

Walker Chandlok & Co LLP

Walker Chandlok & Co LLP
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Independent Auditor's Report

To the Members of Cocoblu Retail Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of Cocoblu Retail Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year ended 31 March 2023, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, and its profit (including other comprehensive income), its cash flows and the changes in equity for the period ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the Financial Statements and Auditor's Report thereon

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune



Walker Chandlok & Co LLP is registered with limited liability with identification number AAC-2085 and its registered office at L-41 Connaught Circus, New Delhi, 110001, India

When we read the Directors Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management for the Financial Statements

5. The accompanying financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under section 133 of the Act 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
6. In preparing the financial statements, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

7. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
8. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstance. 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 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 Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists



related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
9. 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.
10. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

11. As required by section 197(16) of the Act based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act
12. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
13. Further to our comments in Annexure A, as required by section 143(3) of the Act based on our audit, 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 purpose of our audit of the accompanying financial statements;
 - 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 financial statements dealt with by this report are in agreement with the books of account;
 - d) in our opinion, the aforesaid financial statements comply with Ind AS specified under section 133 of the Act;
 - e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 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 as on 31 March 2023 and the operating effectiveness of such controls, refer to our separate Report in Annexure B wherein we have expressed an unmodified opinion; and
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:



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- i. the Company does not have any pending litigations which would impact its financial position as at 31 March 2023;
- ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2023;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the period ended 31 March 2023;
- iv.
 - a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 46(v) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
 - b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 46(vi) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- v. The Company has not declared or paid any dividend during the period ended 31 March 2023.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 requires all companies which use accounting software for maintaining their books of account, to use such an accounting software which has a feature of audit trail, with effect from the financial year beginning on 1 April 2023 and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 (as amended) is not applicable for the current financial year.

For **Walker Chandiook & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013



Deepak Mittal
Partner
Membership No.: 503843



UDIN: 23503843BGUTBR6755

Place: New Delhi
Date: 29 May 2023

Walker Chandiook & Co LLP

Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Cocoblu Retail Limited on the financial statements for the year ended 31 March 2023

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and right of use assets.
- (B) The Company does not have any intangible assets and accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.
- (b) The Company has a regular programme of physical verification of its property, plant and equipment and right of use assets under which the assets are physically verified in a phased manner over a period of two years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain property, plant and equipment and right of use assets were verified during the year and no material discrepancies were noticed on such verification.
- (c) The Company does not own any immovable property (including investment properties) (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company.
- Further, for the properties where the Company is a lessee and the lease agreements are duly executed in the favour of the lessee, the Company has entered into sub-leasing arrangements in one case.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year.
- (e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder.
- (ii) (a) As explained in note 45 to the accompanying financial statements, the Company's inventory is stored in various fulfilment centers run by online marketplace platform. The management relies on the inventory records produced by the online marketplace platform's IT application and the Company is not exposed to inventory risk due to any damage or loss. Further, Inventories lying with the third party have been confirmed by such party as at 31 March 2023 and there are no material discrepancies identified by the management from verification of aforesaid inventory records or confirmation received from the third party.
- (b) As disclosed in note 18 to the financial statements, the Company has been sanctioned a working capital limit in excess of Rs 5 crore by banks and/or financial institutions based on the security of current assets. The quarterly returns/statements, in respect of the working capital limits have been filed by the Company with such banks and such returns/statements are in agreement with the books of account of the Company for the respective periods, which were not subject to audit/review, except of the following:



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Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Cocoblu Retail Limited on the financial statements for the year ended 31 March 2023

(Amount in Rs. lakhs)

Name of the Bank	Working capital limit sanctioned	Nature of current assets offered as security	Quarter	Current asset type	Amount disclosed as per return	Amount as per books of accounts	Difference	Remarks/ reason, if any
RBL Bank Limited	10,000.00	All Current Assets and Movable Fixed Assets.	Quarter 3	Stock	118,241.00	118,218.91	22.09	Refer Note 18 to the financial statements
				Book Debts	7,152.71	7,152.71	Nil	
			Quarter 4	Stock	107,352.00	107,310.90	41.10	
				Book Debts	8,047.00	4,248.05	3,798.95	

- (iii) The Company has not made any investment in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or any other parties during the year. Accordingly, reporting under clause 3(iii) of the Order is not applicable to the Company.
- (iv) The Company has not entered into any transaction covered under sections 185 and 186 of the Act. Accordingly, reporting under clause 3(iv) of the Order is not applicable to the Company.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/ services / business activities. Accordingly, reporting under clause 3(vi) of the Order is not applicable.
- (vii)(a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no statutory dues referred to in subclause (a) above that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts.
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or other lender.
- (c) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of term loans during the year and did not have any term



Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Cocoblu Retail Limited on the financial statements for the year ended 31 March 2023

- loans outstanding at the beginning of the current year. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.
- (d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have, prima facie, not been utilised for long term purposes.
- (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, reporting under clause 3(ix)(e) and clause 3(ix)(f) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) During the year, the Company has made preferential allotment of shares. In our opinion and according to the information and explanations given to us, the Company has complied with the requirements of section 42 and section 62 of the Act and the Rules framed thereunder with respect to the same. Further, the amounts so raised have been utilized by the Company for the purposes for which these funds were raised.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.
- (b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company, with the related parties are in compliance with section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements etc., as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act. Further, according to the information and explanations given to us, the Company is not required to constitute an audit committee under section 177 of the Act.
- (xiv)(a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system as required under section 138 of the Act which is commensurate with the size and nature of its business.
- (b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and



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Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Cocoblu Retail Limited on the financial statements for the year ended 31 March 2023

accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.

- (xvi)(a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi)(a),(b) and (c) of the Order are not applicable to the Company.
- (b) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.
- (xvii) The Company has not incurred cash losses in the current financial year but had incurred cash losses amounting to Rs. 430.53 lakhs in the immediately preceding financial year
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) According to the information and explanations given to us, the Company does not meet the criteria as specified under sub-section (1) of section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause 3(xx) of the Order is not applicable to the Company.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Walker Chandiook & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013



Deepak Mittal
Partner
Membership No.: 503843



UDIN: 23503843BGUTBR6755

Place: New Delhi
Date: 29 May 2023

Annexure B to the Independent Auditor's Report of even date to the members of Cocoblu Retail Limited, on the financial statements for the year ended 31 March 2023

Independent Auditor's Report on the internal financial controls with reference to the financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the financial statements of Cocoblu Retail Limited ('the Company') as at and for the period ended 31 March 2023, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management for Internal Financial Controls

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

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. 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 Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

6. A company's internal financial controls 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 controls with reference to financial statements include 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



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Annexure B to the Independent Auditor's Report of even date to the members of Cocoblu Retail Limited, on the financial statements for the year ended 31 March 2023

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

7. 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 controls 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

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Walker Chandiook & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Deepak Mittal

Deepak Mittal
Partner
Membership No.: 503843



UDIN: 23503843BGUTBR6755

Place: New Delhi
Date: 29 May 2023

Cocoblu Retail Limited (CIN : U52399DL2021PLC388574)
Balance sheet as at 31 March 2023
(All amount in Rs. Lakhs, unless otherwise stated)

	Note	As at 31 March 2023	As at 31 March 2022
ASSETS			
Non-current assets			
(a) Property, plant and equipment	4A	150.83	53.77
(b) Right of use assets	4B	2,932.04	3,303.18
(c) Financial assets			
(i) Other financial assets	5	126.13	116.84
(d) Deferred tax assets (net)	6	139.44	-
		3,348.44	3,473.79
Current assets			
(a) Inventories	7	1,01,517.32	3,836.80
(b) Financial assets			
(i) Investments	8	-	15,447.25
(ii) Trade receivables	9	4,248.05	92.61
(iii) Cash and cash equivalents	10	2,800.99	29.96
(iv) Bank balances other than cash and cash equivalents	11	9,720.97	3.05
(v) Other financial assets	5	6,381.59	-
(c) Current tax assets (net)	12	3,823.48	14.56
(d) Other current assets	13	14,177.74	769.67
		1,42,670.14	20,193.90
		1,46,018.58	23,667.69
TOTAL ASSETS			
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	14	3,501.00	1,601.00
(b) Other equity	15	35,705.71	13,909.19
		39,206.71	15,510.19
Non-current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	16	2,783.49	3,017.87
(b) Provisions	17	144.03	5.48
		2,927.52	3,023.35
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	18	43,214.16	143.41
(ii) Lease liabilities	16	234.38	217.29
(iii) Trade payables	19		
Total outstanding dues of micro enterprises and small enterprises		9,388.56	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		48,573.76	4,665.32
(iv) Other financial liabilities	20	1,823.91	64.02
(b) Provisions	17	5.11	0.08
(c) Other current liabilities	21	644.47	44.03
		1,03,884.35	5,134.15
		1,46,018.58	23,667.69
TOTAL EQUITY AND LIABILITIES			

Significant accounting policies and accompanying notes are integral part of the financial statements

This is the balance sheet referred to in our report of even date.

For Walker Chandok & Co LLP

Chartered Accountants

Firm Registration No.: 001076N/CN500013

Deepak Mittal

Deepak Mittal

Partner

Membership No. : 503843

Place : New Delhi

Date : 29 May 2023

For and on behalf of the Board of Directors

Surinder Kumar Aery

Surinder Kumar Aery

Director

DIN-02430754

Place : New Delhi

Date : 29 May 2023

Amit Jain

Amit Jain

Director

DIN-06802414

Place : New Delhi

Date : 29 May 2023

Chandramouli Venkataraman

Chandramouli Venkataraman

Chief Executive Officer

Place : Bangalore

Date : 29 May 2023

Sounik Bhusan

Sounik Bhusan

Director and Chief Financial Officer

DIN-08938408

Place : Bangalore

Date : 29 May 2023

Mayanka Shivastava

Mayanka Shivastava

Company Secretary

Place : Bangalore

Date : 29 May 2023



Cocoblu Retail Limited (CIN : U52399DL2021PLC388574)
Statement of profit and loss for the year ended 31 March 2023
(All amount in Rs. Lakhs, unless otherwise stated)

	Note	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
Revenue			
Revenue from operations	22	4,06,567.66	1,081.52
Other income	23	1,349.58	58.27
		4,07,917.24	1,139.79
Expenses			
Purchase of stock-in-trade	24	4,36,606.88	4,743.72
Changes in inventories of stock-in-trade	25	(97,680.52)	(3,836.80)
Employee benefits expense	26	5,836.59	170.52
Finance costs	27	2,831.32	145.59
Depreciation and amortisation expense	28	413.59	61.53
Other expenses	29	53,855.29	346.04
		4,01,863.15	1,630.60
Profit/(Loss) before tax		6,054.09	(490.81)
Tax expenses			
Current tax expense	36	1,496.40	-
Deferred tax credit	6	(139.29)	-
Profit/(Loss) after tax		4,696.98	(490.81)
Other Comprehensive Income			
(i) Items that will not be reclassified to profit and loss			
- Remeasurements of the defined benefit plans		0.60	-
- Income tax relating to items that will not be reclassified to profit or loss		(0.15)	-
		0.45	-
Other comprehensive income for the year/period		4,696.53	(490.81)
Total comprehensive income/ (loss) for the year/period			
Earnings per equity share	35		
Basic (Rs.)		14.68	(236.50)
Diluted (Rs.)		14.68	(236.50)

Significant accounting policies and accompanying notes are integral part of the financial statements

This is the statement of profit and loss referred to in our report of even date.

For Walker Chandniok & Co LLP

Chartered Accountants

Firm Registration No.: 001076N/N500013

Deepak Mittal

Deepak Mittal

Partner

Membership No. : 503843

Place : New Delhi

Date : 29 May 2023



For and on behalf of the Board of Directors

Suriinder Kumar Aery

Suriinder Kumar Aery

Director

DIN-02430754

Place : New Delhi

Date : 29 May 2023

Amit Jain

Amit Jain

Director

DIN-06802414

Place : New Delhi

Date : 29 May 2023

Chandramouli Venkataraman

Chandramouli Venkataraman

Chief Executive Officer

Place : Bangalore

Date : 29 May 2023

Soumik Bhusan

Soumik Bhusan

Director and Chief Financial Officer

DIN-08938408

Place : Bangalore

Date : 29 May 2023

Mayanka Srivastava

Mayanka Srivastava

Company Secretary

Place : Bangalore

Date : 29 May 2023



Cocoblu Retail Limited (CIN : U52399DL2021PLC388574)
Cash flow statement for the year ended 31 March 2023
(All amount in Rs. Lakhs, unless otherwise stated)

	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
A CASH FLOWS FROM OPERATING ACTIVITIES		
Profit/(Loss) before tax	6,054.09	(490.81)
Adjustments for:		
Depreciation and amortisation expense	413.59	61.53
Interest income	(303.36)	(14.61)
Profit on sale of investments	(964.23)	(43.56)
Finance costs	2,831.32	145.59
Operating profit/(loss) before working capital changes	8,031.41	(341.86)
Movement in working capital		
Increase in inventories	(97,680.52)	(3,836.80)
Increase in other financial assets	(6,383.09)	(206.55)
Increase in other current assets	(13,445.99)	(731.76)
Increase in trade receivables	(4,155.44)	(92.61)
Increase in trade payables	53,195.24	4,665.32
Increase in other financial liabilities	1,797.79	26.12
Increase in other current liabilities	743.40	49.59
Cash used in operating activities post working capital changes	(57,897.20)	(468.55)
Income tax paid (net)	(5,305.32)	(14.56)
Net cash used in operating activities (A)	(63,202.52)	(483.11)
B CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(139.51)	(55.32)
Redemption proceeds/ investment in mutual funds (net)	16,411.49	(15,403.69)
Investment in fixed deposits (net)	(9,553.56)	(3.00)
Interest received	131.23	13.31
Net cash flows generated/(used) in investing activities (B)	6,849.65	(15,448.70)
C CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issuance of capital (including Rs 19,000 lakhs (31 March 2022: Rs.16,000 lakhs) converted out of intercorporate deposits received)	19,000.00	16,001.00
Payments of lease liabilities	(413.10)	(68.85)
Proceeds from intercorporate deposits (net)	18,959.00	41.00
Proceeds from short term borrowings (net)	23,964.60	-
Interest paid	(2,386.60)	(11.38)
Net cash flow from financing activities (C)	59,123.90	15,961.77
Increase in cash and cash equivalents (A+B+C)	2,771.03	29.96
Cash and cash equivalents at the beginning of the year/period	29.96	-
Cash and cash equivalents at the end of the year/period	2,800.99	29.96



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	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
	9.00	-
	2,791.99	29.96
	<u>2,800.99</u>	<u>29.96</u>

Notes:

a) Cash and cash equivalent comprises of : (refer note 10)

Cash on hand
 Balances with banks
 Current accounts

b) Refer note 37 for reconciliation of liabilities arising from financing activities

The Statement of Cash Flow has been prepared in accordance with 'Indirect method' as set out in the Ind AS - 7 on 'Statement of Cash Flows', as notified under Section 133 of the Companies Act, 2013, read with the relevant rules thereunder.

Significant accounting policies and accompanying notes are integral part of the financial statements

This is the cash flow statement referred to in our report of even date.

For Walker Chandniok & Co LLP
 Chartered Accountants
 Firm Registration No.: 001076N / N500013

Deepak Mittal

Deepak Mittal
 Partner
 Membership No. : 503843

Place : New Delhi
 Date : 29 May 2023



For and on behalf of the Board of Directors

Surinder Kumar Arora

Surinder Kumar Arora
 Director
 DIN-02430754

Place : New Delhi
 Date : 29 May 2023

Amit Jain

Amit Jain
 Director
 DIN-06802414

Place : New Delhi
 Date : 29 May 2023

V. Chandramouli Venkataraman

Chandramouli Venkataraman
 Chief Executive Officer

Place : Bangalore
 Date : 29 May 2023

Sudhakar Bhusan

Sudhakar Bhusan
 Director and Chief Financial Officer
 DIN-08938408

Place : Bangalore
 Date : 29 May 2023

Mayanka Srivastava

Mayanka Srivastava
 Company Secretary

Place : Bangalore
 Date : 29 May 2023



Cocoblu Retail Limited (CIN : U52399DL2021PLC388574)
Statement of Changes in Equity for the year ended 31 March 2023
(All amount in Rs. Lakhs, unless otherwise stated)

A Equity share capital (refer note 14)

As at 31 March 2022

Particulars	Balance at the beginning of the year	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the year	Changes in equity share capital during the year	Balance at the end of the year
Equity Share Capital	-	-	-	1,601.00	1,601.00

As at 31 March 2023

Particulars	Balance at the beginning of the year	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the year	Changes in equity share capital during the year	Balance at the end of the year
Equity Share Capital	1,601.00	-	1,601.00	1,900.00	3,501.00

B Other equity (refer note 15)

Particulars	Reserves and Surplus		Total
	Securities premium	Retained earnings	
Balance as at 1 April 2021	-	-	-
Loss for the period	-	(490.81)	(490.81)
Other comprehensive income (net of tax)	-	-	-
Premium on issue of shares during the period	14,400.00	-	14,400.00
Balance at the end of the period	14,400.00	(490.81)	13,909.19
Profit for the year	-	4,696.98	4,696.98
Other comprehensive income (net of tax)	-	(0.45)	(0.45)
Premium on issue of shares during the year	17,100.00	-	17,100.00
Balance at the end of the period	31,500.00	4,205.71	35,705.71

Significant accounting policies and accompanying notes are integral part of the financial statements

This is the Statement of Changes in Equity referred to in our report of even date.

For Walker Chandniok & Co I.L.P.

Chartered Accountants

Firm Registration No.: 001076N/ N500013


Deepak Mittal
Partner
Membership No. : 503843



Place : New Delhi
Date : 29 May 2023

For and on behalf of the Board of Directors


Surinder Kumar Arora
Director
DIN-02430754

Place : New Delhi
Date : 29 May 2023


Amit Jain
Director
DIN-06802414

Place : New Delhi
Date : 29 May 2023


Chandramouli Venkataraman
Chief Executive Officer

Place : Bangalore
Date : 29 May 2023


Soumik Bhusan
Director and Chief Financial Officer
DIN-08938408

Place : Bangalore
Date : 29 May 2023


Mayanka Srivastava
Company Secretary

Place : Bangalore
Date : 29 May 2023



1 Overview

1.1 Company overview

Cocoblu Retail Limited ("the Company") was incorporated on 21 October 2021. The company is a public company domiciled and incorporated under the provisions of the Companies Act applicable in India. The registered office of the Company is situated at 5th Floor, Tower B, Worldmark 1, Acrocity, New Delhi-110037. The company is engaged in retail supply of various products through e-commerce marketplace platform.

1.2 General information and statement of compliance with Ind AS

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards as notified under section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. The financial statements for the year ended 31 March 2023 were approved by the Board of Directors on 29 May 2023.

2 Recent Indian Accounting Standards (Ind AS)

A. The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards as notified under section 133 of the Companies Act 2013 ("Act") read with the Companies (Indian Accounting Standards) Rules 2015 (by Ministry of Corporate Affairs ("MCA")), as amended, and other relevant provisions of the Act.

B. Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakhs, unless otherwise indicated.

3 Summary of significant accounting policies

Overall consideration

The financial statements have been prepared using the significant accounting policies and measurement bases summarised below. These were applied consistently throughout all periods presented in the financial statements.

a) Basis of preparation

The financial statements have been prepared on going concern basis under the historical cost basis except for the following –

- Certain financial assets and liabilities which are measured at fair value; and
- Defined benefit plans – liability of which is recognised as per actuarial valuation

b) Current and non-current classification

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

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

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle. - it is held primarily for the purpose of being traded;
- it is expected to be realized within 12 months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within 12 months after the reporting date; or
- the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current assets/liabilities include current portion of noncurrent financial assets/liabilities respectively. All other assets/ liabilities are classified as non-current. Deferred tax assets and liabilities (if any) are classified as noncurrent assets and liabilities.

Operating cycle

Based on the nature of the operations and the time between the acquisition of assets for processing and their realization in cash or cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current/ non-current classification of assets and liabilities.

c) Revenue recognition

The Company earns revenue primarily from sale of traded goods on e-commerce marketplace platform.

Revenue is recognised upon transfer of control of goods or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, except for the shipping and gift wrapping services (mentioned below), because it controls the goods or services before transferring them to the customer. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated.

Sale of traded goods

Revenue from sale of goods including scrap sales is recognised at the point in time when control of the asset is transferred to the customer. The Company transfers the control as and when it dispatches the goods to customers.

In determining the transaction price for the sale of goods, the Company considers the effects of variable consideration, the rights of return by the customers. Further, the Company collects Goods and Services tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Company. Hence, it is excluded from revenue.



Shipping and gift wrapping services

The Company is not the primary obligor in respect of shipping and gift wrapping services and accordingly recognizes revenue at net amount of consideration that the Company retains after paying shipping and gift wrapping charges to the service provider.

Contract asset

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional. Revenue in excess of invoicing are classified as contract assets (which are referred to as 'unbilled revenue').

Contract liability

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract. Invoicing in excess of revenues are classified as contract liabilities (which are referred to as 'deferred revenues').

Variable Consideration

Rights of return, volume discounts, or any other form of variable consideration is estimated using either the sum of probability weighted amounts in a range of possible consideration amounts (expected value), or the single most likely amount in a range of possible consideration amounts (most likely amount), depending on which method better predicts the amount of consideration realizable. Transaction price includes variable consideration only to the extent it is probable that a significant reversal of revenues recognized will not occur when the uncertainty associated with the variable consideration is resolved. The management estimates of variable consideration and determination of whether to include estimated amounts in the transaction price may involve judgment and are based largely on an assessment of the Company's anticipated performance and all information that is reasonably available.

Assets and liabilities arising from rights of return:

Right of return assets

Right of return asset represents the Company's right to recover the goods expected to be returned by customers. The asset is measured at the former carrying amount of the inventory, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods. The Company updates the measurement of the asset recorded for any revisions to its expected level of returns, as well as any additional decreases in the value of the returned goods.

Refund liabilities

A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Company ultimately expects it will have to return to the customer. The Company updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period. Refer to above accounting policy on variable consideration.

Income from sale promotion schemes

The Company derives income from participating in promotional schemes launched by online marketplace platform. Revenue is recognised when all the conditions of promotional schemes are fulfilled by the Company and is presented on a gross basis if it is received for a distinct service rendered to the marketplace platform. Further, the Company collects Goods and Services tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Company.

Interest Income

Interest income is recorded on accrual basis using the effective interest rate (EIR) method.

Dividend Income

Dividend income is recognised at the time when right to receive the payment is established, which is generally when the shareholders approve the dividend.

d) Borrowing costs

Borrowing costs include interest and amortisation of ancillary costs incurred to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction/development of the qualifying asset up to the date of capitalisation of such asset are added to the cost of the assets. Any income earned on the temporary deployment/investment of those borrowings is deducted from the borrowing costs so incurred. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use.

e) Property, plant and equipment

Recognition and initial measurement

Properties, plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.



Subsequent measurement (depreciation and useful lives)

Depreciation on property, plant and equipment is provided on the straight-line method, computed on the basis of useful lives prescribed in Schedule II to the Companies Act, 2013:

Particulars	Useful life as per Schedule II of the Act
Office Equipment	5 years
Computers	3 years
Furniture and Fixtures	10 years

The residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

De-recognition

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

f) Intangible assets**Recognition and initial measurement**

Intangible assets are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent measurement (amortisation)

The cost of capitalized software is amortized over a period in the range of three to five years from the date of its acquisition.

g) Impairment of non-financial assets

At each reporting date, the Company assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. All assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist. An impairment loss is reversed if the asset's or cash-generating unit's recoverable amount exceeds its carrying amount.

h) Financial instruments**Initial recognition and measurement**

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs, unless the financial instrument is designated to be measured at fair value through profit or loss (FVTPL) or fair value through other comprehensive income (FVOCI).

Financial assets**Subsequent measurement**

Financial assets at amortised cost – The financial assets are measured at the amortised cost if both the following conditions are met:

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. All other debt instruments are measured at Fair Value through other comprehensive income or Fair value through profit and loss based on Company's business model. All investments in mutual funds in scope of Ind AS 109 are measured at fair value through profit and loss (FVTPL).

De-recognition of financial assets

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

Financial liabilities**Subsequent measurement**

Subsequent to initial recognition, these liabilities are measured at amortised cost using the effective interest method. These liabilities include borrowings and deposits.

De-recognition of financial liabilities

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Offsetting of financial instruments

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



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

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

i) Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets carried at amortised cost.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive. When estimating the cash flows, the Company consider –

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, life time impairment loss is provided otherwise provides for 12 months expected credit losses.

j) Inventories

Traded goods are valued at the lower of cost derived on weighted average basis and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of consumption, including taxes and other levies, transit insurance and receiving charges.

Net realisable value is the estimated selling price in the ordinary course of business less estimated costs of completion and estimated necessary costs to make the sale. An inventory provision is recognised for cases where the net realisable value is estimated to be lower than the inventory carrying value. The Company estimates the net realisable values of inventories, taking into account the most reliable evidence available at each reporting date. The future realisation of these inventories may be affected by fast-changing market where there is a risk of inventory falling out of trend that may reduce future selling prices.

k) Income Taxes

Tax expense recognised in statement of profit and loss comprises the sum of deferred tax and current tax not recognised in Other Comprehensive Income ("OCI") or directly in equity.

Current tax

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961. Current income tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss in OCI or equity depending upon the treatment of underlying item.

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

Deferred tax

Deferred income taxes are calculated using the liability method. Deferred tax liabilities are generally recognised in full for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss, unused tax credits or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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 statement of profit and loss is recognised outside statement of profit and loss in OCI or equity depending upon the treatment of underlying item.

The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilized. In addition, significant judgement is required in assessing the impact of any legal or economic limits or uncertainties under the relevant tax jurisdiction.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

l) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, demand deposits with banks/corporations and short-term highly liquid investments (original maturity less than 3 months) that are readily convertible into known amount of cash and are subject to an insignificant risk of change in value.



m) Post-employment, long term and short term employee benefits

Defined contribution plans

The Company makes contribution to the statutory provident fund in accordance with the Employees Provident Fund and Miscellaneous Provisions Act, 1952 which is a defined contribution plan and contribution paid or payable is recognised as an expense in the period in which the services are rendered.

Defined benefit plans

Gratuity is post-employment benefit and is in the nature of a defined benefit plan. The liability recognised in the financial statements in respect of gratuity is the present value of the defined benefit obligation at the reporting date together with adjustments for unrecognized actuarial gains or losses and past service costs. The defined benefit obligation is calculated at or near the reporting date by an independent actuary using the projected unit credit actuarial method. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of OCI in the year in which such gains or losses are determined.

Management's estimate of the Defined Benefit Obligation (DBO) is based on a number of critical underlying assumptions such as standard rates of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

Other long-term employee benefits

Liability in respect of compensated absences becoming due or expected to be availed within one year from the balance sheet date is recognised on the basis of undiscounted value of estimated amount required to be paid or estimated value of benefit expected to be availed by the employees. Liability in respect of compensated absences becoming due or expected to be availed more than one year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to statement of profit and loss in the year in which such gains or losses are determined.

Short-term employee benefits

Expense in respect of other short term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

n) Provisions, contingent assets and contingent liabilities

Provisions are recognized only when there is a present obligation, as a result of past events, and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.

Contingent liability is disclosed for:

- Possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognised. However, when inflow of economic benefit is probable, related asset is disclosed.

o) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

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

p) Lease

A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'.

Classification of leases

The Company enters into leasing arrangements for various assets. The assessment of the lease is based on several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to extend/purchase etc.

Recognition and initial measurement

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease (if any), and any lease payments made in advance of the lease commencement date (net of any incentives received).

Subsequent measurement

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

At lease commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate. Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed payments) and variable payments based on an index or rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is re-measured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is re-measured, the corresponding adjustment is reflected in the right-of-use asset.

The Company has elected to account for short-term leases using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in statement of profit and loss on a straight-line basis over the lease term.



Company as a lessor

The Company as a lessor Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

Finance leases

Leases which effectively transfer to the lessee substantially all the risks and benefits incidental to ownership of the leased item are classified and accounted for as finance lease. Lease rental receipts are apportioned between the finance income and capital repayment based on the implicit rate of return. Contingent rents are recognised as revenue in the period in which they are earned.

Operating leases

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. The respective leased assets are included in the balance sheet based on their nature. Rental income is recognized on straightline basis over the lease term except where scheduled increase in rent compensates the Company with expected inflationary costs.

Such lease is classified as operating lease, and as such the revenue is recognized on straight line basis. Considering that the capacity charges per unit is higher in the initial years, there is a negative charge to Statement of Profit and loss account of straightlining.

q) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM).

All operating segments' results are reviewed regularly by the Board of Directors, who have been identified as the CODM, to allocate resources to the segments and assess their performance.

r) Significant management judgement in applying accounting policies and estimation uncertainty

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 any future periods affected. In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the Financial Statements is included in the following notes:

- Recognition and estimation of tax expense including deferred tax – Note 3(k) and Note 6
- Estimated impairment of financial assets and non-financial assets – Note 3(g) and Note 3(i)
- Assessment of useful life of property, plant and equipment – Note 3(c) and Note 4A and 4B
- Estimation of assets and obligations relating to employee benefits – Note 3(m) and Note 30
- Valuation of inventories – Note 3(j), Note 7 and Note 45
- Customer refunds – Note 3(e) and Note 20
- Variable consideration - Note 3(c) and Note 22
- Leases – Note 3(p) and Note 40
- Fair value measurement – Note 3(h) and Note 31
- Expected credit loss – Note 3(i), Note 9 and Note 32

s) Certain prior year amounts have been reclassified for consistency with the current year presentation. Such reclassification does not have any impact on the current year financial statements.

t) Recent accounting pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

(i) Ind AS 1 - Presentation of Financial Statements - This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies and include corresponding amendments to Ind AS 107 and Ind AS 34. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023.

(ii) Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors - This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023.

(iii) Ind AS 12 - Income Taxes - This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. Also there is corresponding amendment to Ind AS 101. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023.

The Company has evaluated the above amendments and the impact thereof is not expected to be material on these financial statements.



4A. Property, plant and equipment

Details of the company's property, plant and equipment and their carrying amounts are as follows:

Particulars	Office Equipment	Computers	Furniture and Fixtures	Total
Gross carrying amount				
Balance as at 21 October 2021	-	-	-	-
Additions	22.25	33.07	-	55.32
Disposals/Adjustments	-	-	-	-
Balance as at 31 March 2022	22.25	33.07	-	55.32
Additions	2.18	130.00	7.33	139.51
Disposals/ adjustments	-	-	-	-
Balance as at 31 March 2023	24.43	163.07	7.33	194.83
Accumulated depreciation				
Balance as at 21 October 2021	-	-	-	-
Depreciation for the period	1.07	0.48	-	1.55
Disposals/Adjustments	-	-	-	-
Balance as at 31 March 2022	1.07	0.48	-	1.55
Depreciation for the year	4.06	37.73	0.66	42.45
Disposals/ adjustments	-	-	-	-
Balance as at 31 March 2023	5.13	38.21	0.66	44.00
Net carrying amount				
Balance as at 31 March 2023	19.30	124.86	6.67	150.83
Balance as at 31 March 2022	21.18	32.59	-	53.77

(i) The Company has not capitalised any borrowing costs during the year/period ended 31 March 2023 and 31 March 2022.

(ii) Property, plant and equipment are pledged with the bank against borrowing facilities. (also refer note 18)

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4B. Right of use assets (also refer note 40)

Details of the company's right of use assets and their carrying amounts are as follows:

Particulars	Right of use	Total
Gross carrying amount		
Balance as at 21 October 2021		-
Additions	3,363.16	3,363.16
Disposals/Adjustments	-	-
Balance as at 31 March 2022	3,363.16	3,363.16
Additions	-	-
Disposals/adjustments	-	-
Balance as at 31 March 2023	3,363.16	3,363.16
Accumulated depreciation		
Balance as at 21 October 2021	-	-
Charge for the period	59.98	59.98
Disposals/Adjustments	-	-
Balance as at 31 March 2022	59.98	59.98
Charge for the year	371.14	371.14
Disposals/adjustments	-	-
Balance as at 31 March 2023	431.12	431.12
Net carrying amount		
Balance as at 31 March 2023	2,932.04	2,932.04
Balance as at 31 March 2022	3,303.18	3,303.18



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	As at	As at	As at	As at
	31 March 2023	31 March 2022	31 March 2023	31 March 2022
	Non-current	Non-current	Current	Current
5. Other financial assets				
Security deposits				
- Premises	124.63	116.84	-	-
- Others (National Securities Depository Limited)	1.50	-	-	-
Deposits				
Margin money deposits*	-	-	5,713.90	-
Other recoverable				
	-	-	667.69	-
	126.13	116.84	6,381.59	-

*Margin Money deposits are encumbered against the borrowing facilities.

	As at	As at
	31 March 2023	31 March 2022
	Non-current	
6. Deferred tax assets (net)		
Tax effect of items constituting deferred tax assets		
Employee benefit obligations	37.54	1.45
Financial assets carried at fair value	20.62	23.32
Lease Liability	759.54	-
Others	46.14	104.17
	863.84	128.94
Tax effect of items constituting deferred tax liabilities		
Property, plant and equipment including right of use assets	(724.40)	(3.77)
	(724.40)	(3.77)
Deferred tax asset not recognised (refer note (i))	-	(125.17)
	139.44	-

Movement in Deferred tax assets (net)

Deferred tax (liabilities)/assets (net)	As at 01 April 2022	Recognised in profit and loss Related to opening balance	Current year balance	Recognised in OCI	Not recognised in profit and loss	As at 31 March 2023
Tax effect of items constituting deferred tax liabilities						
Property, plant and equipment including right of use assets	(3.77)	(3.77)	(3.31)	-	-	(7.08)
	(3.77)	(3.77)	(3.31)	-	-	(7.08)
Tax effect of items constituting deferred tax assets						
Employee benefit obligations	1.45	1.45	35.94	0.15	-	37.54
Financial assets carried at fair value	23.32	23.32	(2.70)	-	-	20.62
Lease Liability (net of right of use assets)	-	-	42.22	-	-	42.22
Business losses	104.17	104.17	(104.17)	-	-	-
Others	-	-	46.14	-	-	46.14
	128.94	128.94	17.43	0.15	-	146.52
Deferred tax asset not recognised (refer note (i))	(125.17)	-	-	-	-	-
Deferred tax assets (net)	-	139.29	0.15	-	-	139.44

Deferred tax (liabilities)/assets (net)	As at 21 Oct 2021	Recognised in profit and loss Related to opening balance	Current year balance	Recognised in OCI	Not recognised in profit and loss	As at 31 March 2022
Tax effect of items constituting deferred tax liabilities						
Property, plant and equipment including right of use assets	-	-	-	-	(3.77)	(3.77)
	-	-	-	-	(3.77)	(3.77)
Tax effect of items constituting deferred tax assets						
Employee benefit obligations	-	-	-	-	1.45	1.45
Financial assets carried at fair value	-	-	-	-	23.32	23.32
Business losses	-	-	-	-	104.17	104.17
	-	-	-	-	128.94	128.94
Deferred tax assets not recognised (net) (i)	-	-	-	-	125.17	125.17

(i) The Company had restricted the recognition of deferred tax asset in previous year to the extent of the corresponding deferred tax liability in the absence of reasonable certainty regarding future taxable profits against which deductible temporary difference and tax losses could be utilised.



7. Inventories (Valued at lower of cost and net realisable value, unless otherwise stated)

Traded goods

As at 31 March 2023	As at 31 March 2022
1,01,517.32	3,836.80
1,01,517.32	3,836.80

(i) Inventories are hypothecated with the Financial Institution/Bank against borrowing facilities. (also refer note 18)

(ii) Value of inventories stated above is after provisions of Rs 8,778.83 lakhs (31 March 2022: Rs 51.71 lakhs) towards write-downs to net realisable value and provisions for slow-moving items.

8. Current investments**Unquoted, non trade (at FVTPL)**

Investments in mutual funds

Nil (31 March 2022: 1,600,168.78 units) in Aditya Birla Sun Life Asset Management-Liquid Fund-Direct Plan Growth

Nil (31 March 2022: 200,093.23 units) in BNP Paribas-Liquid Fund-Direct Plan Growth

Nil (31 March 2022: 4,405,036.81 units) in ICICI Prudential Overnight Fund-Direct Plan Growth

As at 31 March 2023	As at 31 March 2022
-	5,490.58
-	4,908.16
-	5,048.51
-	15,447.25

Aggregate amount of quoted investments and market value thereof

Aggregate amount of unquoted investments

Aggregate amount of impairment in the value of investments

-	-
-	15,447.25
-	-
-	15,447.25

9. Trade receivables (Unsecured unless otherwise stated, at amortised cost)

Related to sale of goods/service

(i) Considered good - secured

(ii) Considered good - unsecured

(iii) Receivables having significant increase in credit risk

(iv) Credit impaired

As at 31 March 2023	As at 31 March 2022
-	-
4,248.05	92.61
-	-
-	-
4,248.05	92.61

(i) Trade receivables are hypothecated with the Financial Institution/Bank against borrowing facilities. (also refer note 18)

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

Trade receivables ageing schedule :-**As at March 31, 2023**

Particulars	Unbilled	Not due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables - considered good	552.99	-	3,695.06	-	-	-	-	4,248.05
Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	-	-	-	-	-	-
Disputed trade receivables - credit impaired	-	-	-	-	-	-	-	-
Total gross	552.99	-	3,695.06	-	-	-	-	4,248.05
Less : Allowance from credit loss	-	-	-	-	-	-	-	-
Net receivables	552.99	-	3,695.06	-	-	-	-	4,248.05

As at March 31, 2022

Particulars	Unbilled	Not due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables - considered good	-	-	92.61	-	-	-	-	92.61
Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	-	-	-	-	-	-
Disputed trade receivables - credit impaired	-	-	-	-	-	-	-	-
Total gross	-	-	92.61	-	-	-	-	92.61
Less : Allowance from credit loss	-	-	-	-	-	-	-	-
Net receivables	-	-	92.61	-	-	-	-	92.61



10. Cash and cash equivalents

Cash on hand
Balances with banks
Current accounts

As at 31 March 2023	As at 31 March 2022
9.00	-
2,791.99	29.96
2,800.99	29.96

11. Bank balances other than cash and cash equivalents

Deposits with original maturity for more than 3 months but less than 12 months

As at 31 March 2023	As at 31 March 2022
9,720.97	3.05
9,720.97	3.05

- (i) Deposits aggregating Rs 4,041.30 lakhs (31 March 2022: Nil) are pledged as margin against bank guarantees of Rs. 4,000.00 lakhs (31 March 2022: Nil).
(ii) Deposits aggregating Rs 4,250.00 lakhs (31 March 2022: Nil) are under lien as margin money against loans availed from financial institutions aggregating to Rs. 15,000.00 lakhs (31 March 2022: Nil).
(iii) Deposits aggregating Rs 15.31 lakhs are under lien as margin against Corporate Credit Card facility.

12. Current tax assets (net)

Advance income tax (net of provision)

As at 31 March 2023	As at 31 March 2022
3,823.48	14.56
3,823.48	14.56

13. Other current assets (unsecured, considered good)

Prepaid expenses
Right to return assets
Advances recoverable
Balances with statutory authorities
GST recoverable

As at 31 March 2023	As at 31 March 2022
237.26	7.85
1,496.41	37.91
-	51.35
12,444.07	672.56
14,177.74	769.67



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	As at 31 March 2023	As at 31 March 2022
14. Equity share capital		
Authorised capital		
35,050,000 (31 March 2022: 16,050,000) Equity Shares of Rs.10 each	3,505.00	1,605.00
	3,505.00	1,605.00
Issued, subscribed and fully paid up capital		
35,010,000 (31 March 2022: 16,010,000) Equity Shares of Rs.10 each Fully paid up	3,501.00	1,601.00
	3,501.00	1,601.00

a) Reconciliation of equity shares outstanding at the beginning and at the end of the year/period

	As at 31 March 2023		As at 31 March 2022	
	No of shares	Amount	No of shares	Amount
Equity shares at the beginning of the year/period	1,60,10,000	1,601.00	-	-
Add : Issued during the year/period	1,90,00,000	1,900.00	1,60,10,000	1,601.00
Equity shares at the end of the year/period	3,50,10,000	3,501.00	1,60,10,000	1,601.00

b) Rights/ restrictions attached to equity shares

The Company has only one class of equity shares with voting rights, having a par value of Rs. 10 per share. Each shareholder of equity shares is entitled to one vote per share held. Each share is entitled to dividend, if declared, in Indian Rupees. The dividend, if any, proposed by Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend. 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) Details of shareholders holding more than 5% shares in the Company

	No of shares	% Holding	No of shares	% Holding
Equity shares of Rs. 10 each fully paid up				
RattanIndia Enterprises Limited and its nominees	3,50,10,000	100%	1,60,10,000	100%

The above information has been furnished as per the shareholders' register as at the year/period end.

d) Detail of share held by promoters

Promoter name	As at 31 March 2023			As at 31 March 2022		
	No of shares	% of total shares	% Change during the year	No of shares	% of total shares	% Change during the year
Equity shares of Rs. 10 each fully paid up						
RattanIndia Enterprises Limited and its nominees	3,50,10,000	100%	0%	1,60,10,000	100%	0%

e) No bonus shares were issued and no shares were issued for consideration other than cash (other than those mentioned in Note 18) and no shares were bought back since the inception of the Company.

	As at 31 March 2023	As at 31 March 2022
15. Other equity		
Retained earnings	4,205.71	(490.81)
Securities premium reserve	31,500.00	14,400.00
	35,705.71	13,909.19

Nature and purpose of other reserves**Securities premium reserve**

Securities premium represents premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.



16. Financial liabilities**Lease liabilities (refer note 40)**

Lease liabilities

As at 31 March 2023	As at 31 March 2022	As at 31 March 2023	As at 31 March 2022
Non-current	Non-current	Current	Current
2,783.49	3,017.87	234.38	217.29
2,783.49	3,017.87	234.38	217.29

17. Provisions**Provision for employee benefits (refer note 30)**

Provision for compensated absences

Provision for gratuity

As at 31 March 2023	As at 31 March 2022	As at 31 March 2023	As at 31 March 2022
Non-current	Non-current	Current	Current
67.94	1.83	4.98	0.02
76.09	3.65	0.13	0.06
144.03	5.48	5.11	0.08

18. Borrowings**Secured**

Working capital loan from bank (refer note A(ii))

Invoice financing facility (refer note A(ii))

Unsecured

Loans from related parties

Inter corporate deposits (refer note A(iii) (a) and A(iii) (b))

As at 31 March 2023	As at 31 March 2022
8,400.00	-
15,814.16	-
19,000.00	143.41
43,214.16	143.41

A. Security and other terms

(i) Rs. 8,400.00 lakhs (March 31, 2022 : Nil) Working Capital loan from RBL Bank is secured by first Pari Passu charge by way of hypothecation over entire current assets of the Company and over entire moveable fixed assets of the Company, both present and future, and carries interest @ 3 Month MCLR plus 1.20% i.e. 10.60% p.a. as at year end. It is payable on demand.

(ii) Rs. 15,814.16 lakhs (March 31, 2022 : Nil) Invoice financing facility, secured by first Pari Passu charge by way of hypothecation over entire current assets of the Company and carries interest rate ranging between 12% to 15.75% p.a. as at year end. Loan is payable in maximum period of 120 days.

(iii) (a) During the year, inter corporate deposits amounting to Rs. 19,000 lakhs were received from related party at an interest rate of 13% p.a. (refer note - 34)

(b) During the current year, ICD amounting to Rs. 19,000 lakhs (previous period: Rs. 16,041 lakhs) were received from the Holding Company at an interest rate of 6.5% p.a. Out of the above, ICD amounting to Rs. 19,000 lakhs during the current year and ICD amounting to Rs. 16,000 lakhs during the previous period were converted into 190 lakh shares and 160 lakh equity shares of Rs. 10 each at a premium of Rs. 90 per share respectively.

B. Loans carry certain financial covenants and the Company has satisfied all covenants as per the terms of bank/financial institution.

C. Reconciliation of statements submitted to banks during the year:

Quarter	Name of the Bank	Particular	Amount as per Books of Account	Amount Reported in the quarterly Return / Statement	Variance	Reason for material discrepancies
Quarter ended 31 December 2022	RBL Bank	Inventory Trade Receivable	1,18,218.91 7,152.71	1,18,241.00 7,152.71	(22.09) -	The Company submitted the returns based on provisional books of accounts within the due dates while finalization of books of accounts happened subsequently.
Quarter ended 31 March 2023*	RBL Bank	Inventory Trade Receivable	1,07,310.90 4,248.05	1,07,352.00 8,047.00	(41.10) (3,798.95)	

*For quarter ended 31 March 2023, the Company is in process of submitting revised statement with bank post balance sheet date.



	As at 31 March 2023	As at 31 March 2022
19. Trade payables		
Total outstanding dues of micro enterprises and small enterprises (refer note 43)	9,388.56	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	48,573.76	4,665.32
	57,962.32	4,665.32

Trade payables ageing schedule as on 31 March 2023:-

Particulars	Outstanding for following periods from due date of payment					Total
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Due to MSME	8,280.71	1,107.85	-	-	-	9,388.56
(ii) Due to others	29,181.27	19,392.49	-	-	-	48,573.76
(iii) Disputed dues to MSME	-	-	-	-	-	-
(iv) Disputed dues to others	-	-	-	-	-	-
Total	37,461.98	20,500.34	-	-	-	57,962.32

Trade payables ageing schedule as on 31 March 2022:-

Particulars	Outstanding for following periods from due date of payment					Total
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Due to MSME	-	-	-	-	-	-
(ii) Due to others	-	4,665.32	-	-	-	4,665.32
(iii) Disputed dues to MSME	-	-	-	-	-	-
(iv) Disputed dues to others	-	-	-	-	-	-
Total	-	4,665.32	-	-	-	4,665.32

20. Other financial liabilities

Payables on purchase of fixed assets
Other liability- customer refund*
Due to Employees

	As at 31 March 2023	As at 31 March 2022
	0.70	4.94
	1,822.52	59.08
	0.69	-
	1,823.91	64.02

*A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Company ultimately expects it will have to return to the customer. The Company updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period.

21. Other current liabilities

Statutory dues
Advance from customers

	As at 31 March 2023	As at 31 March 2022
	567.17	44.03
	77.30	-
	644.47	44.03



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	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
22. Revenue from operations		
Operating Revenue		
Sale of products		
Revenue from sale of goods	3,98,168.69	1,074.79
Liquidation sale	1,974.58	-
	4,00,143.27	1,074.79
Other operating revenue		
Sales promotion/incentive income	6,119.04	-
Others	305.35	6.73
	6,424.39	6.73
	4,06,567.66	1,081.52
Details of Operating revenue by Geographical locations		
In India	4,00,143.27	1,074.79
Outside India	-	-
Total	4,00,143.27	1,074.79

Revenue from contract with customers

"Indian Accounting Standard 115 Revenue from Contracts with Customers ("Ind AS 115"), establishes a framework for determining whether, how much and when revenue is recognised and requires disclosures about the nature, amount, timing and uncertainty of revenues and cash flows arising from customer contracts. Under Ind AS 115, revenue is recognised through a 5 step approach:

- Identify the contract(s) with customer;
- Identify separate performance obligations in the contract;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations; and
- Recognise revenue when a performance obligation is satisfied.

Assets and Liabilities related to contracts with customers

Particulars	As at 31 March 2023		As at 31 March 2022	
	Non-current	Current	Non-current	Current
Contract liabilities related to sale of goods				
Advance from customers	-	77.30	-	-
Contract receivables related to sale of goods				
Trade receivables	-	4,248.05	-	92.61

Right to return assets and refund liabilities

Particulars	As at 31 March 2023		As at 31 March 2022	
	Non-current	Current	Non-current	Current
Right to return asset				
	-	1,496.41	-	37.91
Refund liabilities arising from rights of return				
	-	1,822.52	-	59.08

Significant changes to contract assets and contract liabilities

There has been no significant changes in contract assets/contract liabilities during the year.

Revenue recognised in relation to contract liabilities

Ind AS 115 also requires disclosures of major changes on account of revenue recognised in the reporting period from the contract liability balance at the beginning of the period and other changes.

Particulars	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
Opening balance	-	-
Addition during the year	1,753.59	-
Revenue recognised during the year	1,676.29	-
Closing balance	77.30	-



Reconciliation of revenue with contract price	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
Contract price	5,18,575.33	1,263.26
Less: Rebate and Discount	(4,526.44)	(4.72)
Less: Sales return	(1,13,905.62)	(183.75)
Revenue from contract with customers	4,00,143.27	1,074.79

Timing of Revenue Recognition	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
Revenue recognised at point in time	4,00,143.27	1,074.79
Revenue recognised over time	-	-
Revenue from contract with customers	4,00,143.27	1,074.79

Disaggregation of revenue

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

Particulars	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
(A) Sale of goods		1,074.79
Sale of goods through ecommerce marketplace platform	3,98,168.69	-
Liquidation sale	1,974.58	-
(B) Other operating revenue		6.73
Sales incentive	6,119.04	-
Others	305.35	-
	4,06,567.66	1,081.52

The following table provides information about receivables:

Particulars	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
Receivables		92.61
Trade receivables (gross)	3,695.06	-
Unbilled revenue for passage of time	552.99	-
Less: Allowances for doubtful debts	-	-
Net receivables	4,248.05	92.61

The Company's contracts with customers for the sale of goods generally include one performance obligation. The Company has concluded that revenue from sale of goods should be recognised at the point in time when goods are dispatched to the customer as per agreed terms.

Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract liability is the Company's obligation to transfer goods or services to a customer for which the Company has received consideration from the customer in advance. Contract assets are transferred to receivables when the rights become unconditional and contract liabilities are recognized as and when the performance obligation is satisfied.

23. Other income**Interest on**

- Bank deposits (at amortised cost)
Security deposits

Other income

- Profit on sale of investments measured at FVTPL
Miscellaneous income

	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
Bank deposits (at amortised cost)	295.58	13.36
Security deposits	7.78	1.25
Profit on sale of investments measured at FVTPL	964.23	43.56
Miscellaneous income	81.99	0.10
	1,349.58	58.27

24. Purchase of stock-in-trade

	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
	4,36,606.88	4,743.72
	4,36,606.88	4,743.72

25. Changes in inventories of stock-in-trade

- Opening inventory of stock-in-trade
Closing inventory of stock-in-trade

	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
Opening inventory of stock-in-trade	3,836.80	-
Closing inventory of stock-in-trade	1,01,517.32	3,836.80
	(97,680.52)	(3,836.80)



	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
26. Employee benefits expense		
Salaries, wages & bonus	5,512.30	161.20
Contribution to provident and other funds	90.30	0.87
Gratuity and compensated absences	150.17	5.56
Staff welfare expenses	83.82	2.89
	5,836.59	170.52
	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
27. Finance costs		
Interest on		
Inter-corporate deposits	1,069.47	113.79
Working capital loan from bank	229.89	-
Invoice financing facility	904.16	-
Lease obligation	195.81	31.80
Other finance cost		
Interest on MSME dues	101.76	-
Corporate guarantee charges	105.47	-
Processing fees	177.56	-
Bank guarantee charges	38.33	-
Other finance cost	8.87	-
	2,831.32	145.59
	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
28. Depreciation and amortisation expense		
Depreciation on		
Property, plant and equipment	42.45	1.55
Amortisation on		
Right of use assets	371.14	59.98
	413.59	61.53
	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
29. Other expenses		
Rent (refer note 40)	33.95	4.08
Rates and taxes	32.90	32.00
Legal and professional charges*	2,016.13	100.95
Platform selling fees (net)	48,131.50	172.41
Postage and Telegram	6.20	-
Communication	19.69	0.05
Operation & maintenance	25.17	2.85
Printing and stationery	2.30	0.37
Travelling and conveyance	121.44	1.08
Repairs and maintenance:		
Office	57.89	8.95
Others	0.19	-
Insurance expense	21.14	-
Security Expenses	17.66	2.80
Technical support expense	522.89	17.61
Business promotion	2,658.90	0.21
Recruitment and training	163.16	1.12
Bank charges	0.58	0.05
Miscellaneous expenses	23.60	1.51
	53,855.29	346.04
	40.00	6.00
	40.00	6.00

*includes remuneration to auditors as follows (excluding applicable taxes)

As auditors - Statutory audit/reviews



30 Employee benefits**Defined contribution:**

Contributions are made to the Government Provident Fund and Family Pension Fund which cover all regular employees eligible under applicable Acts. Both the eligible employees and the Company make pre-determined contributions to the provident fund. The contributions are normally based upon a proportion of the employee's salary. The Company has recognized in the statement of profit and loss an amount of Rs. 90.30 lakhs (March 31, 2022 - Rs. 0.87 lakhs) towards employer's contribution towards provident fund.

Defined benefits:

Gratuity scheme - This is an unfunded defined benefit plan and it entitles an employee, who has rendered at least 5 years of continuous service, to receive one-half month's salary for each year of completed service at the time of retirement/exit/ death.

i) On normal retirement / early retirement / withdrawal / resignation: As per the provisions of the Payment of Gratuity Act, 1972 with vesting period of 5 years of service.

ii) On death in service: As per the provisions of the Payment of Gratuity Act, 1972 without any vesting period. Gratuity payable to employee in case (i) and (ii), as mentioned above, is computed as per the Payment of Gratuity Act, 1972 except the Company does not have any limit on gratuity amount.

Other benefits:

Provision for unfunded compensated absences payable to eligible employees on retirement/ separation is based upon an actuarial valuation as at the year ended 31 March 2023. Major drivers in actuarial assumptions, typically, are years of service and employee compensation. The commitments are actuarially determined using the 'Projected Unit Credit Method' as at the year end. Gains/ losses on changes in actuarial assumptions are accounted for in the statement of profit and loss, as applicable and as identified by the management of the company.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of gratuity and compensated absences and the amounts recognised in the financial statements for the year ended 31 March 2023:

Particulars	Gratuity (unfunded)		Compensated absences	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Liability recognised in the balance sheet				
Present value of obligation as at the beginning of the year	3.71	-	1.86	-
Current service cost	71.64	1.59	66.83	1.26
Past service cost including curtailment (gains)/ losses	-	2.12	-	0.59
Interest cost	0.27	-	0.13	-
Benefits paid	-	-	(7.20)	-
Actuarial gains and Remeasurement	0.60	-	11.30	-
Present value of obligation at the end of the year (as per actuarial valuation)	76.22	3.71	72.92	1.85
Expenses during the year				
Current service cost	71.64	1.59	66.83	1.26
Past service cost including curtailment (gains)/ losses	-	2.12	-	0.59
Interest cost	0.27	-	0.13	-
Actuarial gains	-	-	11.30	-
Component of defined benefit cost charged to statement of profit and loss	71.91	3.71	78.26	1.85
Remeasurement of post-employment benefit obligations:				
Actuarial gains	0.60	-	-	-
Component of defined benefit cost recognised in other comprehensive income/ (loss)	0.60	-	-	-

Actuarial (gains)/ losses on obligation

Particulars	Gratuity (unfunded)		Compensated absences	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Actuarial (gain)/ loss arising from change in demographic assumption	-	-	-	-
Actuarial (gain)/ loss arising from change in financial assumption	8.42	-	23.59	-
Actuarial (gain)/ loss arising from change in experience adjustment	(7.82)	-	(12.29)	-



The actuarial valuation in respect of commitments and expenses relating to unfunded gratuity and compensated absences are based on the following assumptions which if changed, would affect the commitment's size, funding requirements and expenses:

a) Economic assumptions

Particulars	31 March 2023	31 March 2022
Discount rate	7.36%	7.18%
Expected rate of salary increase	8.50%	6.00%

b) Demographic assumptions

Particulars	31 March 2023	31 March 2022
Retirement Age	60 Years	60 Years
Mortality table	LALM (2012 - 14)	LALM (2012 - 14)
Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
- Upto 30 Years	3	3
- From 31 to 44 Years	2	2
- Above 44 Years	1	1

The employer's best estimate of contributions expected to be paid during the annual period beginning after the balance sheet date, towards gratuity and compensated absences is Rs. 118.13 lakhs (31 March 2022: Rs. 12.54 lakhs) and Rs. 82.71 lakhs (31 March 2022: Rs. 7.20 lakhs) respectively.

c) Sensitivity analysis of defined benefit obligation

Particulars	31 March 2023	31 March 2022
a) Impact of the change in discount rate		
i) Impact due to increase of 0.50% (31 March 2022: 0.50%)	(13.05)	(0.40)
ii) Impact due to decrease of 0.50% (31 March 2022: 0.50%)	14.71	0.43
b) Impact of the change in salary increase		
i) Impact due to increase of 0.50% (31 March 2022: 0.50%)	14.42	0.44
ii) Impact due to decrease of 0.50% (31 March 2022: 0.50%)	(12.99)	(0.40)

Sensitivities due to mortality & withdrawals are not material & hence impact of change is not calculated. Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

d) Maturity profile of defined benefit obligation

Particulars	31 March 2023	31 March 2022
Less than 1 year	5.11	0.09
Year 1 to 5	7.35	0.27
More than 5 years	136.68	5.21



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31 Financial instruments**(i) Fair values hierarchy**

Financial assets and financial liabilities are measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

(ii) Financial assets and liabilities measured at fair value - recurring fair value measurements

The carrying amount of financial assets and financial liabilities are measured at amortised cost in the financial statements are a reasonable approximation of their fair values.

Valuation technique used to determine fair value

Particulars	Level	31 March 2023	31 March 2022
Financial assets			
Investments at FVTPL			
Investments in Mutual funds	Level 2	-	15,447.25
Total financial assets		-	15,447.25

(iii) Fair value of financial assets and liabilities measured at amortised cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values (Refer note 32(i)).

(iv) Valuation process and technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

(a) Mutual funds: Use of NAV's obtained from the asset manager.

32 Financial risk management**(i) Financial instruments by category**

Particulars	As at 31 March 2023			As at 31 March 2022		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets						
Investments in						
Mutual funds	-	-	-	15,447.25	-	-
Trade receivables	-	-	4,248.05	-	-	92.61
Cash and cash equivalents	-	-	2,800.99	-	-	29.96
Other bank balances	-	-	9,720.97	-	-	3.05
Other financial assets	-	-	6,507.72	-	-	116.84
Total	-	-	23,277.73	15,447.25	-	242.46
Financial liabilities						
Borrowings	-	-	43,214.16	-	-	143.41
Lease liabilities	-	-	3,017.87	-	-	3,235.16
Trade payables	-	-	57,962.32	-	-	4,665.32
Other financial liabilities	-	-	1,823.91	-	-	64.02
Total	-	-	1,06,018.26	-	-	8,107.91

(ii) Risk management

The Company is exposed to various risks in relation to financial instruments. The Company's financial assets and liabilities by category are summarised in note 32(i). The main types of risks are market risk, credit risk and liquidity risk. The most significant financial risks to which the Company is exposed are described below.

The Company's risk management is carried out by a central finance department (of the Company) under direction of the Board of Directors. The Board of Directors provides principles for overall risk management, and covering specific areas, such as foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity.



A) Credit risk

Credit risk is the risk that a counterparty fails to discharge an obligation to the Company. Credit risk arises from cash and cash equivalents, trade receivables, investments carried at amortised cost and deposits with banks and financial institutions. The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at 31 March 2023 and 31 March 2022, as summarised below:

Particulars	31 March 2023	31 March 2022
Investments in mutual funds	-	15,447.25
Trade receivables (i)	4,248.05	92.61
Cash and cash equivalents (ii)	2,791.99	29.96
Other bank balances (ii)	9,720.97	3.05
Other financial assets (iii)	6,507.72	116.84

The Company's management has assessed that all the above financial assets are not impaired as all are of good credit quality.

(i) The Company has no such assets where credit losses have been recognised as none of the assets are credit impaired. Company's major trade receivables are from e-commerce marketplace which are governed as per the agreement with counterparty. Therefore, these trade receivables are considered high quality and accordingly, no life time expected credit losses have been recognised on such receivables based on simplified approach.

(ii) The credit risk for cash and cash equivalents and other bank balances is considered negligible, since the counterparties are reputable banks with high quality external credit ratings.

(iii) The credit risk for other financial asset is considered negligible, since the counterparties are reputable financial institution with high quality external credit ratings and related party.

B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

Maturities of financial liabilities

The tables below analyse the Company's financial assets and liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial assets and liabilities.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Particulars	As at 31 March 2023			
	Less than 1 year	1-5 year	More than 5 years	Total
Non-derivatives				
Borrowings	43,214.16	-	-	43,214.16
Lease liabilities	416.54	1,885.12	1,574.23	3,875.89
Trade payables	57,962.32	-	-	57,962.32
Other financial liabilities	1,823.91	-	-	1,823.91
Total	1,03,416.93	1,885.12	1,574.23	1,06,876.28

Particulars	As at 31 March 2022			
	Less than 1 year	1-5 year	More than 5 years	Total
Non-derivatives				
Borrowings	143.41	-	-	143.41
Lease liabilities	413.10	1,795.35	2,080.54	4,288.99
Trade payables	4,665.32	-	-	4,665.32
Other financial liabilities	64.02	-	-	64.02
Total	5,285.85	1,795.35	2,080.54	9,161.74

C) Market risk**a) Foreign currency risk**

The Company is not exposed to foreign exchange risk arising from foreign currency transactions. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the Company's functional currency.

Foreign currency risk exposure

The Company's exposure to foreign currency risk at the end of the reporting years is Nil.

Sensitivity

The sensitivity of profit or loss and equity to changes in the exchange rates arises mainly from foreign currency denominated financial instruments and the sensitivity risk at the end of the reporting years is Nil.



b) Interest rate risk**Liabilities**

The Company's policy is to minimise interest rate cash flow risk exposures on long-term financing. At 31 March 2022, the Company is exposed to changes in market interest rates through bank borrowings at variable interest rates. The Company's fixed deposits are carried at amortised cost and are fixed rate deposits. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Interest rate risk exposure

Below is the overall exposure of the Company to interest rate risk:

Particulars	31 March 2023	31 March 2022
Variable rate:		
Borrowing	8,400.00	-
Total variable rate exposure	8,400.00	-
Fixed rate:		
Borrowing	34,814.16	143.41
Total fixed rate exposure	34,814.16	143.41

Sensitivity

Below is the sensitivity of profit or loss and equity due to changes in interest rates, assuming no change in other variables:

Particulars	31 March 2023	31 March 2022
Interest rates – increase by 100 basis points (31 March 2022: 100 basis points)	(84.00)	-
Interest rates – decrease by 100 basis points (31 March 2022: 100 basis points)	84.00	-

b) Price risk**Exposure**

The Company is exposed to price risk in respect of its investment in mutual funds (refer note 8). The mutual funds are unquoted investments.

Sensitivity

Below is the sensitivity of profit or loss and equity changes in fair value of investments, assuming no change in other variables:

Particulars	31 March 2023	31 March 2022
Price sensitivity		
Price increase by 1000 basis points (31 March 2022: 1000 basis points)	-	1,544.73
Price decrease by 1000 basis points (31 March 2022: 1000 basis points)	-	(1,544.73)

33 Capital management

The Company's capital management objectives are

- (i) To ensure the Company's ability to continue as a going concern
- (ii) To provide an adequate return to shareholders

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

Management assesses the Company's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the Company's various classes of debt. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The amounts managed as capital by the Company for the reporting periods under review are summarised as follows:

Particulars	31 March 2023	31 March 2022
Short-term borrowings	43,214.16	143.41
Total borrowings	43,214.16	143.41
Less:		
Cash and cash equivalents	2,800.99	29.96
Other bank balances	9,720.97	3.05
Net debts	30,692.20	110.40
Total equity (i)	39,206.71	15,510.19
Net debt to equity ratio	78.28%	0.71%

- (i) Equity includes capital and all reserves of the Company that are managed as capital.



34 As per Ind AS "Related Party Disclosure", the related parties where control exists or where significant influence exists and with whom transactions have taken place are as below:

Nature of relationship	Related parties
I. Holding Company	RattanIndia Enterprises Limited
II. Fellow subsidiaries (with whom transactions have been entered during the year/previous period)	Neobrands Limited
III. Enterprise over which key management personnel have significant influence (with whom transactions have been entered during the year/previous year)	Tupelo Properties Private Limited
IV. Key Management Personnel:	

Name	Designation
Surinder Kumar Aery	Director (w.e.f. 21 October 2021)
Amit Jain (DIN : 6802414)	Director (w.e.f. 21 October 2021)
Sudeep Kumar	Director (w.e.f. 21 October 2021 upto 20 April 2022)
Rahul Gochhwal	Director (w.e.f. 25 March 2022)
Amit Jain (DIN : 5340237)	Director (w.e.f. 18 April 2022 upto 19 May 2022)
Soumik Bhusan	Director (w.e.f. 30 June 2022) Chief Financial Officer (w.e.f. 3 March 2022)
Jeevagan Narayana Swami Nadar	Additional Director (w.e.f. 30 September 2022)
Chandramouli Venkataraman	Chief Executive Officer (w.e.f. 16 February 2022)
Riddhi Doshi	Company Secretary (w.e.f. 30 May 2022 upto 07 April 2023)
Mayanka Srivastava	Company Secretary (w.e.f. 07 April 2023)

V. Disclosure of transactions entered into with the related parties:

A. Transactions:

Particulars	Holding Company		Fellow subsidiaries		Enterprise over which key management personnel have significant influence		Key Managerial Personnel	
	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
RattanIndia Enterprises Limited								
Inter corporate deposit received	19,000.00	16,041.00	-	-	-	-	-	-
Inter corporate deposits-converted into equity shares (out of above balance)	19,000.00	16,000.00	-	-	-	-	-	-
Inter corporate deposit repaid	41.00	-	-	-	-	-	-	-
Service expense	116.70	-	-	-	-	-	-	-
Corporate guarantee charges (refer footnote v)	105.47	-	-	-	-	-	-	-
Reimbursement of expense	0.01	-	-	-	-	-	-	-
Tupelo Properties Private Limited								
Inter corporate deposit received	-	-	-	-	19,000.00	-	-	-
Margin Money deposit given	-	-	-	-	5,000.00	-	-	-
Interest on inter corporate deposit	-	-	-	-	1,069.07	-	-	-
Neobrands Limited								
Rental income	-	-	7.00	-	-	-	-	-
Recovery of expense	-	-	0.52	-	-	-	-	-
Chandramouli Venkataraman (Chief Executive Officer)								
Short term employee benefits	-	-	-	-	-	-	244.93	25.12
Soumik Bhusan (Chief Financial Officer)								
Short term employee benefits	-	-	-	-	-	-	119.58	8.22
Riddhi Doshi (Company Secretary)								
Short term employee benefits	-	-	-	-	-	-	15.44	-



B. Balance outstanding:

Particulars	Holding Company		Fellow subsidiaries		Enterprise over which key management personnel have significant influence		Key Managerial Personnel	
	As at 31 March 2023	As at 31 March 2022	As at 31 March 2023	As at 31 March 2022	As at 31 March 2023	As at 31 March 2022	As at 31 March 2023	As at 31 March 2022
RattanIndia Enterprises Limited								
Inter corporate deposit payable	-	41.00	-	-	-	-	-	-
Interest on Inter corporate deposit payable	-	102.41	-	-	-	-	-	-
Reimbursement of expense payable	0.01	-	-	-	-	-	-	-
Service expense payable	31.12	-	-	-	-	-	-	-
Corporate guarantee charges payable	2.45	-	-	-	-	-	-	-
Tupelo Properties Private Limited								
Inter corporate deposit payable	-	-	-	-	19,000.00	-	-	-
Margin Money deposit receivable	-	-	-	-	5,000.00	-	-	-
Ncobrands Limited								
Rental income receivable	-	-	7.56	-	-	-	-	-
Soumik Bhusan (Chief Financial Officer)								
Short term employee benefits	-	-	-	-	-	-	25.90	-
Riddhi Doshi (Company Secretary)								
Short term employee benefits	-	-	-	-	-	-	2.75	-

(i) There are no non cash transactions entered with promoters or directors.

(ii) Related party transactions were conducted on the terms equivalent to those prevailing in an arm's length transaction.

(iii) The Company's principal related parties consist of RattanIndia Enterprise Limited and key managerial personnel. The Company's material related party transactions and outstanding balances are with the related parties with whom the Company routinely enters into transaction in ordinary course of business.

(iv) Key managerial personnel are entitled to post-employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee benefits' in the financial statements. As the employees benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

(v) The Holding company has provided corporate guarantee for a total amount of Rs. 29,950.00 lakhs during the financial year 2022-23 to the Company's vendors and lenders.

(vi) Subsequent to the year, the Company Secretary of the Company resigned and the Board of Directors' accepted his resignation effective from 07 April 2023. Consequently, the Company with effect from 07 April 2023 has appointed Mrs Mayanka Srivastava as full time Company Secretary, post approval by the Board of Directors, in compliance of section 203 of the Companies Act, 2013 and Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.



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35 Earnings per share:

Particulars	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
Profit/(Loss) for the year	4,696.98	(490.81)
Opening number of shares	1,60,10,000	
Weighted average number of equity shares used in computing basic earnings per share	3,19,93,562	2,07,531
Weighted average number of equity shares used in computing diluted earnings per share	3,19,93,562	2,07,531
Closing number of shares	3,50,10,000	1,60,10,000
Face value per equity share (Rs.)	10.00	10.00
Basic earnings per equity share - (Rs.)	14.68	(236.50)
Diluted earnings per equity share - (Rs.)	14.68	(236.50)

36 Income tax

Particulars	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
Tax expense comprise of:		
Current tax expense	1,496.40	-
Deferred tax credit	(139.29)	-
Income tax expense reported in the statement of profit and loss	1,357.11	-

The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the Company at 25.168% (31 March 2022: 26%) and the reported tax expense in profit or loss are as follows:

Particulars	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
Accounting profit/(loss) before income tax	6,054.09	(490.81)
At India's statutory income tax rate of 25.168% (31 March 2022: 26%)	1,523.69	(127.61)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Difference in depreciation charged as per Income Tax Act, 1961 vis-a-vis depreciation as per books of accounts	1.69	13.52
Employee benefits	0.41	1.45
Expenses never allowed under Income-tax Act, 1961	32.44	-
Tax impact of utilization of brought forward losses	(97.70)	-
Adjustment for tax rate on gain on sale of investment	170.99	-
Fair value adjustments	(62.84)	-
Other items (disallowed) / allowed under Income Tax Act, 1961	(211.57)	8.47
Deferred tax not recognised on business losses [refer note 6(i)]	-	104.17
Income Tax expense	1,357.11	-

During the year, the Company has elected to exercise the option of reduced tax rate of 22% plus surcharges and cess permitted under Section 115BAA of Income Tax Act, 1961. Accordingly, the tax liabilities for FY 2022-23 are computed based on provision of section 115BAA.

37 Reconciliation of liabilities arising from financing activities

Particulars	Borrowings	Lease Liabilities	Total
As at 21 Oct 2021	-	-	-
Cash flows:			
Proceeds from borrowings (net)	16,041.00	-	16,041.00
Payment of lease liabilities	-	(68.85)	(68.85)
Non-cash:			
ICD converted into share capital	(16,000.00)	-	(16,000.00)
Addition of new lease	-	3,272.21	3,272.21
Fair value adjustments	-	31.80	31.80
Closing accrued interest	102.41	-	102.41
As at 31 March 2022	143.41	3,235.16	3,378.57
Cash flows:			
Proceeds from borrowings (net)	61,821.19	-	61,821.19
Payment of lease liabilities	-	(413.10)	(413.10)
Non-cash:			
ICD converted into share capital	(19,000.00)	-	(19,000.00)
Fair value adjustments	-	195.81	195.81
Closing accrued interest	249.56	-	249.56
As at 31 March 2023	43,214.16	3,017.87	46,232.03



- 38 The Chief Operating Decision Maker ("CODM") reviews the operations at the Company level. The operations of the Company fall under "trading activities through ecommerce platform" business only, which is considered to be the only reportable segment, in accordance with the provisions of Ind AS 108 – Operating Segments.

Revenue of Rs. 400,143.27 lakhs (31 March 22 - Rs. 1,074.79 lakhs) has been derived through sales to customers, spread across the country. The Company has business operations only in India and does not hold any assets outside India.

Revenue from major customers

There is no single customer that accounts for more than 10% of the Company's revenue for the year/ period ended 31 March 2023 and 31 March 2022. The other disclosure requirements of Ind AS 108 are not applicable.

39 Details of assets pledged

Particulars	As at 31 March 2023	As at 31 March 2022
Non Current Assets		
Property, plant and equipment	150.83	-
Current Assets		
Inventories and trade receivables	1,05,765.37	-
Other current Assets	36,904.77	-
	1,42,820.97	-

40 Leases disclosure

The Company has entered into a lease agreement with M/s Simplwork Offices Private Limited (lessor) for lease of office premises for a term of 108 months, starting from 01 Feb 2022 and ending on 31 Jan 2031. Lease obligation and right of use asset has been recognised on such lease using IIR method.

Further, the Company has entered into sublease agreement with 'Neobrands Limited for the use of lease premises for carrying business for term of 11 months effective 01 January 2023, which has been considered as operating lease as per Ind AS 116.

- a) The table below describes the nature of the Company's leasing activities by type of right of use asset recognised in balance sheet:

Right of use assets	No of right of use assets leased	Range of remaining term	Average remaining lease term	No of leases with extension options	No of leases with purchase options	No of leases with variable payments linked to an index	No of leases with termination options
Office premises	1	94 Months	94 Months	1	-	-	1

- b) Additional information on the right of use assets by class of assets is as follows:

Right of use assets	Opening balance	Additions	Depreciation	Deletion	Closing balance
Office premises (31 March 2022)	-	3,363.16	59.98	-	3,303.18
Office premises (31 March 2023)	3,303.18	-	371.14	-	2,932.04

- c) Lease liabilities are presented in the statement of financial position as follows:

Particulars	As at 31 March 2023	As at 31 March 2022
Current	234.38	217.29
Non-current	2,783.49	3,017.87
Total	3,017.87	3,235.16

- d) The undiscounted maturity analysis of lease liabilities at 31 March 2023 is as follows:

Particulars	Less than 1 year	1-5 year	More than 5 years	Total
Lease payments	416.54	1,885.12	1,574.22	3,875.88

The undiscounted maturity analysis of lease liabilities at 31 March 2022 is as follows:

Particulars	Less than 1 year	1-5 year	More than 5 years	Total
Lease payments	413.10	1,795.35	2,080.54	4,288.99

- e) The Company had total cash outflows for leases of Rs. 413.10 lakhs in 31 March 2023 (31 March 2022 - Rs. 68.85 lakhs). The following are the amounts recognised in profit or loss:

Particulars	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
Depreciation expense of right-of-use assets	371.14	59.98
Interest expense on lease liabilities	195.81	31.80
Expense relating to short-term leases (included in other expenses)	33.95	4.08
Total	600.90	95.86



f) Operating Lease

The Company has taken on lease certain assets under operating lease arrangements. The contractual future minimum lease payment obligation in respect of these leases are as under:

Office premises

Particulars	For the year ended 31 March 2023	For the period from 21 October 2021 to 31 March 2022
Minimum lease obligations:		
- Within one year	3.54	-
- Later than one year but not later than five years	0.15	-
- Later than five years	-	-
Total	3.69	-

At 31 March 2023, the Company had not committed to leases which had not commenced.

The Company has elected not to recognise a lease liability for short term leases (leases of expected term of 12 months or less) or for leases of low value assets. Payments made under such leases are expensed on a straight-line basis. In addition, certain variable lease payments are not permitted to be recognised as lease liabilities and are expensed as incurred.

41 Financial Ratios

Following are analytical ratios for the year ended :-

Particulars	Numerator	Denominator	31 March 2023	31 March 2022	% change	Reason for variance
Current ratio	Current assets	Current liabilities	1.37	3.93	(65)%	Refer note (ii) below
Debt - equity ratio	Total debt (i)	Shareholder's equity	1.10	0.01	10900%	Refer note (ii) below
Debt service coverage ratio	Earning available for debt service	Debt service	3.32	(2.77)	220%	Refer note (ii) below
Return on equity	Net profits/(loss) after taxes	Average shareholder's equity	17.17%	(3.16)%	643%	Refer note (ii) below
Inventory Turnover Ratio	Cost of goods sold	Average inventory	6.43	0.47	1268%	Refer note (ii) below
Trade receivables turnover ratio	Revenue	Average trade receivables	187.33	23.36	702%	Refer note (ii) below
Trade payable turnover ratio	Purchase of services and other expenses	Average trade payables	15.66	2.18	618%	Refer note (ii) below
Net capital turnover ratio	Revenue	Working capital	10.48	0.07	14871%	Refer note (ii) below
Net Profit ratio	Net profit	Revenue	1.16%	(45.38)%	103%	Refer note (ii) below
Return on capital employed	Earning before interest and tax	Capital employed	10.78%	(2.22)%	586%	Refer note (ii) below

(i) Excluding lease liabilities.

(ii) The Company has full year of commercial operations during current year whereas in the previous year operations started in February 2022. (also refer note 50)

42 In the opinion of the Board of Directors, all current and non-current assets, appearing in the Balance Sheet as at 31 March 2023 have a value on realisation in the ordinary course of the Company's business at least equal to the amount at which they are stated in balance Sheet.

43 Disclosures under the Micro, Small and Medium Enterprises Development Act, 2006:

Particulars	As at 31 March 2023	As at 31 March 2022
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year.	9,286.80	-
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year.	101.76	-
(iii) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day.	-	-
(iv) The 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 Micro, Small and Medium Enterprises Development Act, 2006.	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year.	101.76	-
(vi) the amount of further interest remaining due and payable even in the succeeding years, until such date when interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of Micro, Small and Medium Enterprises Development Act, 2006.	101.76	-

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

44 The Company does not meet the criteria as specified under sub-section (1) of section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and accordingly, there is no requirement for the Company to spend any amount under sub-section (5) of section 135 of the Act.

45 The Company operates as a seller on the online ecommerce marketplace platform. In accordance with the terms of the Services Business Solution Agreement, such online marketplace platform provides storage services once the receipt of delivery of goods is confirmed and accordingly, the Company's inventory is stored in various fulfilment centers run by such online marketplace platform. The management relies on the inventory records produced by the online marketplace platform's IT application. The Company is not exposed to inventory risk due to any damage or loss as the online marketplace platform entity is responsible for making good the loss (if any) to the inventory in its custody.

Considering the nature of operations, the Company's management themselves cannot perform physical verification of inventory but relies upon the confirmation of the inventory held, as obtained from the online marketplace platform at regular intervals. As per such confirmation, no material discrepancies were noticed during the current year.



46 Other statutory information

- (i) The Company does not have any Benami property and no proceedings have been initiated or pending against the Company and its Indian subsidiaries for holding any Benami property, under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and the rules made thereunder.
- (ii) The Company does not have any transactions with struck off companies under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.
- (v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- (vii) The Company has not entered into any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- (viii) The Company has not been declared as a 'Willful Defaulter' by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India
- (ix) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the act read with the Companies (Restriction on Number of Layers) Rules 2017.

- 47 In respect of amounts as mentioned under Section 125 of the Companies Act, 2013, there were no dues required to be credited to the Investor Education and Protection Fund as at 31 March 2023.
- 48 The Code on Social Security, 2020 ("Code") has been notified in the Official Gazette of India on 29 September 2020, which could impact the contributions of the Group towards certain employment benefits. Effective date from which changes are applicable is yet to be notified and the rules are yet to be framed. Impact, if any, of change will be assessed and accounted for in the period of notification of relevant provisions.
- 49 During the year ended 31 March 2023, the Company in the normal course of business had received certain queries from Goods and Service tax department, in relation to reconciliation of output tax liability, pattern of input tax credit availed etc., for which management has already submitted its responses. No subsequent communication/ demand has been received by the Company, requiring any adjustment in these financial statements.
- 50 The Company was incorporated on 21 October 2021 and commenced its operations thereafter. Hence, the previous period comparatives are not strictly comparable to the current year figures that pertain to full twelve months.
- 51 The Company evaluates events and transactions that occur subsequent to the balance sheet date, there were no significant adjusting events that occurred other than those disclosed/given effect to in these financial statements.

For Walker Chandio & Co LLP
Chartered Accountants
Firm Registration No.: 001076N/ N510013

Deepak Mittal
Partner
Membership No. : 503843

Place: New Delhi
Date : 29 May 2023



For and on behalf of the Board of Directors

Surinder Kumar Aery
Director
DIN 02430754

Place: New Delhi
Date : 29 May 2023

Amit Jain
Director
DIN 06802414

Place: New Delhi
Date : 29 May 2023

Chandramouli Venkataraman
Chief Executive Officer

Place: Bangalore
Date : 29 May 2023

Soumik Bhushan
Director and Chief Financial Officer
DIN-08938408

Place: Bangalore
Date : 29 May 2023

Mayanka Srivastava
Company Secretary

Place: Bangalore
Date : 29 May 2023

