Reliance-GrandOptical Private Limited
Financial Statements
2019-20

INDEPENDENT AUDITOR'S REPORT

To the Members of RELIANCE-GRANDOPTICAL PRIVATE LIMITED

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of **Reliance-GrandOptical Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2020, 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, 2020 , 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 , 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31 , 2020, from being appointed as a director in terms of section 164(2) of the Act;

   f) With respect to the adequacy of the internal financial controls 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
UDIN : 20102749AAAAKI1998

Place: Mumbai
Date: April 23, 2020

"ANNEXURE A" TO INDEPENDENT AUDITORS' REPORT ON THE FINANCIAL STATEMENTS OF RELIANCE-GRANDOPTICAL 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) As the Company had no Fixed Assets during the year, clause (i) of paragraph of 3 of the Order is not applicable to the company.

ii) As the Company had no Inventories during the year, clause (ii) of paragraph of 3 of the Order is not applicable to the Company.

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, 2020 for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us, there are no dues of income tax, goods 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 any loans from financial institutions or banks or government or by issue of debentures. Therefore, the 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) or term Loan and hence clause (ix) of paragraph 3 of the Order is not applicable to the Company

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
UDIN : 20102749AAAAKI1998

Place: Mumbai
Date: April 23, 2020

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF RELIANCE-GRANDOPTICAL 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 Control over financial reporting of R**eliance-GrandOptical Private Limited** ("the company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year then ended.

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, 2020, 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
UDIN : 20102749AAAAKI1998

Place: Mumbai
Date: April 23, 2020

Balance Sheet as at 31st March, 2020

	Notes		As at 31st March, 2020		As at 31st March, 2019 ₹
ASSETS					
Non-Current Assets					
Other Non-Current Assets	**1**		**2 00 000**		2 00 000
Current Assets					
Financial Assets					
Trade Receivables	**2**	**13 000**		6 500	
Cash and Cash Equivalents	**3**	**392**		510	
Total Current Assets			**13 392**		7 010
Total Assets			**2 13 392**		2 07 010
EQUITY AND LIABILITIES					
Equity					
Equity Share Capital	**4**	**5 00 000**		5 00 000	
Other Equity	**5**	**(4 04 154)**		(3 61 655)	
Total Equity			**95 846**		1 38 345
Liabilities					
Current liabilities					
Financial Liabilities					
Trade Payables Due to:	**6**				
Micro and Small Enterprise		-		-	
Other than Micro and Small Enterprise		**1 17 546**		68 665	
Total Current Liabilities			**1 17 546**		68 665
Total Equity and Liabilities			**2 13 392**		2 07 010
Significant Accounting Policies					
See accompanying Notes to the Financial Statements	**1 to 16**				

As per our Report of even date

For **Chaturvedi & Shah LLP**
Firm Registration No: 101720W/W100355
Chartered Accountants

Jignesh Mehta
Partner
Membership No: 102749

Place: Mumbai
Dated: 23rd April, 2020

For and on behalf of the Board

Gaurav Jain
Director

Ramesh Kumar Damani
Director

Rajkumar Pugalia
Director

Statement of Profit and Loss for the year ended 31st March, 2020

	Notes	2019-20	₹ 2018-19
INCOME			
Revenue from Operations		**6 500**	6,500
Total Revenue		**6 500**	6,500
EXPENSES			
Other Expenses	**7**	**48 999**	41 615
Total Expenses		**48 999**	41 615
Profit / (Loss) before Tax		**(42 499)**	(35 115)
Tax Expenses		**-**	-
Profit / (Loss) for the Year		**(42 499)**	(35 115)
Other Comprehensive Income			
Items that will not be reclassified to the Profit or Loss		**-**	-
Total Comprehensive Income for the Year		**(42 499)**	(35 115)
Earnings per equity share of face value of ₹ 10 each			
Basic and Diluted (in ₹)	**9**	**(0.85)**	(0.70)
Significant Accounting Policies See accompanying Notes to the Financial Statements	**1 to 16**		

As per our Report of even date

For **Chaturvedi & Shah LLP**
Firm Registration No: 101720W/W100355
Chartered Accountants

Jignesh Mehta
Partner
Membership No: 102749

Place: Mumbai
Dated: 23rd April, 2020

For and on behalf of the Board

Gaurav Jain
Director

Ramesh Kumar Damani
Director

Rajkumar Pugalia
Director

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

A. Equity Share Capital

Balance as at 1st April, 2018	Changes during the year 2018-19	Balance as at 31st March, 2019	Changes during the year 2019-20	**Balance as at 31st March, 2020**
5 00 000	-	5 00 000	-	5 00 000

B. Other Equity

₹

	Reserves & Surplus	Total
	Retained Earnings	
As on 31st March, 2019		
Balance at the beginning of the reporting period 1st April, 2018	(3 26 540)	(3 26 540)
Total Comprehensive income for the year	(35 115)	(35 115)
Balance at the end of reporting period 31st March, 2019	**(3 61 655)**	**(3 61 655)**
As on 31st March, 2020		
Balance at the beginning of the reporting period 1st April, 2019	(3 61 655)	(3 61 655)
Total Comprehensive income for the year	(42 499)	(42 499)
Balance at the end of reporting period 31st March, 2020	**(4 04 154)**	**(4 04 154)**

As per our Report of even date

For **Chaturvedi & Shah LLP**
Firm Registration No: 101720W/W100355
Chartered Accountants

Jignesh Mehta
Partner
Membership No: 102749

Place: Mumbai
Dated: 23rd April, 2020

For and on behalf of the Board

Gaurav Jain
Director

Ramesh Kumar Damani
Director

Rajkumar Pugalia
Director

Cash Flow Statement for the year ended 31st March, 2020

		₹ **2019-20**	 2018-19
A:	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Net Profit / (Loss) Before Tax as per Statement of Profit and Loss	**(42 499)**	(35 115)
	Operating profit before Working Capital Changes	**(42 499)**	(35 115)
	Adjusted for:		
	Trade and Other Receivables	**(6 500)**	(6 500)
	Trade and Other Payables	**48 881**	37 165
	Cash Generated from Operations	**(118)**	(4 450)
	Net Cash used in Operating Activities	**(118)**	(4 450)
	Net Decrease in Cash and Cash Equivalents	**(118)**	(4 450)
	Opening Balance of Cash and Cash Equivalents	**510**	4 960
	Closing Balance of Cash and Cash Equivalents (Refer Note “3”)	**392**	510

As per our Report of even date

For **Chaturvedi & Shah LLP**
Firm Registration No: 101720W/W100355
Chartered Accountants

Jignesh Mehta
Partner
Membership No: 102749

Place: Mumbai
Dated: 23rd April, 2020

For and on behalf of the Board

Gaurav Jain
Director

Ramesh Kumar Damani
Director

Rajkumar Pugalia
Director

Notes to the Financial Statements for the year ended 31st March, 2020

A. Corporate Information

Reliance-Grand Optical Private Limited ("the Company") is a limited company incorporated in India having its registered office at 5th 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 Ultimate holding company is Reliance Industries Limited. The Company is engaged in organised retail.

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 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.

The Company's Financial Statements are presented in Indian Rupees (₹), which is also its functional currency.

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) 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.

(c) 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.

Notes to the Financial Statements for the year ended 31st March, 2020

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.

(d) Contingent Liability

Disclosure of contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

(e) 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 which 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.

(f) 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.

Notes to the Financial Statements for the year ended 31st March, 2020

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.

(g) 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 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.

Notes to the Financial Statements for the year ended 31st March, 2020

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.

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 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.

Notes to the Financial Statements for the year ended 31st March, 2020

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.

(h) 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) Recoverability of Trade Receivable

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.

b) 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.

c) 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 is taken into account, if no such transactions can be identified, an appropriate valuation model is used.

d) Impairment of Financial Assets

The impairment provisions for Financial Assets are based on assumptions about risk of default and expected

Notes to the Financial Statements for the year ended 31st March, 2020

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.

e) 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.

f) Fair Value Measurement

For estimates relating to fair value of financial instruments refer note 14 of financial statements.

g) Estimation Uncertainity Relating to the Global Health Pandemic on Covid 19

The impact of COVID - 19 on the business operations for the Company for the current year 2019-20 is not significant as those were continuing normally until the nationwide lockdown near the end of the year. Management has performed the assessment of the effect of COVID -19 on the recoverability of the value of assets as at the end of the year and liquidity position as well as business activities in the foreseeable future. Based on the assessment, presently there are no significant concerns regarding recoverability of the value of the assets as well as on liquidity and continuity of the business. The impact of COVID - 19 may be different from that estimated as at the date of approval of these financial statements and the Company will continue to monitor any material changes to future economic conditions.

Notes to the Financial Statements for the year ended 31st March, 2020

1. Other Non-Current Assets

	As at 31st March, 2020 (₹)	As at 31st March, 2019 (₹)
(unsecured and considered good)		
Advance Income Tax (Net of Provision) [(i)]	**2 00 000**	2 00 000
Total	**2 00 000**	2 00 000

(i) **Advance Income Tax (Net of Provision)**

	As at 31st March, 2020	As at 31st March, 2019
At start of year	**2 00 000**	2 00 000
Charge for the year - Current Tax	**-**	-
Others	**-**	-
Tax paid (Net) during the year	**-**	-
At end of year	**2 00 000**	2 00 000

2. Trade Receivables

	As at 31st March, 2020 (₹)	As at 31st March, 2019 (₹)
(unsecured and considered good)		
Trade Receivables	**13 000**	6,500
Total	**13 000**	6,500

3. Cash and Cash Equivalents

	As at 31st March, 2020 (₹)	As at 31st March, 2019 (₹)
Balances with banks	392	510
Cash and Cash Equivalents as per Balance Sheet/Statement of Cash Flows	**392**	510

4. Share capital

	As at 31st March, 2020 (₹)	As at 31st March, 2019 (₹)
Authorised Share Capital:		
50,000 Equity Shares of ₹ 10 each (50,000)	**5 00 000**	5 00 000
Total	**5 00 000**	5 00 000
Issued, Subscribed and Paid up:		
50,000 Equity Shares of ₹ 10 each (50,000)	**5 00 000**	5 00 000
Total	**5 00 000**	5 00 000

(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, 2020**		As at 31st March, 2019	
	No. of Shares	**% held**	No. of Shares	% held
Reliance Retail Limited	**50,000**	**100**	50,000	100

Notes to the Financial Statements for the year ended 31st March, 2020

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

Particulars	**As at 31st March, 2020**	As at 31st March, 2019
	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.

₹

5. Other Equity	**As at 31st March, 2020**	As at 31st March, 2019
Retained Earnings		
As per last Balance Sheet	**(3 61 655)**	(3 26 540)
Add: Profit for the year	**(42 499)**	(35 115)
Total	**(4 04 154)**	(3 61 655)

₹

6. Trade Payables Due To		**As at 31st March, 2020**		As at 31st March, 2019
Micro and Small Enterprises	**-**		-	
Other than Micro and Small Enterprise	**1 17 546**		68 665	
		1 17 546		68 665
Total		**1 17 546**		68 665

6.1 There are no amounts outstanding to Micro, Small and Medium Enterprises as at March 31, 2020 and no amount were due during the year for which disclosure requirements under Micro, Small and Medium Enterprises Development Act, 2006 are applicable.

₹

7. Other Expenses		**2019-20**		2018-19
Establishment Expenses				
Rates and taxes	**2,400**		2 000	
Hire charges	**5,901**		5 945	
General expenses	**2 618**		-	
		10 919		7 945
Payments to Auditor				
Statutory audit fees	**24 480**		21 060	
Certification and consultation fees	**13 600**		12 610	
		38 080		33 670
Total		**48 999**		41 615

8 The Company is mainly engaged in 'Organised Retail' primarily catering to Indian consumers in various consumptions baskets. 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, 2020

			₹
9	**Earnings per share (EPS)**	**2019-20**	2018-19
	Face Value Per Share	**10.00**	10.00
	Basic / Diluted Earnings per Share (₹)	**(0.85)**	(0.70)
	Net profit/ (loss) after tax as per Statement of Profit and Loss attributable to Equity Shareholders (₹)	**(42 499)**	(35 115)
	Weighted average number of equity shares used as denominator for calculating Basic / Diluted EPS	**50,000**	50,000

10 Deferred tax assets (net) as on 31st March 2020 consist mainly of carried forward loss and as a matter of prudence, the company has not recognised deferred tax assets in the books of accounts.

11 There are no employees during the year therefore Ind AS 19 "Employee Benefits", is not applicable to the company.

12 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 SMSL Limited	Fellow Subsidiary

(ii) Transactions during the year with related parties (excluding reimbursements):

₹

Sr. No.	Nature of transactions	Holding Company	Fellow Subsidiary	Total
1	Revenue from Operation	**6 500**	**-**	**6 500**
		6,500	*-*	*6,500*
2	Hire Charges - Contracted Services	**-**	**5,901**	***5,901***
		-	*5,945*	*5,945*
Balance as at 31st March, 2020				
3	Share capital	**5 00 000**	**-**	**5 00 000**
		5 00 000	*-*	*5 00 000*
4	Trade Receivables	**13 000**	**-**	**13 000**
		6,500	*-*	*6,500*
5	Trade Payables	**4,800.00**	**11 846**	**16 646**
		-	*5,945*	*5,945*

Figures in italic represents previous year's amount.

(iii) Disclosure in respect of major related party transactions during the year: ₹

Sr. No	Particulars	Relationship	2019-20	2018-19
1	**Revenue from Operation**			
	Reliance Retail Limited	Holding Company	**6 500**	6,500
2	**Hire Charges - Contracted Services**			
	Reliance SMSL Limited	Fellow Subsidiary	**5 901**	5,945

13 Capital Management

The Company manages its capital to ensure that it will continue as going concern while maximising the return to stakeholders. The company manages its capital structure and make adjustment in light of changes in business condition. The overall strategy remains unchanged as compare to last year.

Notes to the Financial Statements for the year ended 31st March, 2020

14 Financial Instruments

Valuation Methodology

All financial instruments are initially recognized and subsequently re-measured at fair value.

Fair value measurement hierarchy:

₹

Particulars	As at 31st March, 2020			As at 31st March, 2019		
	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	**13 000**	-	-	6,500	-	-
Cash and Cash Equivalents	**392**	-	-	510	-	-
Financial Liabilities						
At Amortised Cost						
Trade Payables	**1 17 546**	-	-	68 665	-	-

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.

Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fails to perform or pay the 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.

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 credit facilities to meet obligations when due and to close out market positions. Management monitors rolling forecasts of the company's liquidity position (comprising the undrawn borrowing facilities) 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 other units' requirements, or invest any net surplus in the market or arrange for necessary external borrowings, if need be, while managing the company's overall net currency positions.

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

16 The Financial Statements were approved for issue by the Board of Directors on 23rd April, 2020.

As per our Report of even date

For **Chaturvedi & Shah LLP**
Firm Registration No: 101720W/W100355
Chartered Accountants

Jignesh Mehta
Partner
Membership No: 102749

Place: Mumbai
Dated: 23rd April, 2020

For and on behalf of the Board

Gaurav Jain
Director

Ramesh Kumar Damani
Director

Rajkumar Pugalia
Director