</b>	<b>12,24,799.98</b>	<b>100.00</b>	<b>7,97,915.50</b>	<b>100.00</b>	<b>(8,023.49)</b>	<b>100.00</b>	<b>3,389.91</b>	<b>100.00</b>	<b>4,34,907.97</b>	<b>100.00</b>	<b>78,411.02</b>	<b>100</b>	<b>4,26,884.49</b>	<b>100</b>	<b>81,800.93</b>

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

**15 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.

**16 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.

	<b>31st March, 2021</b>	<b>31st March, 2020</b>
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

**17 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.

**18 The Secured Listed Redeemable Non-Convertible Debentures (NCD) of INR 198 crore issued by the Company are secured by 59,37,000 equity shares of Asian Paints Limited and the required asset cover for the said NCD is 4:00 times. As on 31st March 2021, the Company has maintained the asset cover of 6:86 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 0.10

Net Worth \* INR 1,224,805.70 lakhs

\* includes financial instruments fair valued through other comprehensive income

**19 Subsequent events**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

**SATTVA HOLDING AND TRADING PRIVATE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Currency: INR in Lakhs)

- 20** Additional information pursuant to Schedule III to the Companies Act, 2013, has not been furnished, as the same is not applicable.
- 21** 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.
- 22** The financial statements are authorised for issue by the Board of Directors on 31 May 2021.
- 23** 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**

Sd/-  
**Roshni R. Marfatia**  
Partner  
Membership No: 106548

Sd/-  
**Malav A. Dani**  
Director  
DIN: 01184336

Sd/-  
**Bomi P. Chinoy**  
Director  
DIN: 07519315

Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Percy Jal Dajee**  
Chief Executive Officer &  
Chief Financial Officer  
Place: Mumbai  
Date: 31st May, 2021

Sd/-  
**Hetali Mehta**  
Company Secretary