Reliance Clothing India Private Limited

Financial Statements

2018-19

Independent Auditor's Report

To the Members of RELIANCE CLOTHING INDIA PRIVATE LIMITED

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of **Reliance Clothing India Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (" the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019 , its Loss including Other Comprehensive Income, its Cash Flows and the Statement of Changes in Equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SA") 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 made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board report, but does not include the financial statements and our auditor's report thereon.
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act, with respect to the preparation of these Financial Statements that give a true and fair view of the Financial Position, Financial Performance including Other Comprehensive Income, Cash Flows and the Statement Of Changes in Equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of the appropriate accounting policies; making judgements 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 fair presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

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

   c) The Balance Sheet, Statement of Profit and Loss including Other Comprehensive Income , the Cash Flow Statement and Statement of Changes in Equity dealt with by this report are in agreement with the books of account;

   d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act;

   e) On the basis of written representations received from the directors as on March 31 , 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31 , 2019, from being appointed as a director in terms of section 164(2) of the Act;

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting with reference to these financial statements;

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

      i. The Company does not have any pending litigations which would impact on its financial position.

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

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

For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm Registration no. 101720W/W100355

Jignesh Mehta
Partner
Membership No.: 102749

Place: Mumbai
Date : April 16, 2019

"ANNEXURE A" TO THE INDEPENDENT AUDITORS' REPORT ON THE FINANCIAL STATEMENTS OF RELIANCE CLOTHING INDIA PRIVATE LIMITED

(Referred to in Paragraph 1 under the heading of "Report on other legal and regulatory requirements" of our report of even date)

i) In respect of its fixed assets :

a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.

b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.

c) As the Company has no immovable assets during the year, clause (c) (i) of paragraph 3 of the Order is not applicable to the company.

ii) As explained to us, physical verification of the inventories have been conducted at reasonable intervals by the management, which in our opinion is reasonable, having regard to the size of the Company and nature of its inventories. No material discrepancies were noticed on such physical verification.

iii) The Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. Consequently, the requirement of clause (iii) (a) to clause (iii) (c) of paragraph 3 of the Order is not applicable to the Company.

iv) Company has not granted any loans, investments, guarantees and securities covered under section 185 and 186 of the Act.

v) According to the information and explanations given to us, the Company has not accepted any deposits within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Therefore, the clause (v) of paragraph 3 of the Order is not applicable to the Company.

vi) To the best of our knowledge and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub section (1) of Section 148 of the Act in respect of the activities undertaken by the Company.

vii) In respect of Statutory dues :

a) According to the records of the Company, undisputed statutory dues including provident fund, employees' state insurance, income tax, goods and service tax , duty of customs, duty of excise, cess and any other statutory dues have been regularly deposited with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues, were outstanding as at March 31, 2019 for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us, there are no dues of income tax, good and service tax , duty of customs, duty of excise, cess on account of any dispute, which have not been deposited.

viii) The Company has not raised loans from financial institutions or banks or government or by issue of debentures and hence clause (viii) of paragraph 3 of the Order is not applicable to the Company.

ix) The company has not raised money by way of initial public offer or further public offer (including debt instruments) and term loans have been used for the purpose for which it has been raised.

x) Based on the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

xi) Company has not paid any managerial remuneration during the year and hence clause (xi) of paragraph 3 of the Order is not applicable to the Company.

xii) In our opinion company is not a Nidhi company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the company.

xiii) In our opinion and according to the information and explanations given to us, section 177 of the Act is not applicable to the Company. Further, Company is in compliance with the section 188 of the Act and details have been disclosed in the financial statements etc., as required by the applicable accounting standards.

xiv) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence clause (xiv) of paragraph 3 of the Order is not applicable to the Company.

xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transaction with the directors or persons connected with him and covered under section 192 of the Act. Hence, clause (xv) of the paragraph 3 of the Order is not applicable to the Company.

xvi) To the best of our knowledge and as explained, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm Registration no. 101720W/W100355

Jignesh Mehta
Partner
Membership No.: 102749

Place: Mumbai
Date : April 16, 2019

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF RELIANCE CLOTHING INDIA PRIVATE LIMITED

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

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

We have audited the internal financial controls over financial reporting of **Reliance Clothing India Private Limited** ("the Company") as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting With Reference To These Financial Statements

A company's internal financial control over financial reporting with reference to these financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company ; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting With Reference To These Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls over financial reporting with reference to these financial statements were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm Registration no. 101720W/W100355

Jignesh Mehta
Partner
Membership No.: 102749

Place: Mumbai
Date : April 16, 2019

Balance Sheet as at 31st March, 2019

₹ lakh

	Notes	As at 31st March, 2019		As at 31st March, 2018	
ASSETS					
Non-Current Assets					
Property, Plant and Equipment	1	11 24.17		13 65.84	
Capital Work-in-Progress	1	1 74.05		1 73.62	
Intangible Assets	1	1 00.62		1 07.33	
		13 98.84		16 46.79	
Other Non-Current Assets	2	7.36		4.31	
Total Non-Current Assets			14 06.20		16 51.10
Current assets					
Inventories	3	17 09.51		19 42.75	
Financial Assets					
Trade Receivables	4	1 37.90		72.88	
Cash and Cash Equivalents	5	84.46		56.13	
Other Financial Assets	6	2 44.72		2 24.07	
Other Current Assets	7	5 72.76		6 03.00	
Total Current Assets			27 49.35		28 98.83
Total Assets			41 55.55		45 49.93
EQUITY AND LIABILITIES					
Equity					
Equity Share Capital	8	5.00		5.00	
Other Equity	9	(39 47.62)		(19 86.63)	
Total Equity			(39 42.62)		(19 81.63)
Liabilities					
Non-Current liabilities					
Financial Liabilities					
Borrowings	10	71 05.00		60 14.91	
Provisions	11	7.07		5.68	
Total Non-Current Liabilities			71 12.07		60 20.59
Current Liabilities					
Financial Liabilities					
Trade Payables Due to :	12				
Micro and Small Enterprise		0.29		0.31	
Other than Micro and Small Enterprise		844.92		380.66	
Other Financial Liabilities	13	80.42		94.03	
Provisions	14	0.16		0.11	
Other Current Liabilities	15	60.31		35.86	
Total Current Liabilities			9 86.10		5 10.97
Total Liabilities			80 98.17		65 31.56
Total Equity and Liabilities			41 55.55		45 49.93
Significant Accounting Policies					
See accompanying Notes to the Financial Statements	1 to 29				

As per our Report of even date

For **Chaturvedi & Shah LLP**
Chartered Accountants

Jignesh Mehta
Partner

Mumbai
Dated: 16th April, 2019

For and on behalf of the Board

Pankaj Pawar
Director

Ashwin Khasgiwala
Director

Ashish Patil
Director

K Sudarshan
Director

Jagmohanlal Bhamri
Director

Statement of Profit and Loss for the year ended 31st March, 2019

₹ lakh

	Notes	2018-19	2017-18
INCOME			
Value of Sales		**43 87.12**	45 08.19
Sale of services		**29.60**	-
Value of Sales and Services (Revenue)		**44 16.72**	45 08.19
Less: GST recovered		**5 80.85**	5 01.28
Revenue from Operations		**38 35.87**	40 06.91
Other Income	**16**	**2.24**	1.39
Total Income		**38 38.11**	40 08.30
EXPENSES			
Purchases of Stock-in-Trade		**25 75.87**	14 70.49
Changes in Inventories of Stock-in-Trade	**17**	**2 36.14**	7 96.17
Employee Benefits Expense	**18**	**1 73.17**	1 59.75
Finance Costs	**19**	**5 66.44**	4 72.67
Depreciation and Amortisation Expense	**1**	**1 86.59**	1 71.83
Other Expenses	**20**	**20 61.88**	15 88.90
Total Expenses		**58 00.09**	46 59.81
Profit/(Loss) before Tax		**(19 61.98)**	(6 51.51)
Tax Expenses		**-**	-
Profit/(Loss) for the Year		**(19 61.98)**	(6 51.51)
Other Comprehensive Income			
Items that will not be reclassified to Profit or Loss	**18.1**	**0.99**	1.42
Total Comprehensive Income for the year		**(19 60.99)**	**(6 50.09)**
Earnings per Equity Share of face value of ₹ 10 each			
Basic and Diluted (in ₹)	**22**	**(39 23.96)**	(13 03.02)
Significant Accounting Policies			
See accompanying Notes to the Financial Statements	**1 to 29**		

As per our Report of even date
For **Chaturvedi & Shah LLP**
Chartered Accountants

Jignesh Mehta
Partner

Mumbai
Dated: 16th April, 2019

For and on behalf of the Board

Pankaj Pawar
Director

Ashwin Khasgiwala
Director

Ashish Patil
Director

K Sudarshan
Director

Jagmohanlal Bhamri
Director

Statement of Changes in Equity for the year ended 31st March, 2019

₹ lakh

A. Equity Share Capital

Balance as at 1st April, 2017	Changes during the year 2017-18	Balance as at 31st March, 2018	Changes during the year 2018-19	**Balance as at 31st March, 2019**
5.00	-	5.00	-	**5.00**

₹ lakh

B. Other Equity

	Reserves & Surplus	Other Comprehensive Income	Total
	Retained Earnings		
As on 31st March, 2018			
Balance as at 1st April, 2017	(13 35.16)	(1.38)	(1 336.54)
Total Comprehensive income for the year	(6 51.51)	1.42	(650.09)
Balance as at 31st March, 2018	**(19 86.67)**	**0.04**	**(19 86.63)**
As on 31st March, 2019			
Balance as at 1st April, 2018	(19 86.67)	0.04	(19 86.63)
Total Comprehensive income for the year	(19 61.98)	0.99	(19 60.99)
Balance as at 31st March, 2018	**(39 48.65)**	**1.03**	**(39 47.62)**

As per our Report of even date

For **Chaturvedi & Shah LLP**
Chartered Accountants

Jignesh Mehta
Partner

Mumbai
Dated: 16th April, 2019

For and on behalf of the Board

Pankaj Pawar
Director

Ashwin Khasgiwala
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Director

K Sudarshan
Director

Jagmohanlal Bhamri
Director

Cash Flow Statement for the year ended 31st March, 2019

					₹ lakh
			2018-19		2017-18
A:	**CASH FLOW FROM OPERATING ACTIVITIES**				
	Net Profit/(Loss) before tax as per Statement of Profit and Loss		**(19 60.99)**		(6 50.09)
	Adjusted for:				
	(Profit)/loss on sale/discard of Property, Plant and Equipment (Net)	**1 38.42**		-	
	Depreciation and Amortisation Expense	**1 86.59**		1 71.83	
	Effect of Exchange Rate Change	**(2.53)**		0.34	
	Interest Income	**(2.24)**		(1.39)	
	Finance Costs	**5 66.44**		4 72.67	
			8 86.68		6 43.45
	Operating Profit before Working Capital Changes		**(10 74.31)**		(6.64)
	Adjusted for:				
	Trade and Other Receivables	**(55.39)**		(5 92.50)	
	Inventories	**2 33.24**		7 77.26	
	Trade and Other Payables	**4 92.66**		(1 56.00)	
			6 70.51		28.76
	Cash Generated from Operations		**(4 03.80)**		22.12
	Taxes Paid (Net)		**(2.77)**		(0.13)
	Net Cash Flow from/(used) in Operating Activities		**(4 06.57)**		21.99
B:	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Purchases of Property, Plant and Equipment and Intangible Assets		**(1 02.72)**		(2 12.11)
	Interest Income		**1.91**		1.39
	Net Cash Flow used in Investing Activities		**(1 00.81)**		(2 10.72)
C:	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Proceeds from Borrowings - Non-Current		**30 07.09**		28 53.20
	Repayment of Borrowings - Non-Current		**(19 17.00)**		(21 77.26)
	Interest Paid		**(5 54.38)**		(4 77.13)
	Net Cash Flow From/(used) in Financing Activities		**5 35.71**		1 98.81
	Net Increase in Cash and Cash Equivalents		**28.33**		10.08
	Opening Balance of Cash and Cash Equivalents		**56.13**		46.05
	Closing Balance of Cash and Cash Equivalents (Refer Note "5")		**84.46**		56.13

As per our Report of even date
For **Chaturvedi & Shah LLP**
Chartered Accountants

Jignesh Mehta
Partner

Mumbai
Dated: 16th April, 2019

For and on behalf of the Board

Pankaj Pawar
Director

Ashwin Khasgiwala
Director

Ashish Patil
Director

K Sudarshan
Director

Jagmohanlal Bhamri
Director

Notes to the Financial Statements for the year ended 31st March, 2019

A. Corporate Information

Reliance Clothing India Private Limited ("the Company") is a limited company incorporated in India having its registered office at 3rd Floor, Court House, Lokmanya Tilak Marg, Dhobi Talao, Mumbai 400 002, India. The Company's immediate holding Company is Reliance Retail Limited which is held by Reliance Retail Ventures Limited and the Ultimate Holding Company is Reliance Industries Limited. The Company is engaged in organised retail spanning across various consumption baskets primarily catering to Indian consumers.

B. Significant Accounting Policies

B.1 Basis of Preparation and Presentation

The Financial Statements have been prepared on the historical cost basis except for certain financial assets and liabilities (including derivative instruments) which have been measured at fair value amount.

The Financial Statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the Rules notified under the relevant provisions of the Companies Act, 2013.

With effect from 1st April 2018, Ind AS 115 – "Revenue from Contracts with Customers" (Ind AS 115) supersedes Ind AS 18 – "Revenue" and related Appendices. The Company has adopted Ind AS 115 using the modified retrospective approach. The application of Ind AS 115 did not have any material impact on recognition and measurement principles. However, it results in additional presentation and disclosure requirements for the company.

The Company's Financial Statements are presented in Indian Rupees (₹), which is also its functional currency and all values are rounded to the nearest lakh (₹ 00,000) except when otherwise indicated.

B.2 Summary of Significant Accounting Policies

(a) Current and Non-Current Classification

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

An asset is treated as Current when it is -

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when -

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

(b) Property, Plant and Equipment

Property, Plant and Equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price and any cost directly attributable to bringing the assets to its working condition for its intended use.

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 entity and the cost can be measured reliably.

Notes to the Financial Statements for the year ended 31st March, 2019

Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately.

Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre - operative expenses and disclosed under Capital Work – in - Progress.

Depreciation on Property, Plant and Equipment is provided on straight line method and based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Leasehold improvements are amortized over the lower of estimated useful life or lease period; on assets acquired under finance lease depreciation is provided over the lease term.

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

(c) Leases

Leases are classified as finance leases whenever the terms of the lease transfer, substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Leased Assets

Assets held under finance leases are initially recognised as Assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalized. Contingent rentals are recognised as expenses in the periods in which they are incurred.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term except where another systematic basis is more representative of time pattern in which economic benefits from the leased assets are consumed.

(d) Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortisation / depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use.

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 entity and the cost can be measured reliably.

Computer software is amortised over a period of 5 years on a straight line basis.

(e) Research and Development Expenditure

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss.

Development costs are capitalized as an intangible asset if it can be demonstrated that the project is expected to generate future economic benefits, it is probable that those future economic benefits will flow to the entity and the costs of the asset can be measured reliably, else it is charged to the Statement of Profit and Loss.

Notes to the Financial Statements for the year ended 31st March, 2019

(f) Cash and Cash Equivalent

Cash and cash equivalents comprise of cash on hand, cash at banks, short term deposits and short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(g) Finance Cost

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

(h) Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads net of recoverable taxes incurred in bringing them to their respective present location and condition.

Costs of inventories are determined on weighted average basis.

(i) Impairment of Non-Financial Assets – Property, Plant and Equipment and Intangible Assets

The Company assesses at each reporting date as to whether there is any indication that any Property, Plant and Equipment and Intangible assets or group of assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(j) Provisions

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

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

(k) Employee Benefits Expense

Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

Notes to the Financial Statements for the year ended 31st March, 2019

Post-Employment Benefits

Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund and Pension Scheme. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

Defined Benefit Plans

The Company pays gratuity to the employees who have completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Re-measurement of Defined Benefit Plans in respect of post-employment are charged to the Other Comprehensive Income.

(l) Tax Expenses

The tax expense for the period comprises of current tax and deferred income tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income or in equity. In this case, the tax is also recognised in Other Comprehensive Income or Equity.

i) Current Tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the Income Tax authorities, based on tax rates and laws that are enacted at the Balance sheet date.

ii) Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

(m) Foreign Currencies Transactions and Translation

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets which are capitalized as cost of assets.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or

Notes to the Financial Statements for the year ended 31st March, 2019

loss is recognised in Other Comprehensive Income or Statement of Profit and Loss are also recognised in Other Comprehensive Income or Statement of Profit and Loss, respectively).

(n) Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangement, because it typically controls the goods or services before transferring them to the customer.

Generally, control is transfer upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Revenue is measured at the amount of consideration which the company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

In case of discounts, rebates, credits, price incentives or similar terms, consideration are determined based on its most likely amount, which is assessed at each reporting period.

Contract balances

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional.

Contract liabilities

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.

Interest Income

Interest Income from a Financial Asset is recognised using effective interest rate method.

Dividend Income

Dividend Income is recognised when the Company's right to receive the amount has been established.

(o) Financial Instruments

i) Financial Assets

A. Initial Recognition and Measurement

All Financial Assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets, which are not at Fair Value through Profit and Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognised using trade date accounting.

B. Subsequent Measurement

a) Financial Assets Measured at Amortised Cost (AC)

A Financial Asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial

Notes to the Financial Statements for the year ended 31st March, 2019

Asset give rise on specified dates to cash flows that represents solely payments of principal and interest on the principal amount outstanding.

b) Financial Assets Measured at Fair Value Through Other Comprehensive Income (FVTOCI)

A Financial Asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represents solely payments of principal and interest on the principal amount outstanding.

c) Financial Assets Measured at Fair Value Through Profit or Loss (FVTPL)

A Financial Asset which is not classified in any of the above categories are measured at FVTPL.

Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

C. Other Equity Investments

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'. However, dividend on such equity investments are recognized in Statement of Profit and loss when the company's right to receive payment is established.

D. Impairment of Financial Assets

In accordance with Ind AS 109, the Company uses "Expected Credit Loss"(ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12 months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For Trade Receivables the Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

ii) Financial Liabilities

A. Initial Recognition And Measurement

All Financial Liabilities are recognized at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

B. Subsequent Measurement

Financial liabilities are carried at amortized cost using the effective interest method.

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Notes to the Financial Statements for the year ended 31st March, 2019

iii) Derivative Financial Instruments

The company uses various derivative financial instruments such as currency forwards and commodity contracts to mitigate the risk of changes in exchange rates and commodity prices. At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as Financial Assets when the fair value is positive and as Financial Liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss.

iv) Derecognition of Financial Instruments

The company derecognizes a Financial Asset when the contractual rights to the cash flows from the Financial Asset expire or it transfers the Financial Asset and the transfer qualifies for derecognition under Ind AS 109. A Financial Liability (or a part of a Financial Liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

v) Offsetting

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(p) Earnings per share

Basic earnings per share is calculated by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year adjusted for bonus element in equity share. Diluted earnings per share adjusts the figures used in determination of basic earnings per share to take into account the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as at the beginning of the period unless issued at a later date.

C. Critical Accounting Judgements and Key Sources of Estimation Uncertainty

The preparation of the Company's Financial Statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in next financial years.

a) Depreciation / Amortisation And Useful Life of Property Plant and Equipment / Intangible Assets

Property, Plant and Equipment / intangible assets are depreciated / amortised over their estimated useful life, after taking into account estimated residual value. Management reviews the estimated useful life and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful life and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

b) Recoverability of Trade receivables

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

c) Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

Notes to the Financial Statements for the year ended 31st March, 2019

d) Impairment of Non-Financial Assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or a groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transaction are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

e) Impairment of Financial Assets

The impairment provisions for Financial Assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

f) Recognition of Deferred Tax Assets and liabilities

Deferred tax assets and liabilities are recognised for deductible temporary differences and unused tax losses for which there is probability of utilisation against the future taxable profit. The Company uses judgement to determine the amount of deferred tax that can be recognised, based upon the likely timing and the level of future taxable profits and business developments.

g) Fair Value Measurement

For estimates relating to fair value of financial instruments refer note 26 of financial statements.

D. Standards Issued but not Effective

On March 30,2019, the Ministry of Corporate Affairs (MCA) has notified Ind AS 116 – Leases and certain amendment to existing Ind AS. These amendments shall be applicable to the Company from April 01, 2019.

A) Issue of IND AS 116 - Leases

Ind AS 116 will replace the existing standard leasing i.e. Ind AS 17 and related interpretations. Ind AS 116, introduces a single lessee accounting model and requires lessee to recognize assets and liabilities for all leases with non-cancellable period of more than twelve months except for low value assets. Ind AS 116 substantially carries forward the lessor accounting requirement in Ind AS 17.

B) Amendment to Existing Standard

The MCA has also carried out amendments of the following accounting standards

i. Ind AS 101 - First time adoption of Indian Accounting Standards

ii. Ind AS 103 - Business Combinations

iii. Ind AS 109 - Financial Instruments

iv. Ind AS 111 - Joint Arrangements

v. Ind AS 12 - Income Taxes

vi. Ind AS 19 - Employee Benefits

vii. Ind AS 23 - Borrowing Costs

viii. Ind AS 28 - Investment in Associates and Joint Ventures

Application of above standards are not expected to have any significant impact on the Company's financial statements.

Notes to the Financial Statements for the year ended 31st March, 2019

1. Property, Plant and Equipment, Capital Work-in-Progress, Intangible Assets

₹ lakh

Description	Gross Block				Depreciation/amortisation				Net Block	
	As at 1st April, 2018	Additions	Deductions/ Adjustments	**As at 31st March, 2019**	As at 1st April, 2018	For the year	Deductions/ Adjustments	**As at 31st March, 2019**	**As at 31st March, 2019**	As at 31st March, 2018
Property, Plant and Equipment										
Own assets:										
Plant and machinery	2 71.32	36.36	22.81	**2 84.87**	89.42	49.67	10.91	**1 28.18**	**1 56.69**	1 81.90
Electrical installations	3 45.32	12.80	37.01	**3 21.11**	77.45	36.26	11.70	**1 02.01**	**2 19.10**	2 67.87
Equipment	5 99.96	8.37	69.55	**5 38.78**	85.92	40.43	14.82	**1 11.53**	**4 27.25**	5 14.04
Furniture and fixtures	2 25.86	3.56	27.11	**2 02.31**	49.63	23.27	8.96	**63.94**	**1 38.37**	1 76.23
Leasehold improvements	2 86.80	15.54	37.78	**2 64.56**	61.00	30.26	9.46	**81.80**	**1 82.76**	2 25.80
Total (i)	**17 29.26**	**76.63**	**1 94.26**	**16 11.63**	**3 63.42**	**1 79.89**	**55.85**	**4 87.46**	**11 24.17**	**13 65.84**
Intangible assets										
Franchisee rights	1 34.16	-	-	**1 34.16**	26.83	6.71	-	**33.54**	**1 00.62**	1 07.33
Total (ii)	**1 34.16**	**-**	**-**	**1 34.16**	**26.83**	**6.71**	**-**	**33.54**	**1 00.62**	**1 07.33**
Total (i + ii)	**18 63.42**	**76.63**	**1 94.26**	**17 45.79**	**3 90.25**	**1 86.60**	**55.85**	**5 21.00**	**12 24.79**	**14 73.17**
Previous year	15 79.85	2 83.57	-	18 63.42	2 18.42	1 71.83	-	3 90.25	14 73.17	
Capital work-in-progress									**1 74.05**	1 73.62

1.1 Capital work-in-progress includes ₹ 85.07 lakh (Previous year ₹ 122.1 lakh) on account of capital goods inventory.

Notes to the Financial Statements for the year ended 31st March, 2019

₹ lakh

		As at 31st March, 2019	As at 31st March, 2018
2.	**Other Non-Current Assets** *(unsecured and considered good)*		
	Capital Advances	**0.46**	0.46
	Deposits[(i)]	**3.16**	3.16
	Advance Income Tax (Net of Provision)[(ii)]	**2.94**	0.17
	Other Loans and Advances[(iii)]	**0.80**	0.52
	Total	**7.36**	4.31
	(i) Deposits given to statutory authorities.		
	(ii) Advance Income Tax (Net of Provision)		
	At start of year	0.17	0.04
	Charge for the year - Current Tax	-	-
	Others	-	-
	Tax Paid (Net) during the year	2.77	0.13
	At end of year	**2.94**	0.17
	(iii) Represents loan to employees.		

₹ lakh

		As at 31st March, 2019	As at 31st March, 2018
3.	**Inventories** *(valued at lower of cost or net realisable value)*		
	Stock-in-trade	**16 23.15**	18 59.29
	Stores and spares	**86.36**	83.46
	Total	**17 09.51**	19 42.75

₹ lakh

		As at 31st March, 2019	As at 31st March, 2018
4.	**Trade Receivables** *(unsecured and considered good)*		
	Trade Receivables	**1 37.90**	72.88
	Total	**1 37.90**	72.88

₹ lakh

		As at 31st March, 2019	As at 31st March, 2018
5.	**Cash and Cash Equivalents**		
	Cash on Hand	**18.05**	18.99
	Balances with Banks [(i) and (ii)]	**66.41**	37.14
	Cash and Cash Equivalents as per Balance Sheet/cash flow statement	**84.46**	56.13

(i) Includes deposits ₹ 8 000 (Previous year ₹ Nil) with maturity period of more than 12 months.

(ii) Includes deposits ₹ 45.08 lakhs (Previous year ₹ 21.31 lakhs) held by tax authority as security and by bank as margin money for bank guarantees, forward contracts and working capital loan.

5.1 Cash and cash equivalents includes deposits maintained by the Company with banks, which can be withdrawn by the Company at any point of time without prior notice or penalty on the principal.

Notes to the Financial Statements for the year ended 31st March, 2019

₹ lakh

6. Other Financial Assets - Current	As at 31st March, 2019	As at 31st March, 2018
Deposits	**2 44.23**	2 23.91
Others[(i)]	**0.49**	0.16
Total	**2 44.72**	2 24.07

[(i)] Others includes Interest Receivable.

₹ lakh

7. Other Current Assets *(unsecured and considered good)*	As at 31st March, 2019	As at 31st March, 2018
Balance with Customs, GST and State authorities	**5 30.16**	4 39.04
Others [(i)]	**42.60**	1 63.96
Total	**5 72.76**	6 03.00

[(i)] Includes advances to employees and vendors.

₹ lakh

8. Share capital	As at 31st March, 2019	As at 31st March, 2018
Authorised Share Capital:		
50,000 (50,000) Equity Shares of ₹ 10 each	**5.00**	5.00
Total	**5.00**	5.00
Issued, Subscribed and Paid up:		
50,000 (50,000) Equity Shares of ₹ 10 each	**5.00**	5.00
Total	**5.00**	5.00

(i) Out of above 50,000 (Previous year 50,000) equity shares of ₹ 10 each fully paid-up are held by Reliance Retail Limited, the holding company along with its nominees.

(ii) **The details of Shareholder holding more than 5% shares:**

Name of the Shareholder	**As at 31st March, 2019**		As at 31st March, 2018	
	No. of Shares	**% held**	No. of Shares	% held
Reliance Retail Limited	**50,000**	**100.00**	50,000	100.00

(iii) **The reconciliation of number of shares outstanding is set out below:**

Particulars	**As at 31st March, 2019**	As at 31st March, 2018
	No. of Shares	No. of Shares
Equity shares at the beginning of the year	**50,000**	50,000
Add: Equity shares issued during the year	**-**	-
Equity shares at the end of the year	**50,000**	50,000

(iv) The Company has only one class of equity shares having par value of 10 per share. Each holder of equity shares is entitled to one vote per share.

Notes to the Financial Statements for the year ended 31st March, 2019

₹ lakh

9. Other Equity		**As at 31st March, 2019**		As at 31st March, 2018
Retained Earnings				
As per last Balance Sheet	**(19 86.67)**		(13 35.16)	
Add: Profit for the year	**(19 61.98)**		(6 51.51)	
		(39 48.65)		(19 86.67)
Other Comprehensive Income (OCI)				
As per last Balance Sheet	**0.04**		(1.38)	
Add: Movement in OCI (Net) during the year	**0.99**		1.42	
		1.03		0.04
Total		**(39 47.62)**		(19 86.63)

₹ lakh

10. Borrowings – Non-Current	**As at 31st March, 2019**	As at 31st March, 2018
Unsecured – At Amortised Cost		
Loans and advances from related parties [Refer Note 27(ii)] [(i)]	**71 05.00**	60 14.91
Total	**71 05.00**	60 14.91

(i) Represents loan from holding company.

₹ lakh

11. Provisions – Non-Current	**As at 31st March, 2019**	As at 31st March, 2018
Provision for employee benefits (Refer Note no 18.1)[(i)]	**7.07**	5.68
Total	**7.07**	5.68

(i) The provision for employee benefit includes gratuity, annual leave and vested long service leave entitlement accrued and compensation claims made by employees.

₹ lakh

12. Trade Payables Due to		**As at 31st March, 2019**		As at 31st March, 2018
Micro and Small Enterprises	**0.29**		0.31	
Other than Micro and Small Enterprise	**8 44.92**		3 80.66	
		8 45.21		3 80.97
Total		**8 45.21**		3 80.97

12.1 There are no overdue amounts to Micro and Small Enterprises as at March 31, 2019 for which disclosure requirements under Micro, Small and Medium Enterprises Development Act, 2006 are applicable.

Notes to the Financial Statements for the year ended 31st March, 2019

₹ lakh

13. Other Financial Liabilities - Current	As at 31st March, 2019	As at 31st March, 2018
Interest accrued but not due on borrowings	**46.55**	34.49
Creditors for Capital Expenditure	**33.87**	59.54
Other Payables [(i)]	**-**	-
Total	**80.42**	94.03

[(i)] Includes treasury payables.

₹ lakh

14. Provisions - Current	As at 31st March, 2019	As at 31st March, 2018
Provision for employee benefits (Refer Note no 18.1)[(i)]	**0.16**	0.11
Total	**0.16**	0.11

[(i)] The provision for employee benefit includes gratuity, annual leave and vested long service leave entitlement accrued and compensation claims made by employees.

₹ lakh

15. Other Current liabilities	As at 31st March, 2019	As at 31st March, 2018
Other Payables [(i)]	**60.31**	35.86
Total	**60.31**	35.86

[(i)] Includes statutory liabilities and employee payables.

₹ lakh

16. Other Income	2018-19	2017-18
Interest		
From Bank deposits	**2.24**	1.39
Total	**2.24**	1.39

Above other Income comprises of assets measured at amortised cost.

₹ lakh

17. Changes in Inventories of Finished goods, Stock-in-Trade	2018-19	2017-18
Inventories (at close)		
Stock-in-trade	**16 23.15**	18 59.29
Inventories (at commencement)		
Stock-in-trade	**18 59.29**	26 55.46
Total	**2 36.14**	7 96.17

Notes to the Financial Statements for the year ended 31st March, 2019

			₹ lakh
18.	**Employee Benefits Expense**	**2018-19**	2017-18
	Salaries and wages	**1 43.84**	1 30.37
	Contribution to provident fund and other funds	**12.41**	11.89
	Staff welfare expenses	**16.92**	17.49
	Total	**1 73.17**	1 59.75

18.1 As per IND AS 19 "Employee Benefits", the disclosures as defined are given below:

Defined Contribution Plan

Contribution to defined contribution plan, recognised are expensed off for the year are as under:

₹ lakh

Particulars	**2018-19**	2017-18
Employer's contribution to Provident Fund	**2.44**	2.18
Employer's contribution to Pension Scheme	**5.50**	4.95

Defined Benefit Plan

I. Reconciliation of opening and closing balances of defined benefit obligation ₹ lakh

Particulars	**Gratuity (unfunded)**	
	2018-19	2017-18
Defined benefit obligation at beginning of the year	**3.58**	3.42
Current service cost	**1.71**	1.69
Interest cost	**0.29**	0.26
Actuarial (gain)/loss	**(0.99)**	(1.42)
Benefits paid	**-**	(0.37)
Defined benefit obligation at year end	**4.59**	3.58

II. Reconciliation of fair value of assets and obligations ₹ lakh

Particulars	**Gratuity (unfunded)**	
	2018-19	2017-18
Present value of obligation	**4.59**	3.58
Amount recognised in Balance Sheet (surplus/Deficit)	**4.59**	3.58

III. Expenses recognised during the year ₹ lakh

Particulars	**Gratuity (unfunded)**	
	2018-19	2017-18
In Income Statement		
Current service cost	**1.71**	1.69
Interest cost	**0.29**	0.26
Expected Return on Plan Assets	**-**	-
Actuarial (gain)/loss	**-**	-
Net Cost	**2.00**	1.95
In Other Comprehensive Income		
Actuarial (Gain)/Loss	**(0.99)**	(1.42)
Return On Plan Assets	**-**	-
Net (Income)/Expense For the period recognised in OCI	**(0.99)**	(1.42)

Notes to the Financial Statements for the year ended 31st March, 2019

IV. Actuarial assumptions

Particulars	Gratuity (unfunded)	
	2018-19	2017-18
Mortality Table (IALM)	**2006-08 (Ultimate)**	2006-08 (Ultimate)
Discount rate (per annum)	**8.00%**	8.00%
Rate of escalation in salary (per annum)	**6.00%**	6.00%
Rate of employee turnover (per annum)	**2.00%**	2.00%

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

V. The expected contributions for Defined Benefit Plan for the next financial year will be in line with Financial year 2018-19.

VI. Sensitivity Analysis

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount trade, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of Sensitivity analysis is given below:

₹ lakh

Particular	As at 31st March, 2019		As at 31st March, 2018	
	Decrease	**Increase**	Decrease	Increase
Change in discounting rate (delta effect of +/- 0.5%)	**0.37**	**0.41**	0.29	0.33
Change in rate of salary increase (delta effect of +/- 0.5%)	**0.37**	**0.41**	0.30	0.33
Change in rate of employee turnover (delta effect of +/- 0.5%)	**0.05**	**0.05**	0.04	0.03

These plans typically expose the company to actuarial risks such as: interest risk, longevity risk and salary risk.

Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Notes to the Financial Statements for the year ended 31st March, 2019

₹ lakh

		2018-19	2017-18
19.	**Finance Costs**	**2018-19**	2017-18
	Interest Expenses	**5 66.44**	4 72.67
	Total	**5 66.44**	4 72.67

₹ lakh

			2018-19		2017-18
20.	**Other Expenses**		**2018-19**		2017-18
	Selling and Distribution Expenses				
	Sales promotion and advertisement expenses	**1 36.71**		96.36	
	Store running expenses	**2 76.00**		2 98.60	
	Royalty	**75.01**		79.58	
	Warehousing and distribution expenses	**2.44**		7.09	
			4 90.16		4 81.63
	Establishment Expenses				
	Stores and packing materials	**13.73**		16.60	
	Building repairs and maintenance	**1 15.02**		1 11.74	
	Other repairs	**0.06**		-	
	Rent including lease rentals	**7 87.97**		5 71.49	
	Rates and taxes	**6.21**		9.64	
	Security expenses	**1 68.23**		1 83.44	
	Professional fees	**6.52**		3.20	
	Loss on sale/discarding of Property, Plant & Equipment (net)	**1 38.42**		-	
	Exchange differences (net)	**13.28**		(0.84)	
	Electricity expenses	**2 02.28**		1 21.05	
	General expenses	**1 19.32**		90.37	
			15 71.04		11 06.69
	Payments to Auditor				
	Statutory Audit fees	**0.38**		0.35	
	Tax audit fees	**0.20**		0.17	
	Certification and consultation fees	**0.10**		0.06	
			0.68		0.58
	Total		**20 61.88**		15 88.90

21. The Company is mainly engaged in 'Organised Retail' primarily catering to Indian consumers. All the activities of the Company revolve around this main business. Accordingly, the Company has only one identifiable segment reportable under Ind AS 108 "Operating Segment". The chief operational decision maker monitors the operating results of the entity's business for the purpose of making decisions about resource allocation and performance assessment.

Notes to the Financial Statements for the year ended 31st March, 2019

		2018-19	2017-18
22.	**Earnings per share (EPS)**	**2018-19**	2017-18
	Face Value per Equity Share	**10.00**	10.00
	Basic/Diluted Earnings per Share (₹)	**(39 23.96)**	(13 03.02)
	Net profit/(loss) after tax as per Statement of Profit and Loss attributable to Equity Shareholders (₹ lakh)	**(19 61.98)**	(6 51.51)
	Weighted average number of equity shares used as denominator for calculating Basic/ Diluted EPS	**500 00**	500 00

₹ lakh

		As at 31st March, 2019	As at 31st March, 2018
23.	**Contingent Liabilities and Commitments**	**As at 31st March, 2019**	As at 31st March, 2018
	(i) Contingent Liabilities:		
	Outstanding guarantees furnished to banks including in respect of letters of credit	**4 30.02**	5 70.37
	(ii) Commitments:		
	Estimated amount of contracts remaining to be executed on capital account and not provided for	**22.98**	15.72

24. Deferred tax assets (net) of ₹ 1023.12 Lakhs as on 31st March, 2019 consists of the following items. As a matter of prudence, the Company has not recognised deferred tax assets in the books of accounts.

₹ lakh

Deferred Tax Assets		
Disallowances under the Income Tax Act, 1961	**1.73**	1.51
Carried forward Losses	**10 52.60**	5 77.99
Less: Deferred Tax Liabilities		
Related to Property Plant & Equipment	**31.21**	66.69
Deferred Tax Assets (Net)	**10 23.12**	5 12.81

25. Capital Management

The Company manages its capital by way of Inter company borrowings. The overall strategy remains unchanged as compared to last year.

Notes to the Financial Statements for the year ended 31st March, 2019

26. Financial Instruments

Valuation Methodology

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

a) The fair value of Forward Foreign Exchange contracts is determined using observable forward exchange rates at the balance sheet date.

b) All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

Fair value measurement hierarchy:

Particulars	**As at 31st March, 2019**			As at 31st March, 2018		
	Carrying Amount	**Level of input used in**		Carrying Amount	Level of input used in	
		Level 1	**Level 2**		Level 1	Level 2
Financial Assets						
At Amortised Cost						
Trade Receivables	**1 37.90**	-	-	72.88	-	-
Cash and Cash Equivalents	**84.46**	-	-	56.13	-	-
Other Financial Assets	**2 44.72**	-	-	2 24.07	-	-
Financial Liabilities						
At Amortised Cost						
Borrowings	**71 05.00**	-	-	60 14.91	-	-
Trade Payables	**8 45.21**	-	-	3 80.97	-	-
Other Financial Liabilities	**80.42**	-	-	94.03	-	-

The financial instruments are categorized into two levels based on the inputs used to arrive at fair value measurements as described below:

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

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Foreign Currency Risk

Foreign Currency Risk is the risk that the Fair Value or Future Cash Flows of an exposure will fluctuate because of changes in foreign currency rates. Exposures can arise on account of the various assets and liabilities which are denominated in currencies other than Indian Rupee.

The following table shows foreign currency exposures in USD on financial instruments at the end of the reporting period.

Foreign Currency Exposure ₹ lakh

	As at 31st March, 2019	As at 31st March, 2018
	USD	USD
Trade and other Payables	**1 99.15**	0.19
Derivatives		
Forwards & Futures	-	-
Exposure	**1 99.15**	0.19

Sensitivity analysis of 1% change in exchange rate at the end of reporting period

Notes to the Financial Statements for the year ended 31st March, 2019

Foreign Currency Sensitivity USD

	As at 31st March, 2019	As at 31st March, 2018
	USD	USD
1% Depreciation in INR		
Impact on P&L	(1.99)	(0.00)
Total	**(1.99)**	(0.00)

	As at 31st March, 2019	As at 31st March, 2018
	USD	USD
1% Appreciation in INR		
Impact on P&L	1.99	0.00
Total	**1.99**	0.00

Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or pay amounts due causing financial loss to the company. It arises from principally from credit exposures to customers relating to outstanding receivables.The Company ensure that sales of products are made to customers with appropriate creditworthiness. Investment and other market exposures are managed against counterparty exposure limits.Credit information is regularly shared between businesses and finance function, with a framework in place to quickly identify and respond to cases of credit deterioration.

Interest Rate Risk

There is no Interest rate risk as all the borrowings are at fixed rate of interest

Liquidity Risk

Liquidity risk is the risk that suitable sources of funding for the company's business activities may not be available. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed borrowings to meet obligations when due. Management monitors rolling forecasts of the company's liquidity position (including monitoring of borrowings) and cash and cash equivalents on the basis of expected cash flows. The company's liquidity is managed centrally with operating units forecasting their cash and currency requirements to the central treasury function. The operating units pool their cash surpluses to treasury, which will then either arrange to fund entity's expansion and working capital requirements through arranging for necessary borrowings, or invest any net surplus in the market.

Maturity Profile as at 31 March, 2019

₹ lakh

Particulars	**Below 3 Months**	**3–6 Months**	**6–12 Months**	**1–3 Years**	**3–5 Years**	**Above 5 Years**	**Grand Total**
Borrowings							
Non-Current	-	-	-	71 05.00	-	-	**71 05.00**
Total	-	-	-	**71 05.00**	-	-	**71 05.00**
Derivatives Liabilities	-						
Forwards & Futures	-	-	-	-	-	-	-
Total	-	-	-	**71 05.00**	-	-	**71 05.00**

Maturity Profile as at 31 March, 2018

₹ lakh

Particulars	Below 3 Months	3–6 Months	6–12 Months	1–3 Years	3–5 Years	Above 5 Years	Grand Total
Borrowings							
Non-Current	-	-	-	60 14.91	-	-	60 14.91
Total	-	-	-	60 14.91	-	-	60 14.91
Derivatives Liabilities	-						
Forwards & Futures	0.63	-	-	-	-	-	0.63
Total	0.63	-	-	60 14.91	-	-	60 15.54

Notes to the Financial Statements for the year ended 31st March, 2019

27. Related Parties Disclosures

As per Ind AS 24, the disclosures of transactions with the Related Parties are given below:

(i) List of Related Parties with whom transactions have taken place and relationships:

Sr. No.	Name of the Related Parties	Relationship
1	Reliance Industries Limited	Ultimate Holding Company
2	Reliance Retail Ventures Limited	Holding Company
3.	Reliance Retail Limited	
4	Reliance Progressive Traders Private Limited	Fellow Subsidiaries
5	Reliance SMSL Limited	

(ii) Transactions during the year with Related Parties (excluding reimbursements):

₹ lakh

Sr. No.	Nature of transactions	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Total
1	Net unsecured loans taken/(repaid)	**-** -	**10 90.09** *6 75.94*	**-** -	**10 90.09** *6 75.94*
2	Purchase of Property Plant & Equipments/ Project materials	**-** -	**-** *8.96*	**-** -	**-** *8.96*
3	Revenue from Operations	**-** -	**31.56** *26.11*	**-** -	**31.56** *26.11*
4	Purchases	**-** -	**1 46.78** *10.76*	**-** -	**1 46.78** *10.76*
5	Interest cost	**-** -	**5 66.44** *4 72.60*	**-** -	**5 66.44** *4 72.60*
6	Store running expenses	**-** -	**-** -	**3 13.24** *3 12.41*	**3 13.24** *3 12.41*
7	Electricity expenses	**-** -	**78.71** *16.92*	**33.46** -	**1 12.17** *16.92*
8	Rent	**-** -	**3 46.46** *88.66*	**-** -	**3 46.46** *88.66*
9	Professional Fees	**0.80** -	**-** -	**-** -	**0.80** -
Balance as at 31st March, 2019					
10	Share capital	**-** -	**5.00** *5.00*	**-** -	**5.00** *5.00*
11	Borrowings - Non-Current	**-** -	**71 05.00** *60 14.91*	**-** -	**71 05.00** *60 14.91*
12	Trade and other receivables	**-** -	**1 14.70** *52.53*	**-** -	**1 14.70** *52.53*
13	Trade payables	**0.73** -	**1 83.22** *50.11*	**25.98** *31.92*	**2 09.93** *82.03*
14	Other Current Liabilities	**-** -	**46.55** *34.49*	**-** -	**46.55** *34.49*
15	Guarantees	**-** -	**4 30.02** *5 70.37*	**-** -	**4 30.02** *5 70.37*

Figures in *italics* represents previous year's amount.

Notes to the Financial Statements for the year ended 31st March, 2019

(iii) Disclosure in respect of major Related Party transactions during the year:

₹ lakh

Particulars		Relationship	2018-19	2017-18
1	**Net unsecured loans taken/(repaid)**			
	Reliance Retail Limited	Holding Company	**10 90.09**	6 75.94
2	**Purchase of Property Plant & Equipments/ Project materials**			
	Reliance Retail Limited	Holding Company	**-**	8.96
3	**Revenue from Operations**			
	Reliance Retail Limited	Holding Company	**31.56**	26.11
4	**Purchases**			
	Reliance Retail Limited	Holding Company	**1 46.78**	10.76
5	**Interest cost**			
	Reliance Retail Limited	Holding Company	**5 66.44**	4 72.60
6	**Store running expenses**			
	Reliance SMSL Limited	Fellow Subsidiary	**3 13.24**	3 12.41
7	**Electricity expenses**			
	Reliance Retail Limited	Holding Company	**78.71**	16.92
	Reliance Progressive Traders Private Limited	Fellow Subsidiary	**33.46**	-
8	**Rent**			
	Reliance Retail Limited	Holding Company	**3 46.46**	88.66
9	**Professional Fees**			
	Reliance Industries Limited	Ultimate Holding Company	**0.80**	-

28. The figures for the corresponding previous year has been regrouped/reclassified wherever necessary, to make them comparable.

29. The Financial Statements were approved for issue by the Board of Directors on 16th April, 2019.

As per our Report of even date

For **Chaturvedi & Shah LLP**
Chartered Accountants

Jignesh Mehta
Partner

Mumbai
Dated: 16th April, 2019

For and on behalf of the Board

Pankaj Pawar
Director

Ashwin Khasgiwala
Director

Ashish Patil
Director

K Sudarshan
Director

Jagmohanlal Bhamri
Director