ACTOSERBA ACTIVE WHOLESALE LIMITED

FINANCIAL STATEMENTS

2022-23

INDEPENDENT AUDITOR'S REPORT

To The Members of Actoserba Active Wholesale Limited
(formerly known as Actoserba Active Wholesale Private Limited)
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Actoserba Active Wholesale Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

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 31st March 2023, and its loss, total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility 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 obtained by us is sufficient and appropriate to provide a basis for our audit 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's 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 financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Responsibilities of Management and Those Charged with Governance 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 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 provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibility 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 financial 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 with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the 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 (i) in 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 Section 143(3) of the Act, based on our audit we report, that:

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

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

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows 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 Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164(2) of the Act.

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

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid/ provided any remuneration to its directors during the year and hence the provisions of section 197(16) of the Companies Act, 2013 are not applicable to the Company.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
   i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 24 (b) to the financial statements;
   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
   iv. (a) The Management has represented that, to the best of it's knowledge and belief, as disclosed in the note 32 (xi) to the financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (b) The Management has represented, that, to the best of it's knowledge and belief, as disclosed in the note 32 (xii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

   v. The company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

   vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company w.e.f. 1st April, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended 31st March, 2023.

2. As required by the Companies (Auditor’s Report) Order, 2020 (“the Order”) issued by the Central Government in terms of Section 143(11) of the Act, we give in “Annexure B” a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm’s Registration No. 117366W/W-100018)

Pallavi Sharma
(Partner)
(Membership No. 113861)
UDIN: 23113861BGXTRY5122

Place: Mumbai
Date: 18th April 2023

Report on Internal Financial Controls with reference to financial statements

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Actoserba Active Wholesale Limited on the financial statements of the Company for the year ended 31st March 2023)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Actoserba Active Wholesale Limited ("the Company") as of 31st March, 2023 in conjunction with our audit of the Ind AS 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 with reference to financial statements based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

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

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W- 100018)

Pallavi Sharma
(Partner)
(Membership No. 113861)
UDIN: 23113861BGXTRY5122

Place: Mumbai
Date: 18th April, 2023

"ANNEXURE B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date of Actoserba Active Wholesale Limited on the financial statements of the Company for the year ended 31st March 2023)

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

(i)(a)(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Property, Plant and Equipment were physically verified during the year by the Management which, in our opinion, provides for physical verification at reasonable intervals. No material discrepancies were noticed on such verification.

(c) The Company does not have any immovable properties of freehold land or building. In respect of immovable properties of buildings that have been taken on lease and disclosed as right-of-use assets in the financial statements, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.

(d) The Company has not revalued any of its property, plant and equipment (including Right of Use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at 31st March 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The inventories except for (goods-in-transit), were physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. In respect of goods in transit, the goods have been received subsequent to the year end. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories/alternate procedures performed as applicable, when compared with the books of account.

(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.

(iii) The Company has not made any investments in, provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause (iii) of the Order is not applicable.

(iv) The Company has not granted any loans, made investments or provided guarantees or securities and hence reporting under clause (iv) of the Order is not applicable.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.

(vi) Having regard to the nature of the Company's business / activities, reporting under clause (vi) of the Order is not applicable.

(vii) In respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year. We have been informed that the provisions of duty of Custom, duty of excise, sales tax, service tax and value added tax are not applicable to the Company.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, cess and other material statutory dues in arrears as at 31st March, 2023 for a period of more than six months from the date they became payable.

(b) There are no statutory dues referred in sub-clause (a) above which have not been deposited on account of disputes as on 31st March, 2023.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause (ix)(a) of the Order is not applicable to the Company.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, *prima facie*, not been used during the year for long-term purposes by the Company.

(e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause (ix)(e) of the Order is not applicable.

(f) The Company has not raised any loans during the year and hence reporting on clause (ix)(f) of the Order is not applicable.

(x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanation given to us the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered the internal audit reports issued to the Company during the year covering the period under audit.

(xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.

As represented by the Management, the Group does not have any Core Investment Company (CIC) as part of the group as per the definition of Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016 and hence the reporting under clause (xvi)(d) of the Order is not applicable.

(xvii) The Company has incurred cash losses amounting to Rs. 390.97 lakhs during the financial year covered by our audit and Rs. 714.96 lakhs in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm‵s Registration No.117366W/W- 100018)

Pallavi Sharma
(Membership No. 113861)
UDIN: 23113861BGXTRY5122

Place: Mumbai
Date: 18th April 2023

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Balance Sheet as at 31st March, 2023

	Notes	As at 31-Mar-2023	As at 31-Mar-2022
		(Amount in Rs. Lakhs)	
ASSETS			
NON-CURRENT ASSETS			
Property, Plant and Equipment	1	6,722.10	7,865.34
Capital work in progress	1	25.38	38.05
Intangible Assets	1	58.44	79.38
Financial Assets:			
(i) Other Financial Assets	2	530.11	641.96
Deferred tax assets (net)	3	748.46	-
Non-Current Tax assets	3	846.19	331.63
Total Non-Current Assets		**8,930.68**	**8,956.36**
CURRENT ASSETS			
Inventories	4	2,233.74	1,768.45
Financial Assets:			
(i) Trade Receivables	5 (i)	1,814.77	3,481.38
(ii) Cash and Cash Equivalents	5 (ii)	51.78	225.09
(iii) Others Financial Assets	5 (iii)	283.67	153.64
Other Current Assets	6	1,333.92	2,072.57
Total Current Assets		**5,717.88**	**7,701.13**
Total Assets		**14,648.56**	**16,657.49**
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	7	102.22	102.22
Other Equity	8	2,847.97	5,492.63
Total Equity		**2,950.19**	**5,594.85**
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
(i) Lease Liabilities	9	5,260.52	6,088.68
Provisions	10	774.80	806.14
Total Non-current liabilities		**6,035.32**	**6,894.82**
Current Liabilities			
Financial Liabilities			
(i) Lease Liabilities	11 (i)	1,348.91	1,191.87
(ii) Trade Payables due to	11 (ii)		
(A) Micro enterprises and small enterprises		11.27	64.21
(B) Other than micro enterprises and small enterprises		3,709.98	1,889.54
(iii) Others	11 (iii)	13.20	123.32
Other Current Liabilities	12	545.39	881.58
Provisions	13	34.30	17.30
Total Current Liabilities		**5,663.05**	**4,167.82**
Total Equity and Liabilities		**14,648.56**	**16,657.49**

See accompanying notes to the financial statements **1 to 34**

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)

As per our Report of even date
For Deloitte Haskins & Sells LLP
Firm's Registration No. 117366W/W- 100018
Chartered Accountants

For and on behalf of the Board

Pallavi Sharma
Partner
Membership No.:113861

Nikhil Chakrapani
Director
DIN: 03585055

Geeta Fulwadaya
Director
DIN: 03341926

Shilpa Kulkarni
Director
DIN: 06760145

Shiv Kumar Bhardwaj
Director
DIN: 00001584

Dhirendra Shah
Director
DIN: 00004616

Date: April 18, 2023

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Statement of Profit and loss for the year ended 31st March, 2023

(Rs. in Lakhs)

	Notes	2022-23	2021-22
INCOME			
Value of Sales		13,626.80	12,933.15
Income from Services		23,881.87	12,067.65
Value of Sales & Services (Revenue)		**37,508.67**	**25,000.80**
Less: GST Recovered		(4,709.98)	(2,815.31)
REVENUE FROM OPERATIONS	14	**32,798.69**	**22,185.49**
Other Income	15	152.53	570.89
Total Income		**32,951.22**	**22,756.38**
EXPENSES			
Purchase of Stock-in-Trade	16	8,152.87	8,253.73
Changes in Inventories of Stock-in-Trade	17	(465.29)	(1,189.54)
Employee Benefits Expense	18	6,831.13	4,858.82
Finance Costs	19	764.98	1,106.52
Depreciation and Amortisation Expense	20	2,490.05	1,670.44
Other Expenses	21	18,806.23	11,555.06
Total Expenses		**36,579.97**	**26,255.03**
Loss Before Tax		**(3,628.75)**	**(3,498.65)**
Tax expense			
Current Tax		-	-
Deferred Tax	3	(748.46)	-
Total Tax Expense		**(748.46)**	**-**
Loss for the Year		**(2,880.29)**	**(3,498.65)**
Other Comprehensive Income / (Loss)			
(a) Items that will not be reclassified to profit or loss			
(i) Loss on Remeasurements of the Defined Benefit Asset	29	235.67	(17.96)
(b) Income tax relating to items that will not be reclassified to profit or loss		-	-
Other Comprehensive (Loss) for the Year		**235.67**	**(17.96)**
Total Comprehensive Loss for the Year		**(2,644.62)**	**(3,516.61)**
EARNINGS PER EQUITY SHARE			
Basic and Diluted (Rs.)	23	(281.76)	(342.25)

See accompanying notes to the financial statements **1 to 34**

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)

As per our Report of even date
For Deloitte Haskins & Sells LLP
Firm's Registration No. 117366W/W- 100018
Chartered Accountants

For and on behalf of the Board

Pallavi Sharma
Partner
Membership No.:113861

Nikhil Chakrapani
Director
DIN: 03585055

Geeta Fulwadaya
Director
DIN: 03341926

Shilpa Kulkarni
Director
DIN: 06760145

Shiv Kumar Bhardwaj
Director
DIN: 00001584

Dhirendra Shah
Director
DIN: 00004616

Date: April 18, 2023

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Statement of changes in equity for the year ended 31st March, 2023

EQUITY SHARE CAPITAL
(1) Current Reporting Period

(Rs. in Lakhs)

Balances at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
102.22	-	-	-	102.22

(2) Previous Reporting Period

(Rs. in Lakhs)

Balances at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
102.22	-	-	-	102.22

OTHER EQUITY
(1) Current Reporting Period

(Rs. in Lakhs)

	Reserves & Surplus			
	Securities Premium	**Deemed capital contribution by Reliance Retail Ventures Limited**	**Retained Earnings**	**Total**
Balance as at 1st April 2022	39,589.92	1,728.90	(35,826.23)	5,492.69
Total Comprehensive Income for the current year	-	-	235.67	235.67
Transfer to retained earnings	-	-	(2,880.29)	(2,880.29)
Balance as at 31st March 2023	**39,589.92**	**1,728.90**	**(38,470.85)**	**2,847.97**

(2) Previous Reporting Period

(Rs. in Lakhs)

	Reserves & Surplus			
	Securities Premium	**Deemed capital contribution by Reliance Retail Ventures Limited**	**Retained Earnings**	**Total**
Balance as at 1st April 2021	39,589.92	1,728.90	(32,309.62)	9,009.30
Total Comprehensive Income for the current year	-	-	(17.96)	(17.96)
Transfer to retained earnings	-	-	(3,498.65)	(3,498.65)
Balance as at 31st March 2022	**39,589.92**	**1,728.90**	**(35,826.23)**	**5,492.69**

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)

As per our Report of even date
For Deloitte Haskins & Sells LLP
Firm's Registration No. 117366W/W- 100018
Chartered Accountants

For and on behalf of the Board

Pallavi Sharma
Partner
Membership No.:113861

Nikhil Chakrapani
Director
DIN: 03585055

Geeta Fulwadaya
Director
DIN: 03341926

Shilpa Kulkarni
Director
DIN: 06760145

Shiv Kumar Bhardwaj
Director
DIN: 00001584

Dhirendra Shah
Director
DIN: 00004616

Date: April 18, 2023

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Statement of Cash flows for the year ended 31st March, 2023

(Rs. in Lakhs)

Particulars		2022-23	2021-22
I	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Loss before tax	(3,628.75)	(3,498.65)
	Adjustments for :		
	Depreciation and Amortisation Expense	2,490.05	1,670.44
	Provision for trade receivables	(9.59)	8.41
	(Gain) / Loss on disposal of property, plant and equipment, net	(10.94)	-
	Lease incentives	-	(391.52)
	Finance cost	764.98	1,106.52
	Interest income	(120.73)	(113.34)
	Operating loss before working capital adjustments	**(514.98)**	**(1,218.14)**
	Changes in working capital:		
	Decrease in trade receivables	1,676.20	8259.25
	(Increase) in inventories	(465.29)	(1,189.54)
	Decrease / (Increase) in loans and other assets	720.47	(552.73)
	Increase / (Decrease) in trade payables, other liabilities and provisions	1,542.52	(3,200.45)
	Cash Generated from Operations	**2,958.92**	**2,098.39**
	Income tax (paid) / refund (net)	(514.56)	(305.09)
	Net cash flows from operating activities	**2,444.36**	**1,793.30**
II	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase of property, plant and equipment including intangibles	(1,319.14)	(4,447.79)
	Proceeds from sale of property, plant and equipment	16.87	-
	Interest received	120.73	113.35
	Net cash flows from/ (used in) investing activities	**(1,181.54)**	**(4,334.44)**
III	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Lease payments	(1,436.13)	1,299.02
	Net cash flow from / (used in) financing activities	**(1,436.13)**	**1,299.02**
IV	**Net increase / (decrease) in cash and cash equivalents (I + II + III)**	(173.31)	(1,242.12)
	Cash and cash equivalents at the beginning of the year	225.09	1,467.21
V	**Cash and cash equivalents at the end of the year**	**51.78**	**225.09**

See accompanying notes to the financial statements 1 to 34

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)

As per our Report of even date
For Deloitte Haskins & Sells LLP
Firm's Registration No. 117366W/W- 100018
Chartered Accountants

For and on behalf of the Board

Pallavi Sharma
Partner
Membership No.:113861

Nikhil Chakrapani
Director
DIN: 03585055

Geeta Fulwadaya
Director
DIN: 03341926

Shilpa Kulkarni
Director
DIN: 06760145

Shiv Kumar Bhardwaj
Director
DIN: 00001584

Date: April 18, 2023

Dhirendra Shah
Director
DIN: 00004616

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

A Corporate Information

Actoserba Active Wholesale Limited (Formerly know as Actoserba Active Wholesale Private Limited) is a company incorporated in India having its registered office at 5th Floor, Embassy Prime, A Wing, No 66/2, CV Raman Nagar, Bengaluru - 560093. The Company is engaged in the business of distribution, marketing and wholesale and retail trading of lingerie, apparel and accessories, providing trademark, plaform and business support services.The Company has undertaken retail stores under the brand name "Zivame".

The Company's immediate holding Company is Reliance Retail Ventures Limited and ultimate holding Company is Reliance Industries Limited.

B ACCOUNTING POLICIES

B.1 Basis of preparation and presentation

The Financial Statements have been prepared on the historical cost basis except for following assets and liabilities which have been measured at fair value amount:
(i) Certain Financial Assets and Liabilities,
(ii) Defined Benefit Plans – Liabilities
(iii) Equity settled Share Based Payments
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, amended from time to time.
The Company's Financial Statements are presented in Indian Rupees (₹), which is also its functional currency. All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule IIII, unless otherwise stated.

B.2 Current/ non-current classification:

All assets and liabilities are classified into current and non-current

Assets

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

Operating cycle
Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company has ascertained 12 months as its operating cycle.

B.3 Inventories

Inventories are valued on a first-in-first-out basis, at the lower of cost and net realisable value. Cost comprises purchase price and all incidental expenses incurred in bringing the inventory to its present location and condition. The comparison of cost and net realisable value of inventory is made on an item by item basis. Necessary adjustments/ provisions are made in respect of non-moving, slow moving and damaged items of inventory.

B.4 Revenue recognition

The Company derives revenues primarily from sale of traded goods and sale of services which includes cross charge. Revenue is recognized on satisfaction of performance obligation upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products. The amount recognised as sales is exclusive of goods and services tax, shipping charges, cash on delivery charges and trade and quantity discounts.

The Company recognises revenue from services upon satisfaction of performance obligations and the collectability is reasonably assured.

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

Rental income is recognised on the basis of contractual agreement entered with the respective parties.

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

B.5 Property, plant and equipment and intangible assets

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, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets
Capital work-in-progress includes the cost of the fixed assets that are not yet ready for their intended use as the balance sheet date.

Advances paid towards the acquisition of fixed assets outstanding at each balance sheet are shown as capital advances under Other Current Assets

Depreciation and amortisation

Depreciation is provided on the straight-line method over the useful lives of assets estimated by the Company. The Company estimates the useful lives for fixed assets as follows:

Asset classification	Estimated useful life
Computer equipment	3 years
Office equipment *	3 years
Furniture*	3 years

*Based on internal assessment and technical evaluation carried out in the previous year, the management believes that the useful life as given above best represents the period over which management expects to use these assets. Hence, the useful lives of these assets is different from the useful life as prescribed under Part C of Schedule II of the Companies Act, 2013.

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as of April 1, 2019 (Transition date) measured as per the previous GAAP and used that carrying value as its deemed cost.

Leasehold improvements are amortised over the primary period of the lease or the useful life of assets, whichever is shorter. Any subsequent additions to leasehold improvements are amortised over remaining period of the primary lease term or useful life of assets, whichever is shorter.
Depreciation is charged on a proportionate basis for all assets purchased/sold during the year.

Depreciation for the year is recognised in the statement of profit and loss. Assets are eliminated from the financial statements on disposal or when no further benefit is expected from their use and disposal. Losses arising from retirement or gains or losses arising from disposal of plant and equipment which are carried at cost are recognised in the statement of profit and loss.

Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss. Intangible assets in the nature of licensed software are amortized over 3 years from the month of purchase. Software upgrades and enhancements, where no substantial additional functionality is added, are charged off to the statement of profit and loss.

B.6 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 capitalised 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 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).

In case of an asset, expense or income where a non-monetary advance is paid/received, the date of transaction is the date on which the advance was initially recognised. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration.

B.7 Employee Benefits Expense

a *Short term employee benefits*

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employees.

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

B.7 Employee Benefits Expense (continued)

Post employment benefits

a *Defined contribution plan*

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards employee provident fund to a Government administered provident fund scheme which is a defined contribution plan. 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.

b *Defined benefit plans*

The Company's gratuity benefit scheme are defined benefit plans. The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any Unrecognised past service costs are deducted. The calculation of the Company's obligation under the plan is performed annually by a qualified actuary using the projected unit credit method.

Remeasurement gains and losses arising from adjustments and changes in actuarial assumptions are recognised in the period in which they occur in Other Comprehensive Income.

The Company recognises gains and losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs.

c *Compensated absences*

Benefits under the Company's compensated absences scheme constitute other long term employee benefits. The obligation in respect of compensated absences is provided on the basis of an actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method, which recognizes each period of service as giving rise to an additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plan, is based on the market yields as at balance sheet date on Government securities, having maturity periods approximating to the terms of related obligations.

d *Termination benefits*

Termination benefits are recognised as an expense when, as a result of a past event, the Company has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

B.8 Tax Expenses

The tax expenses 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. In which case, the tax is also recognised in Other Comprehensive Income.

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 utilised. 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.

Minimum Alternative Tax ('MAT') under the provisions of the Income-tax Act, 1961 is recognised as current tax in the statement of profit and loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

B.9 Share Based Payments

Eligible employees of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions). The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in employee stock option outstanding reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

B.10 Leases

As Lessor
Assets given by the Company under operating lease are included in fixed assets. Lease income from operating leases is recognised in the statement of profit and loss on a straight line basis over the lease term unless another systematic basis is more representative of the time pattern in which benefit derived from the leased asset is diminished. Costs, including depreciation, incurred in earning the lease income are recognised as expenses.
As Lessee
The Company, as a lessee, recognises a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.
The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.
The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.
For short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term

B.11 Lease Incentives

The Company has elected to not assess lease concessions occurring as a direct consequence of Covid-19 pandemic as a lease modification, provided that all following conditions are satisfied.
(a) the change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change;
(b) any reduction in lease payments affects only payments originally due on or before the June 30, 2021; and
(c) there is no substantive change to other terms and conditions of the lease.
Consequently, such concessions are recognized in the Statement of Profit and Loss.

B.12 Earnings per share

Basic:
The number of equity shares used in computing basic earnings per share is the weighted average number of shares outstanding during the year excluding equity shares held by controlled trust.

Diluted:
Dilutive potential equity shares are deemed converted as of the proportionate during the period, unless issued at a later date. The number of equity shares and potentially dilutive equity shares are adjusted for any stock splits and bonus shares issued.

B.13 Impairment of 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.

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

B.14 Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred by the Company in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of those tangible fixed assets which necessarily take a substantial period of time to get ready for their intended use are capitalised. Other borrowing costs are recognised as an expense in the period in which they are incurred.

B.15 Provisions and contingent liabilities

The Company recognises a provision when there is a present obligation as a result of an obligating event that probably will require an outflow of resources to settle the obligation, and in respect of which a reliable estimate can be made. A disclosure of a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When the likelihood of outflow of resources, in case of a possible obligation or a present obligation is remote, no provision or disclosure is made.

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.

B.16 Cash and cash equivalents

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.

B.17 Cash flow statement

Cash flows are reported using the indirect method, whereby net loss before tax is adjusted for the effects of transactions of non-cash nature, any deferrals, or accruals of past or future operating cash receipts or payments and items of expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

B.18 Financial Instruments

i. Financial Assets

A. Initial Recognition and Measurement

All Financial Assets are initially recognised 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 or 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 to cash flows on specified dates that represent 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.

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

C. 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 recognised 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 amortised 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. Derecognition of Financial Instruments

The Company derecognises 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 derecognised from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

iv. 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.

B.19 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) Property Plant And Equipment/ Intangible Assets

Estimates are involved in determining the cost attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by the management. 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

Judgments 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

The timing of recognition and quantification of the liability (including litigations) requires 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.

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

(D) Impairment Of Financial And Non-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.
In case of non-financial assets company estimates asset's recoverable amount, which is higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use.
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 transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

(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.

B.20 Standards Issued but not effective
On March 31, 2023, the Ministry of Corporate Affairs (MCA) has notified Companies (Indian Accounting Standards) Amendment Rules, 2023. This notification has resulted into amendments in the following existing accounting standards which are applicable to company from April 1, 2023.

i.Ind AS 101 - First-time Adoption of Indian Accounting Standards
ii. Ind AS 102 - Share-based Payment
iii. Ind AS 103 - Business Combinations
iv. Ind AS 107 - Financial Instruments Disclosures
v. Ind AS 109 - Financial Instruments
vi. Ind AS 115 - Revenue from Contracts with Customers
vii. Ind AS 1 - Presentation of Financial Statements
viii. Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors
ix. Ind AS 12 - Income Taxes
x. Ind AS 34 - Interim Financial Reporting

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

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

1
(a) PROPERTY, PLANT & EQUIPMENT, RIGHT-OF-USE AND INTANGIBLE ASSETS AS ON 31ST MARCH 2023 **(Rs. in Lakhs)**

	Gross Block				Depreciation/Amortisation				Net Block	
Description	**As at 01-04-2022**	**Additions /Adjustments**	**Deductions /Adjustments**	**As at 31-03-2023**	**As at 01-04-2022**	**For the Year**	**Deductions /Adjustments**	**As at 31-03-2023**	**As at 31-03-2023**	**As at 31-03-2022**
Property, plant & equipment										
Own Assets:										
Computer Equipment	736.43	161.84	(116.03)	782.24	485.26	150.06	(116.03)	519.29	262.95	251.17
Office Equipment	110.82	103.86	(69.65)	145.03	101.19	10.09	(0.17)	111.11	33.92	9.63
Furniture	327.92	95.12	(72.11)	350.93	164.72	67.00	(72.11)	159.61	191.32	163.20
Leasehold Improvements	1,928.11	72.25	(202.72)	1,797.64	1,169.04	353.97	(198.72)	1,324.29	473.35	759.07
Sub-Total	**3,103.28**	**433.07**	**(460.51)**	**3,075.84**	**1,920.21**	**581.12**	**(387.03)**	**2,114.30**	**961.54**	**1,183.07**
Right-of-Use Assets:										
Buildings (Premises)	10,088.02	1,307.45	(789.44)	10,606.03	3,405.75	1,875.46	(435.74)	4,845.47	5,760.56	6,682.27
Sub-Total	**10,088.02**	**1,307.45**	**(789.44)**	**10,606.03**	**3,405.75**	**1,875.46**	**(435.74)**	**4,845.47**	**5,760.56**	**6,682.27**
Total (A)	**13,191.30**	**1,740.52**	**(1,249.95)**	**13,681.87**	**5,325.96**	**2,456.58**	**(822.77)**	**6,959.77**	**6,722.10**	**7,865.34**
Intangible Assets										
Software	348.86	12.53	(39.59)	321.80	269.48	33.47	(39.59)	263.36	58.44	79.38
Trademark	1.15	-	-	1.15	1.15	-	-	1.15	-	-
Total(B)	**350.01**	**12.53**	**(39.59)**	**322.95**	**270.63**	**33.47**	**(39.59)**	**264.51**	**58.44**	**79.38**
Total (A+B)	**13,541.31**	**1,753.05**	**(1,289.54)**	**14,004.82**	**5,596.59**	**2,490.05**	**(862.36)**	**7,224.28**	**6,780.54**	**7,944.72**
Previous Year	**9,131.57**	**5,195.85**	**(786.11)**	**13,541.31**	**3,926.15**	**2,217.81**	**(547.37)**	**5,596.59**	**7,944.72**	**5,205.42**
Capital Work-in-Progress									**25.38**	**38.05**

Note: No Property, Plant & Equipments & Intangible Assets have been revalued during the current financial year

PROPERTY, PLANT & EQUIPMENT, RIGHT-OF-USE AND INTANGIBLE ASSETS AS ON 31ST MARCH 2022 **(Rs. in Lakhs)**

	Gross Block				Depreciation/Amortisation				Net Block	
Description	**As at 01-04-2021**	**Additions /Adjustments**	**Deductions /Adjustments**	**As at 31-03-2022**	**As at 01-04-2021**	**For the Year**	**Deductions /Adjustments**	**As at 31-03-2022**	**As at 31-03-2022**	**As at 31-03-2021**
Property, plant & equipment										
Own Assets:										
Computer Equipment	466.89	269.54	-	736.43	392.53	92.73	-	485.26	251.17	74.36
Office Equipment	101.51	9.31	-	110.82	96.11	5.08	-	101.19	9.63	5.40
Furniture	158.75	169.17	-	327.92	158.22	6.50	-	164.72	163.20	0.53
Leasehold Improvements	1,242.66	685.45	-	1,928.11	862.70	306.34	-	1,169.04	759.07	379.96
Sub-Total	**1,969.81**	**1,133.47**	**-**	**3,103.28**	**1,509.56**	**410.65**	**-**	**1,920.21**	**1,183.07**	**460.25**
Right-of-Use Assets:										
Buildings (Premises)	6,880.11	3,994.02	(786.11)	10,088.02	2,166.29	1,786.83	(547.37)	3,405.75	6,682.27	4,713.82
Sub-Total	**6,880.11**	**3,994.02**	**(786.11)**	**10,088.02**	**2,166.29**	**1,786.83**	**(547.37)**	**3,405.75**	**6,682.27**	**4,713.82**
Total (A)	**8,849.92**	**5,127.49**	**(786.11)**	**13,191.30**	**3,675.85**	**2,197.48**	**(547.37)**	**5,325.96**	**7,865.34**	**5,174.07**
Intangible Assets										
Software	280.50	68.36	-	348.86	249.15	20.33	-	269.48	79.38	31.35
Trademark	1.15	-	-	1.15	1.15	-	-	1.15	-	-
Total(B)	**281.65**	**68.36**	**-**	**350.01**	**250.30**	**20.33**	**-**	**270.63**	**79.38**	**31.35**
Total (A+B)	**9,131.57**	**5,195.85**	**(786.11)**	**13,541.31**	**3,926.15**	**2,217.81**	**(547.37)**	**5,596.59**	**7,944.72**	**5,205.42**
Previous Year	**6,816.09**	**1,524.90**	**(220.37)**	**8,120.62**	**1,390.58**	**1,546.84**	**(22.22)**	**2,915.20**	**5,205.42**	**5,425.51**
Capital Work-in-Progress									**38.05**	**-**

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

(Rs. in Lakhs)

1A Capital Work-in-progress (CWIP)

(a) Aging schedule as at 31st March,2023:

CWIP Ageing Schedule

CWIP	Amount in CWIP for a period of				Total
	Less than 1	1-2 years	2-3 years	More than 3 years	
Projects in progress	25.38	-	-	-	25.38
Projects temporarily suspended	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**25.38**

(b) Aging schedule as at 31st March,2022:

CWIP Ageing Schedule

CWIP	Amount in CWIP for a period of				Total
	Less than 1	1-2 years	2-3 years	More than 3 years	
Projects in progress	38.05	-	-	-	38.05
Projects temporarily suspended	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**38.05**

Note:There are no capital-work-in progress projects whose completion is overdue or has exceeded its cost compared to its original plan.

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

2 OTHER FINANCIAL ASSETS - NON CURRENT

(Rs. in Lakhs)

	As at 31-Mar-2023	As at 31-Mar-2022
Security deposits	530.11	641.96
Total	**530.11**	**641.96**

3 Deferred Tax

(Rs. in Lakhs)

	As at 31-Mar-2023	As at 31-Mar-2022
Component of Deferred Tax		
Deferred Tax Assets (Net)	748.46	-
Total	**748.46**	**-**

(Rs. in Lakhs)

	As at 31-Mar-2022	(Charge)/ Credit to Statement of Profit & Loss	Others (Including Exchange Difference)	As at 31-Mar-2023
Deferred Tax Assets (Net) in Relation to:				
Property, Plant and Equipment and Other Intangible Asset	-	498.40	-	498.40
Disallowances*	-	250.06	-	250.06
		748.46		**748.46**

*Disallowances are with respect to Section 43B of Income Tax Act

3 NON-CURRENT TAX ASSETS (UNSECURED, CONSIDERED GOOD)

(Rs. in Lakhs)

	As at 31-Mar-2023	As at 31-Mar-2022
Advance Income Tax (TDS and TCS)	846.19	331.63
Total	**846.19**	**331.63**

4 INVENTORIES

(Rs. in Lakhs)

	As at 31-Mar-2023	As at 31-Mar-2022
Stock-in-trade (Refer Note 17)	1,955.51	1,614.55
Goods-in-transit	278.23	153.90
Total	**2,233.74**	**1,768.45**

*Inventories are valued on a first-in-first-out basis, at the lower of cost and net realisable value

5 (i) TRADE RECEIVABLES (Unsecured, considered good)

(Rs. in Lakhs)

	As at 31-Mar-2023	As at 31-Mar-2022
Trade Receivables	1,814.77	3,481.38
Total	**1,814.77**	**3,481.38**

(ia)Trade Receivables Ageing as at 31st March, 2023: (Rs. in Lakhs)

Particulars	Outstanding for following periods from due date of payment					
	<6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	>3 Years	Total
(i) Undisputed Trade Receivables - considered good	1,812.11	-	2.66	-	-	1814.77
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-		-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-		-	-
(iv) Disputed Trade Receivables - considered good	-	-	-		-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-		-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-		-	-
Total	**1,812.11**	**-**	**2.66**	**-**	**-**	**1,814.77**

(ib)Trade Receivables Ageing as at 31st March, 2022: (Rs. in Lakhs)

Particulars	Outstanding for following periods from due date of payment					
	<6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	>3 Years	Total
(i) Undisputed Trade Receivables - considered good	3,352.38	0.99	127.14	-	0.87	3,481.38
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-		-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-		-	-
(iv) Disputed Trade Receivables - considered good	-	-	-		-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-		-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-		-	-
Total	**3,352.38**	**0.99**	**127.14**	**-**	**0.87**	**3,481.38**

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

(Rs. in Lakhs)

(ii) CASH AND CASH EQUIVALENTS	As at 31-Mar-2023	As at 31-Mar-2022
Cash on hand	0.07	0.07
Cash in Stores	7.27	10.74
Balances with banks:		
in Current accounts	9.62	181.03
Other (In Deposit Accounts)*	34.82	33.25
Total	**51.78**	**225.09**

* Deposit Accounts includes	As at 31-Mar-2023	As at 31-Mar-2022
Bank deposits due for maturity within 12 months of the reporting date	34.82	33.25

*Fixed Deposit of Rs.14 Lakhs (Previous Year - Rs.14 Lakhs) with maturity of less than 12 months held by tax authority as a security.

(Rs. in Lakhs)

(iii) OTHER FINANCIAL ASSETS - CURRENT	As at 31-Mar-2023	As at 31-Mar-2022
Security deposits	283.67	153.64
Total	**283.67**	**153.64**

(Rs. in Lakhs)

6 OTHER CURRENT ASSETS	As at 31-Mar-2023	As at 31-Mar-2022
Unsecured, considered good		
Balances with government authorities (GST & Customs)	1,043.84	1,900.06
Prepaid Expenses	265.11	142.00
Advances to suppliers	2.38	5.44
Advance to employees	16.82	9.99
Other advances	5.77	15.08
Total	**1,333.92**	**2,072.57**

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

7 EQUITY SHARE CAPITAL	As at 31-Mar-2023	As at 31-Mar-2022
		(Rs. in Lakhs)
Authorised		
Equity shares		
12,50,000 (March 31, 2022: 12,50,000) equity shares of Rs 10 each	125.00	125.00
2 (March 31, 2022: 2) Series A equity shares of Rs 10 each	-	-
127 (March 31, 2022: 127) Series B equity shares of Rs 10 each	0.01	0.01
6,083 (March 31, 2022:6083) Series C equity shares of Rs 10 each	0.61	0.61
	125.62	**125.62**
Preference shares		
86,000 (March 31, 2022: 86,000) Series A 1% compulsorily convertible cumulative preference shares of Rs 10 each	8.60	8.60
56,000 (March 31, 2022: 56,000) Series B 1% compulsorily convertible cumulative preference shares of Rs 10 each	5.60	5.60
41,130 (March 31, 2022: 41,130) Series B1 1% compulsorily convertible cumulative preference shares of Rs 10 each	4.11	4.11
1,77,385 (March 31, 2022: 1,77,385) Series C 1% compulsorily convertible cumulative preference shares of Rs 10 each	17.74	17.74
1,81,044 (March 31, 2022: 1,81,044) Series C1 1% compulsorily convertible cumulative preference shares of Rs 10 each	18.10	18.10
65,000 (March 31, 2022: 65,000) Series C2 1% compulsorily convertible cumulative preference shares of Rs 100 each	65.00	65.00
35,000 (March 31, 2022: 35,000) Series C3 1% compulsorily convertible cumulative preference shares of Rs 100 each	35.00	35.00
2,900 (March 31, 2022: 2,900) Series C5 1% compulsorily convertible cumulative preference shares of Rs 100 each	2.90	2.90
33,528 (March 31, 2022: 33,528) Series C6A 1% compulsorily convertible cumulative preference shares of Rs 100 each	33.53	33.53
5,442 (March 31, 2022: 5,442) Series C6B 1% compulsorily convertible cumulative preference shares of Rs 100 each	5.44	5.44
1,839 (March 31, 2022: 1839) Series C7 1% compulsorily convertible cumulative preference shares of Rs 100 each	1.84	1.84
4,598 (March 31, 2022: 4598) Series D1 1% compulsorily convertible cumulative preference shares of Rs 100 each	4.60	4.60
6,081 (March 31, 2022: 6081) Series D2 1% compulsorily convertible cumulative preference shares of Rs 100 each	6.08	6.08
80,800 (March 31, 2022: 80,800) Series D3 1% compulsorily convertible cumulative preference shares of Rs 100 each	80.80	80.80
	289.34	**289.34**
	414.96	**414.96**
Issued, subscribed and fully paid up		
Equity shares		
10,16,036 (March 31, 2022: 10,16,036) equity shares of Rs 10 each	101.60	101.60
2 (March 31, 2022: 2) Series A equity shares of Rs 10 each	-	-
127 (March 31, 2022: 127) Series B equity shares of Rs 10 each	0.01	0.01
6,083 (March 31, 2022: 6083) Series C equity shares of Rs 10 each	0.61	0.61
	102.22	**102.22**
	102.22	**102.22**

Note: Out of the above 8,80, 680 (March 31, 2022: 8,80,680) equity share of Rs.10 each fully paid-up are held by Reliance Retail Ventures Limited, the holding company along with its nominees.

(a) Details of shareholders holding more than 5% shares of each class of shares in the Company:

Particulars	As at 31-Mar-2023		As at 31-Mar-2022	
	Number of shares	% holding	Number of shares	% holding
Equity shares				
Reliance Retail Ventures Limited along with its nominees	8,74,520	86.07%	8,74,520	86.07%
Panthera Growth Fund VCC - Panthera Growth	1,41,516	13.93%	1,41,516	13.93%
Equity shares - Series A				
Panthera Growth Fund VCC - Panthera Growth	2	100%	2	100%
Equity shares - Series B				
Reliance Retail Ventures Limited along with its nominees	77	60.63%	77	60.63%
Panthera Growth Fund VCC - Panthera Growth	50	39.37%	50	39.37%
Equity shares - Series C				
Reliance Retail Ventures Limited along with its nominees	6,083	100%	6,083	100.00%

(b) Shares held by promoters

As at 31st March, 2023

Promoter's Name and Class of Equity Shares	Number of shares at the beginning of the year	Change during the year	Number of shares at the end of the year	%of total Shares	% of change during the year
Reliance Retail Ventures Limited *Fully paid-up Equity share of Rs.10 each*	8,80,680	-	8,80,680	86.15%	0.00%

As at 31st March, 2022

Promoter's Name and Class of Equity Shares	Number of shares at the beginning of the year	Change during the year	Number of shares at the end of the year	%of total Shares	% of change during the year
Reliance Retail Ventures Limited *Fully paid-up Equity share of Rs.10 each*	8,80,680	-	8,80,680	86.15%	0.00%

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

(c) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year: **(Rs. in Lakhs)**

Equity Shares with voting rights	As at 31-Mar-2023		As at 31-Mar-2022	
	Number of shares	Amount	Number of shares	Amount
At the commencement of the year	10,22,248	102.22	10,22,248	102.22
Outstanding at the end of the year	**10,22,248**	**102.22**	**10,22,248**	**102.22**

Rights, preferences and restrictions: Equity shares
The Company has equity shares, Series A equity shares, Series B equity shares and Series C equity shares, having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share and dividend rights in the same proportion as the capital paid-up on such equity share bears to the total paid-up equity share capital of the Company. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company in the same proportion as the capital paid-up on the equity shares held by them bears to the total paid-up equity share capital of the Company.

8 OTHER EQUITY

(Rs. in Lakhs)

Particulars	**Note**	**As at 31-Mar-2023**	**As at 31-Mar-2022**
Securities premium	(i)	39,589.92	39,589.92
Deemed capital contribution by Reliance Retail Ventures Limited (RRVL)	(ii)	1,728.90	1,728.90
Deficit in the Statement of Profit and Loss	(iii)	(38,470.85)	(35,826.19)
Total		**2,847.97**	**5,492.63**

(Rs. in Lakhs)

Particulars	**As at 31-Mar-2023**	**As at 31-Mar-2022**
(i) Securities Premium		
Opening balance	39,589.92	39,589.92
Add: Premium received	-	-
Closing balance	**39,589.92**	**39,589.92**
(ii) Deemed capital contribution		
Opening balance	1,728.90	1,728.90
Add: For the year	-	-
Closing balance	**1,728.90**	**1,728.90**
(iii) Deficit in the Statement of Profit and Loss		
Opening balance	(35,826.23)	(32,309.62)
Less : Loss for the year	(2,880.29)	(3,498.65)
Add / (Less): Other comprehensive income / (loss) during the year (net of tax)	235.67	(17.96)
Closing balance	**(38,470.85)**	**(35,826.23)**

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

(Rs. in Lakhs)

9 OTHER FINANCIAL LIABILITIES - NON CURRENT	As at 31-Mar-2023	As at 31-Mar-2022
Lease liabilities	5,260.52	6,088.68
	5,260.52	**6,088.68**

(Rs. in Lakhs)

10 PROVISIONS - NON CURRENT	As at 31-Mar-2023	As at 31-Mar-2022
Provision for employee benefits		
Provision for Gratuity (Refer Note 29)	475.97	486.99
Provision for Compensated absences (Refer Note 29)	194.55	226.09
Provision for asset retirement obligation	104.28	93.06
Total	**774.80**	**806.14**

(Rs. in Lakhs)

Particulars	Opening balance as at Apr 1, 2022	Additional provision	Utilisation/ reversals	Closing balance as at Mar 31, 2023
Provision for asset retirement obligation	93.06	12.65	1.43	104.28
(Previous year)	(58.71)	(127.09)	(92.74)	(93.06)

(Rs. in Lakhs)

11 (i) LEASE LIABILITIES - CURRENT	As at 31-Mar-2023	As at 31-Mar-2022
Lease Liabilities	1,348.91	1,191.87
Total	**1,348.91**	**1,191.87**

(Rs. in Lakhs)

(ii) TRADE PAYABLES	As at 31-Mar-2023	As at 31-Mar-2022
(A) total outstanding dues of micro enterprises and small enterprises (Refer Note 25)	11.27	64.21
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	3,709.98	1,889.54
Total	**3,721.25**	**1,953.75**

(iia)Trade Payables Ageing as at 31st March, 2023: (Rs. in Lakhs)

Particulars	Outstanding for following periods from due date of payment				
	<1Year	**1 - 2 Years**	**2 - 3 Years**	**> 3 Years**	**Total**
(i) MSME	-	-	-	-	-
(ii) Others	3,689.44	6.44	-	-	3,695.88
(iii) Disputed dues - MSME	-	-	-	-	-
(iii) Disputed dues - Others	-	-	-	-	-
Total	**3,689.44**	**6.44**	**-**	**-**	**3,695.88**

Note: 1.There are no Unbilled dues payable as on 31st March 2023
2. Trade Payables which are not due as on 31st March 2023 is Rs 11.27 Lacs MSME balances and Rs.14.10 Lacs Non-MSME balances

(iib)Trade Payables Ageing as at 31st March, 2022: (Rs. in Lakhs)

Particulars	Outstanding for following periods from due date of payment				
	<1Year	**1 - 2 Years**	**2 - 3 Years**	**> 3 Years**	**Total**
(i) MSME	-	-	-	-	-
(ii) Others	1,842.34	34.52	3.83	8.85	1,889.54
(iii) Disputed dues - MSME	-	-	-	-	-
(iii) Disputed dues - Others	-	-	-	-	-
Total	**1,842.34**	**34.52**	**3.83**	**8.85**	**1,889.54**

Note:1. There are no Unbilled dues payable as on 31st March 2022
2. Trade Payables which are not due as on 31st March 2022 is Rs 64.21 Lacs MSME balances and Nil Non-MSME balances

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

(iii) OTHER FINANCIAL LIABILITIES - CURRENT		(Rs. in Lakhs)
	As at 31-Mar-2023	**As at 31-Mar-2022**
Unsecured Considered Good		
Payables towards purchase of property, plant and equipment	13.20	41.17
Security Deposit	-	75.72
Interest payable on security deposit	-	6.43
Total	**13.20**	**123.32**

12 OTHER CURRENT LIABILITIES		(Rs. in Lakhs)
	As at 31-Mar-2023	**As at 31-Mar-2022**
Statutory dues (TDS, PF, ESI and PT)	268.50	221.16
Payable to employees	243.35	646.19
Advance from Customers	33.54	14.23
Total	**545.39**	**881.58**

13 PROVISIONS - CURRENT		(Rs. in Lakhs)
	As at 31-Mar-2023	**As at 31-Mar-2022**
Provision for employee benefits		
Gratuity (Refer Note 29)	0.48	0.36
Compensated absences (Refer Note 29)	33.82	16.94
Total	**34.30**	**17.30**

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

14 REVENUE FROM OPERATIONS

	2022-23	2021-22
		(Rs. in Lakhs)
Sale of products	12,552.82	11,958.67
Sale of services (Trademark, Platform Fees and Business Support Services)	20,245.87	10,226.82
Total *	**32,798.69**	**22,185.49**

*Net of Goods and Service Tax recovered

15 OTHER INCOME

	2022-23	2021-22
		(Rs. in Lakhs)
Interest income	8.89	3.22
Fair valuation of security deposits measured at FVTPL	111.84	110.12
Marketing Income	-	8.50
Interest on income tax refund	13.30	1.71
Rental income	-	47.53
Profit on sale of property, plant and equipment	10.94	-
Lease incentives *	-	391.52
Miscellaneous income	7.56	8.29
Total	**152.53**	**570.89**

*In FY 21-22, the Company received rent waivers of Rs.391.52 Lacs for the properties taken on lease on account of the Covid-19 pandemic. The Company has applied the practical expedient to all rent concessions that meet the conditions in paragraph 46B of Ind AS 116 - Leases.

The amount recognised in the Statement of Profit and Loss for the year reflects changes in lease payments that arise from rent concessions to which the Company has applied the practical expedient in paragraph 46A of Ind AS 116.

16 PURCHASE OF STOCK-IN-TRADE

	2022-23	2021-22
		(Rs. in Lakhs)
Purchases of Traded goods	7,793.08	8,155.99
Packing materials	359.79	97.74
Total	**8,152.87**	**8,253.73**

17 CHANGES IN INVENTORIES OF STOCK-IN-TRADE

	2022-23	2021-22
Opening stock at the beginning of the reporting period	1,768.45	578.91
Closing stock at the end of the reporting period	2,233.74	1,768.45
Total	**(465.29)**	**(1,189.54)**

18 EMPLOYEE BENEFITS EXPENSES

	2022-23	2021-22
		(Rs. in Lakhs)
Salaries and bonus	6,167.78	4,388.07
Contribution to provident and other funds (refer note 29)	203.52	125.48
Gratuity (refer note 29)	232.51	168.81
Compensated Absences (refer note 29)	21.81	70.52
Staff welfare expense	205.51	105.94
Total	**6,831.13**	**4,858.82**

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

19 FINANCE COSTS

(Rs. in Lakhs)

	2022-23	2021-22
Interest on lease liabilities	753.53	1,095.95
Interest on asset retirement obligation	11.45	10.57
Total	**764.98**	**1,106.52**

20 DEPRECIATION AND AMORTISATION EXPENSE

(Rs. in Lakhs)

	2022-23	2021-22
Depreciation of tangible assets (refer note 1)	581.12	410.65
Amortisation of intangible assets (refer note 1)	33.47	20.33
Depreciation of Right-of-use assets (refer note 1)	1,875.46	1,239.46
Total	**2,490.05**	**1,670.44**

21 OTHER EXPENSES

(Rs. in Lakhs)

	2022-23	2021-22
Advertising and marketing	14,634.49	8,790.22
Legal and professional	664.48	684.94
Payment to auditors (Refer Note below)	23.46	22.44
Rent	122.42	53.87
Server hosting charges	961.10	414.14
Website maintenance	434.57	267.72
Freight outwards	410.30	254.62
Travel and conveyance	460.28	259.12
Communication	115.42	71.52
Repairs and maintenance		
- Computers	6.15	5.30
- Others	327.20	185.04
Rates and taxes	66.21	65.56
Loss on sale of property, plant and equipment	-	-
Forex Fluctuation Loss	3.89	1.68
Miscellaneous expenses	576.26	478.89
Total	**18,806.23**	**11,555.06**
Note		
Payments to auditors as :		
Statutory audit fees	23.00	22.00
Reimbursement of expenses	0.46	0.44
Total	**23.46**	**22.44**

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

22 INCOME TAX

The income tax expenses for the year can be reconciled to the accounting profit as follows:

		(Rs. in Lakhs)
	2022-23	**2021-22**
Incremental Deferred Tax Asset on account of Property, Plant and Equipment and Other Intangible Assets	498.40	376.73
Incremental Deferred Tax Asset on account of Provisions	250.06	309.61
Deferred Tax Provision	**748.46**	**686.34**
Tax Expenses recognised in Statement of Profit and Loss	(748.46)	-
Effective Tax Rate	26.00%	-

In view of losses in the current year, no provision has been made for Income Tax.

23 EARNINGS PER SHARE (EPS)

	2022-23	**2021-22**
Loss after tax as per Statement of Profit and Loss (Rs. In Lakhs)	(2,880.29)	(3,498.65)
Weighted average number of Equity Shares	10,22,248	10,22,248
Nominal value of the shares (Rs.)	10	10
Loss per share - Basic and diluted (Rs.)	(281.76)	(342.25)

24 CONTINGENT LIABILITIES AND COMMITMENTS

(a) Commitments

		(Rs. in Lakhs)
	As at 31-Mar-2023	**As at 31-Mar-2022**
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	55.47

(b) Contingent liabilities

		(Rs. in Lakhs)
	As at 31-Mar-2023	**As at 31-Mar-2022**
Claims against the company not acknowledged as debts		
Custom Duty Demand: (Deposited with Custom authorities under protest, Refer note below)	220.22	186.94
Total	**220.22**	**186.94**

Note: It is not practicable for the Company to estimate the closure of these issues and the consequential timings of cash flows, if any, in respect of the above.

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

25 DISCLOSURES REQUIRED UNDER SECTION 22 OF THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006

(Rs. in Lakhs)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year:		
- Principal	11.27	64.21
- Interest	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed date during the year.	-	-
The amount of the payments made to micro and small suppliers beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

26 RELATED PARTY DISCLOSURES
As per Ind AS 24, the disclosures of transactions with the related parties are given below:

(i) LIST OF RELATED PARTIES WHERE CONTROL EXISTS AND RELATIONSHIPS:

Sr. No.	Name of Related Party	Relationship
1	Reliance Industries Limited	Ultimate holding company
2	Reliance Retail Ventures Limited	Holding company
3	Reliance Retail Limited	Fellow Subsidiary
4	Amisha Hemchand Jain (Chief Executive Officer) (Resigned as on 31st May 2022)	Key Managerial Personnel (KMP)

Note: The above entities include related parties where relationship existed for part of the year/previous year

(ii) TRANSACTIONS DURING THE YEAR WITH RELATED PARTIES (EXCLUDING REIMBURSEMENTS INCLUDING GST (WHEREVER APPLICABLE))

(Rs. in Lakhs)

Sr. No.	Nature of Transactions	Holding Company	Fellow Subsidiary	Key Managerial Personnel	Others	Total
1	Purchases of Stock-in-Trade	-	7,136.47	-	-	7,136.47
		-	*5,509.12*	-	-	*5,509.12*
2	Revenue from Operations	-	20,301.96	-	-	20,301.96
		-	*10,856.58*	-	-	*10,856.58*
3	Other Current Liabilities - Advance from Customers	-	-	-	-	-
		-	*1,000.00*	-	-	*1,000.00*
4	**Expenses**					
	Payment to Key Managerial Personnel*	-	-	152.80	-	152.80
	*(Does not include Provision made for Compensated Absences and Gratuity as they are determined on an Actuarial basis for the Company as a whole. This includes transaction only till 31st May 2022 as the KMP has discontinued as CEO)	-	-	*401.80*	-	*401.80*
(iii)	**Balance as at 31st March 2023**					
1	Trade Receivables*	-	1,766.89	-	-	1,766.89
	*(Includes Reimbursements)	-	*2,140.66*	-	-	*2,140.66*
2	Trade Payables	-	*520.82*	-	-	520.82
		-	448.15	-	-	*448.15*

Figures in *Italics* represents previous year's amount

(iv) Disclosure in respect of major related party transactions during the year (including GST (wherever applicable)):

(Rs. in Lakhs)

Sr. No.	Particulars	Relationship	2022-23	2021-22
1	**Purchase of Stock-in-Trade** Reliance Retail Limited	Fellow Subsidary	7,136.47	5,509.12
2	**Revenue from Operations** Reliance Retail Limited	Fellow Subsidary	20,301.96	10,856.58
3	**Other Current Liabilities** Reliance Retail Limited	Fellow Subsidary	-	1,000.00
4	**Employee Benefit Expenses** Amisha Hemchand Jain	KMP	152.80	401.80

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

27 Disclosure pursuant to Indian Accounting Standards (IND AS) - 116: Leases

RIGHT OF USE ASSET	As at 31-Mar-2023	As at 31-Mar-2022
		(Rs. In Lakhs)
Balance at the beginning of the year	**6,682.27**	**4,713.82**
Additions during the year	1,307.45	3,994.05
Deletions during the year	(789.44)	(786.11)
Amortisation during the year	(1,439.72)	(1,239.49)
Balance at the end of the year	**5,760.56**	**6,682.27**

LEASE LIABILITIES	As at 31-Mar-2023	As at 31-Mar-2022
		(Rs. In Lakhs)
Balance at the beginning of the year	**7,280.55**	**5,266.48**
Additions during the year	1,241.11	3,524.87
Deletions during the year	(438.78)	(293.24)
Interest during the year	850.99	1,095.95
Lease payment during the year	(2,324.44)	(2,705.03)
Reduction in lease liability - Practical Expedient application (Refer note below)	-	391.52
Balance at the end of the year	**6,609.43**	**7,280.55**

Note : It represents the reduction in lease liability on account of electing to apply the practical expedient of not assessing the rent concessions as a lease modification, as per MCA notification dated 24th July 2020 and 18th June 2021.

Maturity analysis - contractual undiscounted cash flows	As at 31-Mar-2023	As at 31-Mar-2022
		(Rs. In Lakhs)
Less than 1 year	1,996.69	1,986.50
1 - 5 Year	5,305.42	6,110.13
More than 5 years	1,251.99	1,862.35
Total undiscounted lease liabilities at the end of the year	**8,554.10**	**9,958.98**

		(Rs. In Lakhs)
Lease Liabilities included in Financial statement at the end of the year	6,609.43	7,280.55
Current	1,348.91	1,191.87
Non- Current	5,260.52	6,088.68

Amounts recognised in Statement of profit and loss	2022-23	2021-22
		(Rs. In Lakhs)
Interest expense on lease liabilities	753.53	1,095.95
Amortisation of ROU	1,875.46	1,239.46
Expenses relating to short term leases/Variable lease payments	122.42	53.87
Expenses relating to leases of low value assets	-	-
Total	**2,751.41**	**2,389.28**

Amounts recognised in Statement of Cash Flows	2022-23	2021-22
		(Rs. In Lakhs)
Total Cash outflow for Leases	(1,436.13)	1,299.03

a) The Company's leases mainly comprise of showroom premises and warehouse premises.

28 SEGMENT REPORTING

The Company has one operating and reportable segment. The chief operating decision maker reviews information presented in the financial statement for purposes of allocating revenue and evaluating financial performance. Hence, there are no additional disclosures required, other than those already provided in the financial statements.

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

29 EMPLOYEE BENEFITS

Defined contribution plans
The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund and Employee State Insurance Scheme, which are defined contribution plans. The Company has no obligations other than to make the specified contributions. 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 services.

(a) Defined contribution plan
During the year, the Company has recognized the following amount in the Statement of Profit and Loss account: **(Rs. in Lakhs)**

Particulars	**2022-23**	**2021-22**
Employer's Contribution to Provident fund	182.64	117.70
Employer's Contribution to Employee state insurance	7.74	3.68
Total	**190.38**	**121.38**

(b) Defined benefits Plans
The Company has a gratuity plan (Unfunded), which is a defined benefit scheme. Every employee who has completed 5 years or more of service is eligible for gratuity on separation worked out at 15 days salary (last drawn salary) for each completed year of service. The disclosure as per Ind AS - 19 "Employee Benefits" is given below:

(Rs. in Lakhs)

Particulars	**2022-23**	**2021-22**
(i) Reconciliation of opening and closing balances of Defined Benefit obligation		
Defined Benefit Obligations at the beginning of the year	**487.34**	**300.78**
Service cost	197.45	148.52
Interest cost	35.06	20.29
Actuarial (gain)/loss	(235.67)	17.96
Benefits settled	(7.71)	(0.19)
Defined Benefit Obligations at the end of the year	**476.45**	**487.34**
Reconciliation of present value of the obligation :		
Present value of defined benefit obligation at the end of the year		
Non-current	475.97	486.98
Current	0.48	0.36
Liability recognised in the balance sheet	**476.45**	**487.34**
(ii) Expenses recognised during the year		
In Income Statement		
Service cost	197.45	148.52
Interest cost	35.06	20.29
Expected return	-	-
Net Cost	**232.51**	**168.81**
In Other Comprehensive Income		
Actuarial (gain)/loss	(235.67)	17.96
Net (Income)/ Expense for the year recognised in OCI	**(235.67)**	**17.96**
(iii) Details of assumption used in actuarial valuation:		
Discount rate	7.50%	7.20%
Expected rate of salary increase	11.00%	12.00%
Mortality Rate	100% of IALM 2012-14	100% of IALM 2012-14
Attrition rate - Upto 4 years	46.00% p.a.	25.00% p.a.
Attrition rate - Above 4 years	-	-
Retirement age	60 years	60 years

Risks
Valuations are performed on certain basic set of pre-determined assumptions which may vary over time. Thus, the Company is exposed to various risks in providing the above benefit which are as follows:

Interest Rate Risk : The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

Liquidity Risk : This is the risk that the Company is not able to meet the short-term gratuity payouts. This may arise due to non availability of enough cash/cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

Salary Escalation Risk : The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

Demographic Risk : The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

Regulatory Risk : Gratuity benefit is paid in accordance with the requirements of the Payment of Gratuity Act, 1972 (as amended from time to time).There is a risk of change in regulations requiring higher gratuity payouts.

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

Sensitivity Analysis :
Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, 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:

Particulars	2022-23	2021-22
		(Rs. in Lakhs)
Defined Benefit Obligation (Base)	476.45	487.33

Particulars	2022-23		2021-22	
	Decrease	Increase	Decrease	Increase
Discount Rate (- / + 1%) (Rs. in Lakhs)	594.70	380.47	612.97	389.53
(% change compared to base due to sensitivity)	25.30%	-19.80%	25.80%	-20.10%
Salary Growth Rate (- / + 1%) (Rs. in Lakhs)	382.36	589.27	392.50	605.72
(% change compared to base due to sensitivity)	-19.40%	24.20%	-19.50%	24.30%
Attrition Rate (- / + 50% of attrition rates) (Rs. in Lakhs)	538.89	436.78	534.56	447.24
(% change compared to base due to sensitivity)	13.60%	-7.90%	9.70%	-8.20%
Mortality Rate (- / + 10% of mortality rates) (Rs. in Lakhs)	475.47	473.50	488.68	486.02
(% change compared to base due to sensitivity)	0.20%	-0.20%	0.30%	-0.30%

Maturity Profile of Defined Benefit Obligation
Expected cash flows over the next (valued on undiscounted basis):
Weighted average duration (based on discounted cashflows) 22 Years

(Rs. in Lakhs)

Expected cash flows over the next (valued on undiscounted basis):	2022-23	2021-22
1 Year	0.48	0.36
2 to 5 Years	2.45	2.13
6 to 10 Years	9.34	9.28
More than 10 Years	2,749.59	2,860.79

(c) Compensated Absences

(Rs. in Lakhs)

Particulars	2022-23	2021-22
Discount Rate (per annum)	7.50%	7.20%
Salary Growth Rate (per annum)	11.00%	12.00%
Retirement Age	60 Years	60 Years
Mortality Rate	100% of IALM 2012-14	100% of IALM 2012-14
Attrition / Withdrawal Rate (per annum)	46.00%	25.00%
Rate of Leave Availment (per annum)	10.00%	10.00%

Note: The expense recoginsed in the Statement of Profit & Loss with respect to Compensated Absences is Rs.21.81 (Previous Year - Rs.70.52 Lakhs)

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

30 FINANCIAL INSTRUMENTS

The table below summarises the maturity profile of the Company's financial Assets based on contractual undiscounted payments:

(Rs. in Lakhs)

Particulars	Less than 1 year	1 to 3 years	3 to 5 years	More than 5 years	Total
As at 31-Mar-2023					
Security deposits	297.62	293.08	282.89	242.96	1,116.55
Trade receivables	1,812.11	2.66	-	-	1,814.77
As at 31-Mar-2022					
Security deposits	364.46	601.97	194.57	-	1,161.00
Trade receivables	3,353.37	127.14	0.87	-	3,481.38

The carrying value of financial instruments by categories is as follows:

(Rs. in Lakhs)

Particulars	2022-23	2021-22
Financial assets, measured subsequently at amortised cost		
Security deposits - Non Current	530.11	641.96
Trade receivables	1,814.77	3,481.38
Cash and cash equivalents	51.78	225.09
Others Financial Assets - Current	283.67	153.64
Total	**2,680.33**	**4,502.07**
Financial liabilities, measured subsequently at amortised cost		
Trade payables	3,721.25	1,953.75
Lease Liabilities (Current and Non-current)	6,609.43	7,280.55
Others	13.20	123.32
Total	**10,343.88**	**9,357.62**

The management assessed that fair values of cash and cash equivalents, trade receivables, loans, other financial assets, trade payables, lease liabilities and other financial liabilities recorded at amortised cost is considered reasonable approximation of fair value. Difference between carrying amounts and fair values of borrowings and security deposits subsequently measured at amortised cost is not significant in each of the years presented.

30A FAIR VALUE HIERARCHY

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Currently, none of the financial assets and financial liabilities of the company are carried at fair value. The financial assets and liabilities are measured at amortized cost are disclosed in note 30.

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

30B FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company’s principal financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company’s operations. The Company’s principal financial assets include trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company's activities expose it to market risk, credit risk and liquidity risk. The Company’s senior management oversees the management of these risks. It is the Company’s policy that no trading in derivatives for speculative purposes may be undertaken.

The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

i. Market risk
Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risks, such as equity price risk and commodity risk. Financial instruments affected by market risk include cash and cash equivalents, trade receivables, unbilled revenue, trade payable, capital creditors and borrowings.

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31-Mar-2023 and 31-Mar-2022.

Interest rate risk:
The Company is also exposed to interest rate risk, changes in interest rates will affect future cash flows or the fair values of its financial instruments, principally debt.

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 exchange rates. The Company’s exposure to the risk of changes in foreign exchange rates relates primarily to the Company’s operating activities (when revenue or expense is denominated in a foreign currency).

The unhedged foreign currency exposure as at the reporting date are:

(Rs. in Lakhs)

Particulars	2022-23	2021-22
Trade payables	65.29	6.15

The unhedged foreign currency exposure as at the reporting date in foreign currency are:

Particulars	Foreign currency		2022-23		2021-22
Trade payables	USD	$	78,291	$	5,460
Trade payables	EUR	€	-	€	2,392

Foreign Currency Sensitivity

Particulars	2022-23	2021-22
1% Depreciation in INR		
Impact on P&L		
USD	(0.65)	(0.04)
EUR	-	(0.02)
Total	**(0.65)**	**(0.06)**
1% Appreciation in INR		
Impact on P&L		
USD	0.65	0.04
EUR	-	0.02
Total	**0.65**	**0.06**

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

ii. Credit risk
Credit risk is the risk that counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

a. Financial Instrument and Cash Deposit:
The company limits its exposure to credit risk by generally investing in liquid securities and only with counterparties that have a good credit rating.

The company does not expect any losses from non- performance by these counter-parties, and does not have any significant concentration of exposures to specific industry sectors. Credit risk from balances with banks is managed by the Company in accordance with its policy.

iii. Liquidity risk
Liquidity risk arises from the company's inability to meet its cash flow commitments on the due date. The company maintains sufficient stock of cash, marketable securities and committed credit facilities. The company accesses global and local financial markets to meet its liquidity requirements. It uses a range of products to ensure efficient funding from across well-diversified markets. Treasury monitors rolling forecasts of the company's cash flow position and ensures that the company is able to meet its financial obligation at all times including contingencies.

The company's liquidity is managed centrally with operating units forecasting their cash and liquidity requirements. Treasury pools the cash surpluses and arranges to either fund the net deficit or invest the net surplus in a range of short-dated, secure and liquid instruments including short-term bank deposits and similar instruments. The portfolio of these investments is diversified to avoid concentration risk in any one instrument or counterparty.

Liquidity risk arises from the financial liabilities of the Company and the Company's subsequent ability to meet its obligations to repay its financial liabilities as and when they fall due. The company manages its liquidity needs by carefully monitoring scheduled debt servicing payments for long-term financial liabilities as well as cash-outflows due in day-to-day business.

(Rs. in Lakhs)

Particulars	Below 3 Months	3 to 6 Months	6 to 12 Months	1 to 3 years	3 to 5 years	More than 5 years	Total
As at 31-Mar-2023							
Lease liabilities	554.31	497.20	945.18	3,388.54	1,916.88	1,251.99	8,554.10
Asset retirement obligation	14.26	2.55	11.52	24.02	34.15	17.78	104.28
Trade and other payables	3,728.44	-	-	6.44	-	-	3,734.88
As at 31-Mar-2022							
Lease liabilities	524.59	488.58	973.33	3,566.27	2,543.86	1,862.35	9,958.98
Asset retirement obligation	7.12	2.75	3.63	28.50	58.50	40.50	141.00
Trade and other payables	2,016.75	5.00	8.00	38.34	8.85	-	2,076.94

30C CAPITAL MANAGEMENT

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company monitors the return on capital. The Company's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value.

(Rs. in Lakhs)

Particulars	2022-23	2021-22
Cash and cash equivalents	51.78	225.09
Net Debt (A)	-	-
Equity share capital	102.22	102.22
Other equity	2,847.97	5,492.63
Total capital (B)	**2,950.19**	**5,594.85**
Net debt as a percentage of total capital (A / B)	-	-

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

31 RATIO ANALYSIS

Sl.No.	Particulars	As at 31-Mar-2023	As at 31-Mar-2022	Variance (%)
1	Current Ratio[1]	1.01	1.85	-45.41%
2	Debt Equity Ratio	---	---	---
3	Debt Service Coverage Ratio	---	---	---
4	Return on Equity Ratio[2]	-67.41%	-47.82%	40.97%
5	Inventory Turnover Ratio[3]	3.84	6.02	-36.21%
6	Trade Receivables Turnover Ratio[4]	12.39	2.91	325.77%
7	Trade Payables Turnover Ratio	9.34	7.91	18.08%
8	Net Capital Turnover Ratio[5]	598.19	6.28	9425.32%
9	Net Profit Ratio[6]	-8.06%	-15.85%	-49.15%
10	Return on Capital Employed [7]	-65.08%	-40.54%	60.53%
11	Return on Investment	---	---	---

Reasons for Variance more than 25%

[1] Reduction in receivables due to restructuring and improved mechanism for clearing of Trade outstanding; Reduction in GST balance due to higher service revenue; Increase in payables due to higher marketing and other expenses

[2&7] Reducing in shareholders value due to accumulated losses

[3] FY 20-21 store count was 65 leading to lower average inventory in FY 21-22, inventory MoH at stores at 3.9 as compared to 3.2 in PY due to change in assortment strategy at stores. Also, due to reserving/holding inventory for Trade billing for Q1 24

[4] Due to increase in B2C business where realisation is T+1/2 days, increase in service revenue and restructuring of B2b (Trade) business.

[5] Working capital reduced from FY 21-22 and Sales from service revenue has increased which required lower working capital investment

[6] Marign on traded goods increased by 2% and increase in service income which has contributed towards better profit margins

Formulae for computation of ratios are as follows:

Sl.No.	Particulars	Formula
1	Current Ratio	Current Assets / Current Liabilities
2	Debt Equity Ratio	Total Debt / Total Equity
3	Debt Service Coverage Ratio	Earnings before Interest, Tax and Exceptional Items / Interest Expense + Principal Repayments made during the period for long term loans
4	Return on Equity Ratio	Profit After Tax (Attributable to Owners) / Average Net Worth
5	Inventory Turnover Ratio	Cost of Goods Sold / Average Inventories of Stock-in-Trade
6	Trade Receivables Turnover Ratio	Value of Sales & Services / Average Trade Receivables
7	Trade Payables Turnover Ratio	Cost of Materials Consumed (after adjustment of RM Inventory) + Purchases of Stock-in-Trade + Other Expenses / Average Trade Payables
8	Net Capital Turnover Ratio	Value of Sales & Services / Working Capital
9	Net Profit Ratio	Profit After Tax / Value of Sales & Services
10	Return on Capital Employed	Net Profit After Tax + Deferred Tax Expense/(Income) +Finance Cost (-) Other Income / Average Capital Employed
11	Return on Investment	Other Income (Excluding Dividend) / Average Cash, Cash Equivalents & Other Marketable Securities

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)
Notes to the financial statements for the year ended 31st March, 2023

32 MCA notification dated 24th March, 2021 for amendments to Schedule iii disclosures and other statutory information:

(i) Title deeds of Immovable Property not held in name of the Company - Not applicable as there are no immovable properties other than lease hold properties.

(ii) Details of Benami Property and its proceedings- Not applicable as there are no proceedings which have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

(iii) Wilful Defaulter - The Company has no loans from Banks or Financial Institution and hence the Company has not been classified as a wilful defaulter.

(iv) Relationship with Struck off Companies - As per section 248 of the Companies Act, 2013, there are no balances outstanding with struck off companies.

(v) Compliance with number of layers of companies - Not Applicable as the Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

(vi) Compliance with approved Scheme(s) of Arrangements - Not Applicable as the Company has no Scheme of Arrangements that has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

(vii) Details of Crypto Currency or Virtual Currency - Not Applicable as the Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(viii) There were no whistle blower complaints received by the Company during the year.

(ix) The Company does not have any such transaction which is not recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

(x) The Company does not have any intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.

(xi) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) Provided any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(xii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) Provided any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

33 The figures of the corrosponding year has been regrouped / reclassified wherever nessasary, to make them comparable.

34 The financial statements were authorized for issuance by the Company's Board of Directors on 18th April 2023

Actoserba Active Wholesale Limited (formerly known as Actoserba Active Wholesale Private Limited)

As per our Report of even date
For Deloitte Haskins & Sells LLP
Firm's Registration No. 117366W/W- 100018
Chartered Accountants

For and on behalf of the Board

Pallavi Sharma
Partner
Membership No.:113861

Nikhil Chakrapani
Director
DIN: 03585055

Geeta Fulwadaya
Director
DIN: 03341926

Shilpa Kulkarni
Director
DIN: 06760145

Shiv Kumar Bhardwaj
Director
DIN: 00001584

Dhirendra Shah
Director
DIN: 00004616

Date: April 18, 2023