XXXIII
ANNUAL REPORT
2021-22

South Asian Enterprises Limited

Regd. Office : Mikky House, K-Block, Kidwai Nagar, Kanpur, (U.P.) - 208 011
CIN : L91990UP1990PLC011753,
Email Id: southasianenterprises@gmail.com, Website: www.sael.co.in, Phone : 0512-2606859

CORPORATE OFFICE :
90, Okhla Industrial Estate,
Phase-III, New Delhi-110 020
Ph. : 011-46656666
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SHARE TRANSFER & INVESTOR SERVICES
RCMC Share Registry Pvt. Ltd.
B-25/1, First Floor, Okhla Industrial Area,
Phase - II, New Delhi-110 020
Ph. : 011-26387320-21-23, Fax : 011-26387322
email : investor.services@rcmcdelhi.com

SOUTH ASIAN ENTERPRISES LIMITED

33rd ANNUAL GENERAL MEETING
through Video Conferencing ("VC")
/ Other Audio Visual Means ("OAVM")
at 12:30 p.m.
on Tuesday, 27th September, 2022

Our e-mall address:
For investor services: investordesk.sael@gmail.com
Other than above: southasianenterprises@gmail.com
website: www.sael.co.in

BOARD OF DIRECTORS:

SHRI PRIYA BRAT	Chairman, Independent Director (DIN: 00041859)
SHRI TEJ BHAN GUPTA	Vice-Chairman & Managing Director (DIN: 00106181)
SHRI PREM NARAIN PARASHAR	Independent Director (DIN: 09691343)
SHRI RAJENDER KUMAR GOSWAMI	Independent Director (DIN: 00106911)
SHRI MAHESH PRASAD MEHROTRA	Non-Executive Director (DIN: 00016768)
SHRI KISHAN KUMAR SONI	Non-Executive Director (DIN: 00106037)
DR. (MRS.) NEERAJ ARORA	Non-Executive Director (DIN: 07191167)
SHRI ANUPAM MEHROTRA	Whole Time Director (DIN: 08608345)

COMPANY SECRETARY
SHRI RAMESH CHANDRA PANDEY

CHIEF FINANCIAL OFFICER
SHRI SUBHASH CHANDRA JAIN

COMPLIANCE OFFICER
MS. UNNATI JANI

In order to improve investor services, we request you to update/register your correct postal and email address besides Bank Account details with the Company in case of holding in physical form. The holders in demat (electronic) form may register the same with concerned depository participant.

EQUITY SHARES ARE LISTED AT :
BSE LTD.
PHIROZE JEEJEEBHOY TOWERS,
DALAL STREET.
MUMBAI-400 001

AUDITORS :
M/s. Agiwal & Associates
Chartered Accountants
(FRN: 000181N)
"Moti Kunj" *D-6/9A,*
Upper Ground Floor,
Rana Pratap Bagh, Delhi-110007
email: caagiwal68@gmail.com

BANKERS
Punjab National Bank
Bank of Baroda
HDFC Bank Ltd.

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Directors' Report

Your Directors present the 33rd Annual Report of your Company with the Audited Annual Accounts for the year ended 31st March, 2022.

1. Financial Results (Rs. in Lakhs)

	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Total Income	50.81	105.66
Less: Total Expenditure	82.73	111.43
Less: Interest	0.15	0.52
Gross Profit/(loss)	(32.07)	(6.29)
Less: Depreciation	1.08	6.36
Profit/ (loss) before tax	(33.15)	(12.65)
Less: Provision for Taxation (Net)	0.00	0.00
Add: Deferred Tax	0.09	(1.56)
Net Profit/ (loss) after tax	(33.24)	(11.09)
Paid up Equity Share Capital (excluding calls in arrears)	399.91	399.91
Reserves excluding revaluation reserve	275.30	309.73
Earnings per share (Rs.)	(0.83)	(0.28)

2. Management Discussion and Analysis

Financial Review

Your Company recorded a total income of Rs. 50.81 lakhs and has incurred a net loss of Rs. 33.24 lakhs during the year under review compared to previous year's income of Rs. 105.66 lakhs and net loss of Rs. 11.09 lakhs. The revenue in the segment of the marketing of earthing products and execution of contracts for earthing and lightning protection systems has dipped to Rs. 13.18 Lakhs i.e. by Rs.49.99 lakhs as compared to Rs.63.17 lakhs in the previous year. The Company's dealings in earthing materials and lightning protection systems including installation in the electrical engineering segment have been categorised under the head "Trading" for the purpose of segment reporting in the annual accounts for the year under review.

Your Company's revenue from amusement parks i.e. entertainment segment has decreased by Rs. 6.39 Lakhs compared to previous year. The other income has increased by Rs. 1.53 Lakhs vis a vis previous year. Segment wise, the entertainment sector has generated revenue of Rs. 1.05 lakhs, the Trading segment Rs. 13.18 lakhs and other income accounted for Rs. 36.58 Lakhs during the year under review.

Industry Structure and Development

Your Company had been able to execute the contracts awarded to it in the electrical engineering under the trading segment. The power utilities, electronics and other hi-tech centres, where earthing is important, are its target customers apart from high-rise buildings, hotels, residential units, etc. However, sustained growth in this segment requires substantial capital infusion which remains a major constraint. The Company is closely monitoring the current market scenario and economic situation in order to improve its growth.

In amusement park segment, except for brief period from mid June 2021 till 13/07/2021, the Amusement Park at Kanpur remained closed. In the first quarter i.e. from April 2021 to mid June 2021, the operation of park were closed due to COVID-19 restriction by local authorities. After 14/07/2021, the operations of park could not resume because the lease of park had not been renewed by concerned authority inspite of vigorous follow up. However, efforts are being made to resolve the matter at the earliest. The lease of Lucknow Park had expired in September 2019 and the Company after shutting down operations there in 2019 had proposed to handover the park to authorities. However, the matter is not yet settled.

Outlook, Risks and Concerns

Your Company already operates on thin margins and infusion of funds for improvement/ new rides has been a constant challenge. As already reported, the operation of amusement park at Kanpur has not resumed due to non-renewal of lease by concerned authority. With no inflows, the fixed expenses related to said park continue to pose challenge on revenues of the Company. The recurring loss in this segment is being closely monitored to keep it to the minimum. The trading segment, dealing in earthing and lightning protection systems business has garnered less revenue compared to previous year mainly due to slump in real estate sector as also due to COVID -19 pandemic.

The Company has developed a risk management framework that includes identification and mitigation of risks. The Company is implementing Risk Management Policy with a view to ensuring sustainable business growth and promoting a proactive approach in evaluating and resolving risks associated with the business.

Opportunities and Threats

The Company is exposed to normal industry risks attributable to respective segments. In order to meet the challenge of strained margins in amusement segment, the strategy is to get the lease of Kanpur renewed at the earliest and then to achieve increase in the number of visitors and simultaneously to explore avenues for diversification. In trading segment, the Company deploys the latest technology for earthing and lightning protection installations, which leads to better protection from electrical hazards. However, in view of slump prevailing in real estate sector, the Company is aiming at spreading awareness of its products and also securing credentials from its existing clients about the superiority of its products to meet the challenge.

Internal Financial Control Systems

The Company has in place a proper and adequate system of internal control to monitor proper recording of transactions authorized according to prescribed policies and procedures. The Company ensures that all regulatory guidelines are complied with at all levels.

The Audit Committee reviews the internal control mechanism periodically.

Human Resource/ Industrial Relations Front

The relationship with the employees has remained cordial during the year and the Directors place on record their sincere appreciation in this regard.

Under the provisions of Section 197 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, there was no employee during the year drawing remuneration more than the stipulated amount in the said rules. The number of employees on the Company's rolls stood at 16 as on 31/03/2022.

Cautionary Statement

Statement in the "Management Discussion and Analysis" describing the Company's projections, estimates, expectations or predictions may be 'forward looking statements' within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that would make a difference to the Company's operations include changes in government regulations, tax regimes, economic developments within the country and abroad and other relevant factors.

3. Dividend and Reserves

As Company has incurred loss during the year under review, no dividend is recommended by the Board and no amount has been transferred to the general reserve.

4. Material Changes & Commitments

The spread of COVID-19 pandemic across India and the globe has contributed to a significant decline in the economic activities which are now slowly picking up. The business of your Company was affected due to pandemic during the year under review. The most visible impact of COVID-19 crisis, for the Company is that the amusement park operations were closed in the first quarter of the year though the operations were later on halted due to non-renewal of lease of park at Kanpur. The operations in trading of electrical goods was also affected in the lockdown period. Other than the aforesaid, there were no material changes and commitments affecting the financial position of the Company during the year under review.

5. Board of Directors and Key Managerial Personnel (KMP):

- **Changes in Directorate**

  There was no change in the Board during the year under review. The Company has complied with the relevant provisions with respect to constitution of the Board during the year under review.

  Shri Anupam Mehrotra - Director (DIN: 08608345) shall retire by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment. The Board recommends his reappointment in order to have his continued guidance in management of the Company and he has been reappointed as whole-time director by the Board in its meeting dated 30/05/2022 for period of 3 years 10 months subject to approval of members.

  Dr. R. L. Bishnoi (DIN: 00130335)-Independent Director, has resigned as Director of the Company vide his letter dated 07/05/2022, stating other preoccupations as reason for his resignation. The Board places its appreciation for the valuable contribution made by Dr. R. L. Bishnoi during his tenure as Director. The vacancy caused due to resignation of Dr. R. L. Bishnoi is expected to be filled within prescribed period and the members will be informed in due course.

- **Changes in Key Managerial Personnel ('KMP')**

  During the year, there was no change in **Key Managerial Personnel (KMP)** except that Ms. Komal Taparia, Compliance officer resigned with effect from 21/03/2022 and Ms. Unnati Jani was appointed as Compliance officer with effect from 05/04/2022.

Details of remuneration paid to the Directors during the financial year ended 31/03/2022:

(Amount in Lacs)

S. No.	Name of the Director	Salary	Perquisites	Sitting fee	Commission	Total
1	Shri Priya Brat	N.A.	N.A.	1.10	N.A.	1.10
2	Shri M. P. Mehrotra	N.A.	N.A.	0.40	N.A.	0.40
3	Shri K. K. Soni	N.A.	N.A.	N.A.	N.A.	N.A.
4	Shri R. K. Goswami	N.A.	N.A.	1.13	N.A.	1.13
5	Dr. (Mrs.) Neeraj Arora	N.A.	N.A.	0.55	N.A.	0.55
6	Shri Anupam Mehrotra	5.60	N.A.	N.A.	N.A.	5.60
7	Shri T. B. Gupta	4.80	N.A.	N.A.	N.A.	4.80
8	Dr. R. L. Bishnoi*	N.A.	N.A.	1.10	N.A.	1.10

* Resigned w.e.f. 07/05/2022.

6. Contracts with Related Party

No related party transaction has been made by the Company with promoters, directors or key managerial personnel etc. which may have potential conflict of interest with the Company at large as already reported. The Company had completed acquisition of 7359 equity Shares constituting 60.34% stake in Chai Thela Pvt. Ltd. ('CTPL') on 23/08/2021 as detailed in Form **AOC-2** annexed to this report as **Annexure – A.** The related party transactions, procedurally, are placed before the Audit Committee and if required, before the Board, specifying the nature, value and terms and conditions of the transactions. Where such transactions are entered in terms of omnibus approval accorded by the Audit Committee, the details are placed before the Audit Committee in its next meeting.

The summary of related party transactions has been disclosed under Note No. 33.05 in the Financial Statements of the Company as on 31/03/2022.

7. Annual Return Extract (MGT-9)

The reporting of extract of Annual Return in Form No. MGT-9 has been done away with pursuant to amendment in section 92(3) of the Companies Act, 2013 read with Rule 12 of Companies (Management and Administration) Rules, 2014 w.e.f. 28/08/2020. Hence, the reporting of extract of Annual Return has not been made in this report. The Annual Return is now required to be placed on the website of the Company, in terms of Section 92(3) read with Section 134(3)(a) of the Act and link thereof is required to be given in the Board's Report. The Annual Return for the Financial Year 2020-21 is available on web link viz.: https://www.sael.com/annual-return/.

8. Corporate Governance

The Company is committed to meet the aspirations of all its stakeholders. Corporate Governance encompasses a set of systems and practices to ensure that the Company's affairs are managed in a manner which ensures accountability, transparency and fairness in all transactions. The objective is to meet stakeholders' aspirations and societal expectations.

The essence of corporate governance lies in promoting and maintaining integrity, transparency and accountability in the management's higher echelons. The corporate governance provisions of the SEBI listing regulations are not applicable to the Company at present. Hence, separate report on corporate governance has been dispensed with. The Company, however, continues to follow the best corporate governance practices.

9. Board Meetings

During the year ended 31/03/2022, 5 (five) Board meetings were held in time in accordance with applicable regulations and relaxations granted due to pandemic. The meetings were held on 28/06/2021, 13/08/2021, 12/11/2021, 21/12/2021 and 09/02/2022.

Details of meetings attended by the Directors in the relevant period are as below:

S. No.	Name of the Director	Whether Promoter/ Executive or Non- Executive/ Independent	No. of Board Meetings attended during F.Y. 2021-2022 and dates	
1	Shri T. B. Gupta	Managing Director	5	28/06/2021
				13/08/2021
				12/11/2021
				21/12/2021
				09/02/2022
2	Shri K. K. Soni	Non-Executive	5	28/06/2021
				13/08/2021
				12/11/2021
				21/12/2021
				09/02/2022
3	Shri Priya Brat	Independent, Non-Executive	5	28/06/2021
				13/08/2021
				12/11/2021
				21/12/2021
				09/02/2022
4	Shri R.K. Goswami	Independent, Non-Executive	5	28/06/2021
				13/08/2021
				12/11/2021
				21/12/2021
				09/02/2022
5	Shri M. P. Mehrotra	Non-Executive, Promoter	4	13/08/2021
				12/11/2021
				21/12/2021
				09/02/2022
6	Dr. (Mrs.) Neeraj Arora	Non-Executive	5	28/06/2021
				13/08/2021
				12/11/2021
				21/12/2021
				09/02/2022
7	Shri Anupam Mehrotra	Whole time Director	5	28/06/2021
				13/08/2021
				12/11/2021
				21/12/2021
				09/02/2022
8	Dr. R. L. Bishnoi*	Independent, Non-Executive	5	28/06/2021
				13/08/2021
				12/11/2021
				21/12/2021
				09/02/2022

* Dr. R. L. Bishnoi (DIN:00130355) resigned w.e.f. 07/05/2022.

10. Audit Committee

The Audit Committee comprises Shri Priya Brat- Chairman, with Shri R. K. Goswami, Shri K. K. Soni and Dr. R. L. Bishnoi* as members of the Committee. There was no change in constitution of Committee during the year under review. Two third of the members of the Committee continue to be Independent Directors including its Chairman and during the year ended 31/03/2022, 5 (Five) meetings of the Committee were held on 28/06/2021, 13/08/2021, 12/11/2021, 21/12/2021 and 09/02/2022. All recommendations made by the Committee during the year were accepted in entirety.

Details of meetings attended by the Directors in the relevant period are as below:

S. No.	Name of the Director	Whether Chairman/ Member	No. of meetings attended during F.Y. 2021-2022 and dates	
1	Shri Priya Brat	Chairman	5	28/06/2021
				13/08/2021
				12/11/2021
				21/12/2021
				09/02/2022
2	Shri K. K. Soni	Member	5	28/06/2021
				13/08/2021
				12/11/2021
				21/12/2021
				09/02/2022
3	Shri R.K. Goswami	Member	5	28/06/2021
				13/08/2021
				12/11/2021
				21/12/2021
				09/02/2022
4	Dr. R. L. Bishnoi*	Member	5	28/06/2021
				13/08/2021
				12/11/2021
				21/12/2021
				09/02/2022

**Dr. R. L. Bishnoi (DIN: 00130335), has ceased as member of the Committee w.e.f. 07/05/2022.*

11. Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprises of Shri R. K. Goswami- Chairman, with Shri Priya Brat, Dr. R. L. Bishnoi* and Dr. (Mrs.) Neeraj Arora as members of the committee. There was no change in constitution of committee during the year under review. Majority of the members continue to be Independent Directors including the Chairman of the Committee. During the year ended 31/03/2022, 1 (One) meeting of the Committee was held on 28/06/2021. All recommendations made by the Committee during the year were accepted in entirety.

Details of meetings attended by the Directors in the relevant period are as below:

S. No.	Name of the Director	Whether Chairman / Member	No. of Meetings attended during F.Y. 2021-2022 and dates	
1	Shri R.K. Goswami	Chairman	1	28/06/2021
2	Shri Priya Brat	Member	1	28/06/2021
3	Dr. (Mrs.) Neeraj Arora	Member	1	28/06/2021
4	Dr. R. L. Bishnoi*	Member	1	28/06/2021

**Dr. R. L. Bishnoi (DIN: 00130335), has ceased as member of the Committee w.e.f. 07/05/2022.*

12. Stakeholders Relationship Committee

As on 01/04/2021 the Stakeholders Relationship Committee comprised Shri K. K. Soni-Chairman, Shri T. B. Gupta-Member and Shri R. K. Goswami -Member. During the year ended 31/03/2022, 3 (Three) meetings of the Committee were held on 12/11/2021, 15/12/2021 and 31/03/2022. There

was no change in constitution of the Committee during the year under review.

Details of meetings attended by the Directors in the relevant period are as below:

S. No.	Name of the Director	Whether Chairman/ Member	No. of Meetings attended during F.Y. 2021-2022 and dates	
1	Shri K. K. Soni	Chairman	3	12/11/2021
				15/12/2021
				31/03/2022
2	Shri T. B. Gupta	Member	3	12/11/2021
				15/12/2021
				31/03/2022
3	Shri R. K. Goswami	Member	3	12/11/2021
				15/12/2021
				31/03/2022

There was no complaint pending as at end of year under review.

13. Corporate Social Responsibility Committee

The Company is not required to comply with provisions relating to corporate social responsibility since it does not meet the criteria of applicability of provisions of Section 135 of the Companies Act, 2013.

14. Evaluation of Board/Committees/Individual Directors

The aim of the Board's evaluation is to assess the effectiveness of the Board's/Committee's processes, composition and arrangement in order to identify and realize any actions required to improve their effectiveness. The Companies Act, 2013 states that a formal annual evaluation needs to be carried out by the Board or Nomination and Remuneration committee or external agency of the Board's performance and that of its Committees and individual directors. As per the provisions of Section 178 of the Companies Act, 2013, the Nomination and Remuneration Committee is required to prescribe the manner for effective evaluation of performance of Board, its Committees and individual directors so that the evaluation can be carried out by the Board or the said Committee or an external agency appointed for this purpose. Further, Section 134 read with Schedule IV of the Companies Act, 2013 states that the performance evaluation of Independent Directors shall be carried out by the entire Board of Directors, excluding the director being evaluated. Independent Directors at its meeting carry out annually, the evaluation of Non-Independent Directors and the Chairman.

Board conducts on an annual basis an evaluation of the performance of the directors as to whether each director has sufficient time to discharge his/her responsibilities, taking into consideration multiple Board representations and other principal commitments.

The Board through its Nomination and Remuneration Committee has laid down the evaluation criteria for the performance of executive/ non-executive/independent directors through a peer-evaluation mechanism.

The evaluation process comprises:

- Board, Committee and management information and other relevant documentation.
- Discussions with all Board members, Committee members focusing on aspects of the Board's and Committee's composition, strategy, risk and controls, decision-making, roles and performance of the Chairman, independent directors, executive directors and other non-executive directors.

Pursuant to provisions of the Companies Act, 2013 and applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board in its meeting held on 30/05/2022 has carried out the evaluation of its own performance and that of the Board Committees viz. Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee besides Individual Directors.

The evaluation has concluded that the Board and its Committees are overall effective and that all concerned are fully committed to their tasks to ensure healthy corporate governance.

A separate exercise to review the performance of Non-Independent Directors and the Chairman was carried out by Independent Directors in their meeting held on 28/03/2022 besides other matters. Their conclusion on all issues discussed was satisfactory.

15. Independent Directors

The Independent Directors of your Company have complied with the relevant provisions of the law relating to their appointment and they continue to comply with the provisions of the Companies Act, 2013 and the listing regulations. In terms of the provisions of sub-section (6) of Section 149 of the Act and Regulation 16 of the Listing Regulations, the Company has received declarations from all the Independent Directors of the Company stating that they continue to meet with the criteria of independence as provided in the Act and the Listing Regulations. Further, all the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, and reimbursement of expenses, if any, incurred by them for the purpose of attending meetings of the Company.

During the year ended 31/03/2022, 1 (One) meeting of Independent Directors was held on 28/03/2022.

Details of meeting of Independent Directors attended by the Independent Directors in the relevant period are as below:

S. No.	Name of the Director	Whether Chairman / Member	No. of Meeting(s) attended during F.Y. 2021 -2022 and dates	
1	Shri Priya Brat	Chairman	1	28/03/2022
2	Shri R. K. Goswami	Member	1	28/03/2022
3	Dr. R. L. Bishnoi*	Member	1	28/03/2022

**Dr. R. L. Bishnoi has resigned from the directorship of the Company w.e.f. 07/05/2022.*

16. Evaluation and Training of Directors/Independent Directors

Given the experience and qualifications of the Board members, the Board has not considered it necessary to engage external persons to facilitate the evaluation process as they themselves are accustomed to having their performance regularly evaluated. However, regular updates relating to regulatory, and industry's performance are provided to members of Board, besides any other aspect relevant to business of the Company. The Board also exercises an oversight of the training of Board /Committee members.

The directors are thus kept abreast of requisite information about business activities of the Company and risks involved therein to enable them to discharge their responsibilities in the best possible manner. Further, at the time of appointment, the Company issues a formal appointment letter outlining his/her role, duties and responsibilities as an Independent Director. The format of the letter of appointment is available on Company's website.

17. Directors Responsibility Statement

Pursuant to the provisions of Section 134(3)(c) of the Companies Act, 2013, the Directors hereby confirm:

a. That in the preparation of the Annual Accounts for the financial year ended 31st March, 2022, the applicable accounting standards have been followed, along with proper explanation relating to material departures;

b. That they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;

c. That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and

d. That they have prepared the Annual Accounts for the financial year ended 31st March, 2022 on a 'going concern' basis;

e. That Internal Financial controls are adequate and operating effectively;

f. That the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Disclosure relating to ratio of the remuneration of each director to the median employee's remuneration is attached as **Annexure-B.**

18. Policies

The Nomination and Remuneration policy of the Company can be accessed at www.sael.co.in. This policy amongst others lays down eligibility and procedure for selection and appointment of Directors and key managerial persons besides criteria for remuneration thereof. There were no changes in the said policy during the year under review.

The other policies approved by the Board to facilitate operations and achieving optimal performance can be accessed at **www.sael.co.in**

The combination of policies and procedures adequately addresses the risk associated with your Company's business.

19. Vigil Mechanism

Section 177 of the Companies Act, 2013 requires every listed company to establish a vigil mechanism for the directors and employees to report genuine concerns in such manner as may be prescribed. The Company has adopted the policy for implementing Vigil Mechanism.

Vigil (whistle blower) mechanism provides a channel to the employees and directors to report to the management concerns about unethical behaviour, actual or suspected fraud or violation of the code of conduct or policy. The mechanism provides for adequate safeguards against victimization of directors and employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases.

This policy applies to all directors and employees of the Company. All directors and employees of the Company are eligible to make disclosures under this Policy in relation to matters concerning the Company.

20. Anti-sexual harassment mechanism

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. All women employees inter alia permanent, contractual, temporary, trainees are covered under this policy.

The Internal Complaints Committee is headed by woman Director on the Board. There were no complaints received from any employee during the year under review and no complaints were pending as on 31/03/2022.

21. Auditors

Statutory Auditors

The Members of the Company had appointed M/s. Agiwal & Associates-Chartered Accountants, (FRN: 000181N) as Statutory Auditors, in the 28th Annual General Meeting ("AGM") held on 21/09/2017 for a period of 5 years i.e. upto conclusion of 33rd Annual General Meeting of the Company. In the 29th Annual General Meeting held on 15/09/2018 the members had also authorised the Board to fix the remuneration of Auditors for the remaining tenure. The first term of Statutory Auditors will end at the conclusion of ensuing AGM and being eligible, they have given their consent and eligibility certificate for appointment as Statutory Auditors for 2nd terms of 5 years. Your Board concurring with recommendation of Audit Committee, recommends appointment of M/s. Agiwal & Associates-Chartered Accountants, (FRN: 000181N) as Statutory Auditors of the Company for the 2nd terms of 5 years. The Board may also be authorised to fix their remuneration as may be mutually agreed between the Board and the Statutory Auditors from time to time.

Internal Auditors

Pursuant to the provisions of Section 138 of the Companies Act, 2013, the Board of Directors, on the recommendation of Audit Committee in its meeting held on 30/05/2022, has re-appointed M/s S. Bansal & Associates, Chartered Accountants, (FRN:002498N) as Internal Auditors of the Company for the Financial Year 2022-23.

Cost Auditor

The provisions relating to maintenance of cost records and Audit thereof are not applicable to your Company.

22. Auditor's Report

The observations made by the Statutory Auditors in their report have been adequately dealt with in the relevant notes on accounts and need no further comments from the Directors. There is no adverse remark in the report of Statutory Auditor requiring comments from Directors.

The report of Secretarial Auditors is enclosed as **Annexure-C** and no adverse comment or observation has been made by Secretarial Auditors in the report requiring comments from Directors.

23. Listing

The shares of the Company (Scrip Code-526477) are listed at the BSE Ltd., Mumbai only. The Company has paid the annual listing fees for the financial year 2022-23 to the said Stock Exchange and also paid Annual Custody Fees for the financial year 2022-23 to both depositories viz. NSDL and CDSL.

24. Deposits

The Company has not accepted any deposits from public or members during the year under review and as such, no amount on account of principal or interest on deposits from public or members was outstanding as on the date of the balance sheet.

25. Green Initiative in Corporate Governance:

As a continuing endeavor towards the Go Green Initiative, the Company has been sending documents like the notice calling the general meeting, audited financial statements, directors' report, auditors' report etc. in electronic form, to the email addresses provided by the members directly or made available to us by the depositories, besides regular correspondence. The electronic mode is both economical and speedier compared to physical documents. Members who hold shares in physical form are, therefore, requested to get their e-mail addresses registered and intimate any change in such e-mail ID so registered to the Company or its Registrar & Share Transfer Agents- RCMC Share Registry Pvt. Ltd. In respect of electronic holdings, members are requested to register their e-mail addresses with the depository through their concerned depository participants. Even after registration of e-mail ID, members are entitled to be furnished, free of cost, a printed copy of the annual report of the Company, upon receipt of a requisition from them.

26. Subsidiary/Associate Companies

The Company had acquired 2261 equity shares of Chai Thela

Pvt. Ltd. ('CTPL') in the year 2020-21. It acquired 5098 equity shares of CTPL on 23/08/2021. The Company had completed acquisition of 7359 equity Shares constituting 60.34% stake in CTPL on 23/08/2021 in accordance with the approval accorded by the Board on 18/03/2021. Accordingly, from 23/08/2021 the CTPL became subsidiary of the Company.

The consolidated financial results include the audited financial results for the year ended 31/03/2022 of the CTPL. For information pursuant to Section 129(3) of the Companies Act, 2013 for the financial year ended 31/03/2022 in respect of the subsidiary/associate companies, please refer to note no. 33.20A of Consolidated Annual Accounts of the Company for the year under review.

27. Statutory Information

a. The information as required under Section 134(3)(m) of the Companies Act, 2013 read with rules thereunder, with respect to Conservation of Energy and Technology Absorption is enclosed as **Annexure -D** and forms part of this report.

b. There was no proposal during the year under review for buy back of shares by the Company.

c. Your Company has not made any investment or provided any loan or guarantee exceeding the limits under Section 186 of the Act, nor has it issued equity shares with differential voting rights or has any scheme of stock options for its employees. Hence, no disclosure is required.

d. Your company has not approved any scheme relating to provision of money to be held in a trust for the benefit of employees in terms of Section 67(3)(b) of the Companies Act, 2013. Further, the Company has not issued any equity shares with differential voting rights or under ESOP in terms of sections 43(a) and 62(1)(b) of the Companies Act, 2013.

e. No revision of financial statements or Board's Report has been made in terms of Section 131(1) of the Companies Act, 2013. Further, there were no material changes or commitments affecting financial position of the Company occurred between the year under review and date of this report.

f. No material orders were passed during the year under review impacting the going concern of the status and operations of the Company. Further, there was no one time settlement with Bank/ Financial Institutions during the year under review.

g. There was no change in the name or nature of business of your Company during the year under review. No Independent Director was appointed by a special resolution during the year under review.

h. Your Company has shifted its Corporate Office from 13, Sant Nagar, East of Kailash New Delhi to Plot no. 90, Okhla Industrial Estate, Phase III, New Delhi-110020 w.e.f. 12/11/2021.

i. The books of accounts of the Company and other relevant papers have been kept and maintained at the corporate office of the Company in the building at Plot No. 90, Okhla Industrial Estate, Phase-III, New Delhi-110020 instead of registered office of the Company at Kanpur.

j. BSE Ltd. had imposed a penalty of Rs. 1,71,100/- on the Company due to delay in submission of consolidated cash flow for quarter ended 30/09/2021 and the same had been paid by the Company on 23/03/2022.

k. Neither any application has been made nor any proceeding is pending under Insolvency and Bankruptcy Code, 2016 during the year under review. Further no loan from Bank or financial institution was obtained in the said period and therefore, the provision relating to disclosure of variation in valuation in terms Rule 8 (5) (XII) of Companies (Accounts) Rules, 2014 is not applicable for the period under review.

l. The Auditors have not reported any fraud in terms of section 143(2) of the Companies Act, 2013 for the period under review.

m. In the annual financial statements for the year under review, the disclosures on those items where value for the year under review and corresponding previous year was Nil had been dispensed with, though required to be disclosed under applicable regulations.

28. Consolidated Financial Statements

In compliance with Section 129(3) of the Companies Act, 2013, the consolidated financial statements in accordance with the prescribed accounting standards are annexed to the audited annual accounts for the year under review.

29. Acknowledgement

Your Directors wish to express their sincere appreciation and gratitude to the Company's bankers, Kanpur Nagar Mahapalika and all associates of the Company including the clients of trading business for their valuable cooperation and continued support. They are also thankful to you for the trust you have reposed in the Board.

For and on behalf of the Board of Directors

Date: 30/05/2022	T. B. Gupta	M. P. Mehrotra
Place: New Delhi	Managing Director	Director
	DIN: 00106181	DIN: 00016768

Annexure A

Form AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto:

1. Details of contracts or arrangements or transactions not at arm's length basis:

   There were no contracts or arrangements, or transactions entered into during the year ended March 31, 2022, which were not at arm's length basis with related parties.

2. Details of material contracts or arrangement or transactions at arm's length basis.

   In terms of approval accorded by board in its 135th Board Meeting held on 18/03/2021, the Company had bought the remaining 5,098 equity shares of Chai- Thela Pvt. Ltd. ('CTPL'), its Subsidiary Company during the period under review. The transaction had taken place in following manner:

   5,098 equity shares on 23/08/2021 for Rs. 19,98,416/- at Rs 392/- per share.
   2,261 equity shares were acquired in the Financial year 2020-2021.

For and on behalf of the Board of Directors

Date: 30/05/2022	T. B. Gupta	M. P. Mehrotra
Place: New Delhi	Managing Director	Director
	DIN: 00106181	DIN: 00016768

Annexure B

The information required under section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

1 The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2021-2022 and percentage increase in remuneration of each Director:

Sl. No	Name of the Directors	Designation	% increase of remuneration in 2022 as compared to 2021	Ratio to the median remuneration for the year 2021-2022
1	Shri Priya Brat	Non-Executive Independent Director	0.00%	1.19:1
2	Shri R. K. Goswami	Non-Executive Independent Director	0.00%	1.22:1
3	Shri M. P. Mehrotra	Non-Executive non-Independent Director	0.00%	0.43:1
4	Dr. (Mrs) Neeraj Arora	Non-Executive non-Independent Director	0.00%	0.59:1
5	Shri T. B. Gupta	Managing Director - Vice Chairman	0.00%	5.18:1
6	Shri K. K. Soni	Non-Executive non-Independent Director	0.00%	0.00
7	Shri Anupam Mehrotra	Whole time director	0.00%	6.04:1
8	Dr. R. L. Bishnoi*	Non-Executive Independent Director	0.00%	1.19:1

The Non-Executive Independent Directors of the Company are entitled for sitting fee and reimbursement of expenses for attending meetings and the same are within the prescribed limits as per statutory provisions. There was no change in sitting fee of the Non-Executive Directors or remuneration to Executive Director during the FY 2021-2022. Hence, there was no increase in remuneration. The sitting fee received by Non Executive Directors depends on meetings attended by them during the year and the variation vis-a-vis previous year's figures has not been construed as increase in remuneration.

* Dr. R. L. Bishnoi resigned from the directorship of the Company w.e.f. 07.05.2022.

2 The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year 2020-2021:

Sl. No	Name	Designation	% increase of remuneration in 2022 as compared to 2021 *
1	Mr. Ramesh C. Pandey	Company Secretary	0.00%
2	Mr. S. C. Jain*	CFO	Not Comparable

* % increase does not include payment made towards leave encashment, payment of post arrears and perquisites yet to be claimed after the date of balance sheet pertaining to financial year.

* Appointed as CFO w.e.f. 15/02/2021

3. The percentage increase in the median remuneration of employees in the financial year 2021-2022:

The median remuneration of employees in the financial year 2021-2022 increased by about 10% compared to previous year.

4. The number of permanent employees on the rolls of company:

16 (Eighteen)

5 Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration

The average increase in percentile of salaries of employees other than the managerial personnel in 2021-2022 was Nil

Average Percentile increase in the managerial remuneration for the year was Nil.

6. Affirmation that the remuneration is as per the remuneration policy of the company:

The remuneration is as per the Remuneration policy of the Company.

7. Top 10 employees in terms of remuneration drawn in the financial year 2020-2021:

S. No.	Name/Designation of employee	Remuneration received (Rs.)	Nature of employment, whether contractual or otherwise	Qualification and experience of the employee	Date of commencement of employment	Age of such employee (Years)	Last employment held by such employee before joining the company	Percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub rule (2)	Whether any such employee is a relative of any director or manager of the company and if so name of such director or manager
1	T. B. Gupta - Managing Director	4,80,000.00	Contractual	M. Tech. (Elec.) IIT (Kharagpur) 55 Years	30/01/2006	82	VLS Finance Limited	---	---
2	Anupam Mehrotra- Whole Time Director	5,59,704.00	Contractual	Diploma in Electronics & Communication, B. Com. (Final) from Kanpur University	13-11-2019	57	Jama Corporation Pvt. Ltd.	---	---
3	M. S. Siddiqui - A. G. M.	3,88,000.00	Permanent	B.A. Part-1 45 Years	01-01-1992	70	Gaurav Overseas Export Pvt. Ltd.	---	---
4	Vijay Kumar Agarwal - Manager	2,29,000.00	Permanent	Intermediate 32 years	01-01-1994	58	Self Employed	---	---
5	Rajesh Gupta - Manager	2,09,800.00	Permanent	M. Com 29 years	01-10-1991	55	Self Employed	---	---
6	Inderjeet Singh - Ride Operator	1,06,232.00	Permanent	8th Pass 31 years	01-07-1994	50	Self Employed	---	---
7	Manoj Dixit - Cashier	1,01,800.00	Permanent	B.A 27 years	01-05-2001	50	Self Employed	---	---
8	Anant Ram - Security Guard	99,400.00	Permanent	B.A. 21 Years	01-05-2010	49	Self Employed	---	---
9	Ram Naresh Savita - Booking Clerk	85,800.00	Permanent	10th Pass 27 Years	16/01/1995	52	Self employed	---	---
10	Mani Ram- Sweeper	85,800.00	Permanent	5th Pass 20 Years	01/05/2019	41	Self employed	---	---

There was no employee during the year drawing remuneration in terms of Rule 2(iii) of Companies (Appointment and Remuneration) Rules 2014.

For and on behalf of the Board of Director

Place: New Delhi
30-05-2022

T. B. Gupta
Managing Director
DIN:00106181

M. P. Mehrotra
Director
DIN: 00016768

Annexure-C

SECRETARIAL AUDIT REPORT
For the financial year ended 31st March, 2022
Form MR-3

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
South Asian Enterprises Limited,
Corp. Office: 2nd Floor, 13, Sant Nagar,
East of Kailash, New Delhi-110065.

I have conducted the secretarial audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by **South Asian Enterprises Limited** (hereinafter called "the Company"). Secretarial audit was conducted in a manner that provided me with a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by it and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2022** complied with the statutory provisions listed hereunder and also that the Company had proper Board processes and compliance-mechanisms in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable during the year under review).

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable during the year under review.)

(d) The Securities and Exchange Board of India (Share Based Employees Benefits) Regulations) 2014; (Not applicable during the year under review.)

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable during the year under review.)

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(Not applicable during the year under review.)

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable during the year under review.)

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable during the financial year under review)

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(j) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018;

(vi) The Company had properly complied the other laws viz. Income tax Act 1961, Prevention of Money Laundering Act, 2002 and rules made thereunder, other applicable tax laws, labour laws, local revenues laws, Insurance Act, The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, Air (Prevention and Control of Pollution) Act, 1981 and rules made thereunder, Water (Prevention and Control of Pollution) Act, 1974 and rules made thereunder, Environment (Protection) Act, 1986, local revenue laws, etc. as applicable to it.

I have also examined compliance with the applicable clauses of the following:

i) Secretarial Standards issued by The Institute of Company Secretaries of India,

ii) The Listing Agreement entered into by the Company with the BSE Limited under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015,

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above. The Company has been filing requisite forms and returns with Registrar of Companies in time regularly during the year under review. Further no action was initiated against the listed entity/ its promoters/ directors/subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) or Registrar of Companies under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder except as below:

- Fine of Rs.1,71,100/- (Rupees One Lakh Seventy One Thousand One Hundred Only) including GST was levied by BSE Ltd. for violation of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for delayed disclosure of Consolidated Cash Flow Statement for quarter ended September, 2021.

  The fine of Rs.1,71,100/- (Rupees One Lakh Seventy One Thousand One Hundred Only) was paid by the Company on 23/03/2022 through NEFT to BSE Ltd.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notices are given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance except when meeting was called at shorter notice and duly recorded so. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. All decisions were passed unanimously and were properly recorded as part of the minutes.

I further report that based on review of compliance mechanism established by the Company and on the basis of compliance certificate issued inter-alia by Company Secretary which was taken on record by Board of Directors, I am of the opinion that there are adequate systems and processes in the Company are commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. The provisions relating to Corporate Social Responsibility (CSR) were not applicable to the Company during the year under review.

I further report that during the audit period, the Company has not taken any action having major bearing on affairs of the Company pursuant to above referred laws.

(Pooja Nichani)
Practicing Company Secretary
ACS No.:20092
C P No.:11351
Place: New Delhi
Date: 03/05/2022
UDIN: A020092D000263830

This report is to be read with my letter of even date which is annexed as' **Annexure 1'** and forms an integral part of this report.

Annexure 1

To,

The Members,
South Asian Enterprises Limited,
Corp. Office: 2nd Floor, 13, Sant Nagar,
East of Kailash, New Delhi-110065.

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

(Pooja Nichani)
Practicing Company Secretary
ACS No.:20092
C P No.:11351
Place: New Delhi
Date: 03/05/2022
UDIN: A020092D000263830

Annexure-D

Annexure to Directors' Report

Information as per Section 134(3)(m) of the Companies Act, 2013 read with Rules, and forming part of Directors' Report for the year ended 31st March 2022.

Conservation of Energy

a)	Energy conservation measure taken	:	Nil
b)	Proposals under implementation for reduction in consumption of energy	:	Nil
c)	Capital investment on energy conservation equipments	:	NIL

Technology Absorption

a)	Research and development	:	Nil
b)	Technology absorption, adoption and innovation	:	Nil

Foreign Exchange Earnings and Outgo

a)	Foreign Exchange Earned	:	Nil
b)	Foreign Exchange Used	:	Rs.0.38 Lakhs

or and on behalf of the Board of Directors

Date: 30/05/2022	T. B. Gupta	M. P. Mehrotra
Place: New Delhi	Managing Director	Director
	DIN: 00106181	DIN: 00016768

INDEPENDENT AUDITOR'S REPORT

To the Members of South Asian Enterprises Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **South Asian Enterprises Limited** (the "Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone 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 standalone financial statements.

Emphasis of Matter

We draw attention to Note No. 33.15 of the financial statements which describes the impact of economic and social consequences of the CoVID-19 pandemic on the Company's business and financial metrics, which continues to be dependent on uncertain future developments. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have nothing to report under this paragraph.

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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements, standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Management's Responsibilities for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 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 standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
   c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
   d) In our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
   e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 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 these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;
   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section of 197(16) of the Act, as amended;

      In our opinion and best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors for the year ended March 31, 2022 is in accordance with the provisions of section 197 read with Schedule V to the Act;
   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company does not have any pending litigations which would impact its financial position;
      ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
      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 its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("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 its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

         c) Based on such audit procedures performed 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 (a) and (b) contain any material misstatement.
      v. No dividend has been declared or paid during the year by the Company.

For **Agiwal & Associates**
Chartered Accountants
ICAI Firm Registration Number: 000181N

CA P.C. Agiwal
Partner
Membership Number: 080475
UDIN: **22080475AKERPW6627**

Place: Delhi
Date: May 30, 2022

Annexure '1' to the Independent Auditor's Report

(Referred to in paragraph 1 of "Report on Other Legal and Regulatory Requirements" of our report to the Member of South Asian Enterprises Limited of even date)

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. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
   (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

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

   (b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

   (c) all immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

   (d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use-assets) and intangible assets during the year ended March 31, 2022.

   (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not Applicable.

   (b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

iii. The Company has made investment in, companies, firms, Limited Liability Partnerships and granted unsecured loans to other parties, during the year, in respect of which:
   (a) The Company has provided loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year. The details of which are as under:

A) To Subsidiaries, Joint Ventures & Associates:

During the Year (Amount in INR)	As at 31 March, 2022 (Amount in INR)	Name	Nature
98,39,215/-	2,66,74,307/-	Chai Thela Private Limited	Loan to Subsidiary Company

(b) In our opinion, the investment made and the terms and conditions of grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.

(c) In respect of loan granted by the Company to its subsidiary company, the schedule of repayment of principal and payment of interest has been stipulated and repayment or receipts are regular as per stipulated schedule.

(d) In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 with respect to the loans, investment, guarantees and security provided by it, as applicable.

v. The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.

vii. In respect of statutory dues:

a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

b) There are no dues of goods and services tax, provident fund, employees' state insurance, income tax, sales-tax, service tax, value added tax, cess, goods and service tax and other statutory dues which have not been deposited on account of any dispute.

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

ix. a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.

b) The Company has not been declared willful 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 outstanding term loans at the beginning of the year and hence, reporting under clause 3(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) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

x. a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(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 3(x)(b) of the Order is not applicable.

xi. a) No frauds by the Company and no fraud on the Company has been noticed or reported during the year.

b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a), (b) and (c) of the Order is not applicable to the Company.

xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable 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 for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

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

xvi. a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b), and (c) of the Order is not applicable.

b) In our opinion, there is no core investment company with in the group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under 3(xvi)(d) of the Order is not applicable.

xvii. The Company has incurred cash losses of Rs. 32,06,364/- during the financial year covered under our audit and cash losses of Rs. 6,27,097/- in the immediately preceding the 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 realisation 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. As per our information and explanation given, the company does not fall under the criteria of Section 135 of Companies Act, 2013 for CSR activities. Hence, this clause of report is not applicable to the company.

For **Agiwal & Associates**
Chartered Accountants
ICAI Firm Registration Number: 000181N

CA P.C. Agiwal
Partner
Membership Number: 080475
UDIN: **22080475AKERPW6627**

Place: Delhi
Date: May 30, 2022

Annexure '2' to the Independent Auditor's Report

(Referred to in paragraph 2(f) under the heading "Report on other legal and regulatory requirements" of our report to the Members of South Asian Enterprises Limited of even date)

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

We have audited the internal financial controls over financial reporting of **South Asian Enterprises Limited** ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone 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 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls over these Financial Reporting

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements 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 to us, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For **Agiwal & Associates**
Chartered Accountants
ICAI Firm Registration Number: 000181N

CA P.C. Agiwal
Partner
Membership Number: 080475
UDIN: **22080475AKERPW6627**

Place: Delhi
Date: May 30, 2022

Standalone Balance Sheet as at 31st March, 2022

(₹ in lakhs)

S. No.	Particulars	Note No.	As at 31st March 2022	As at 31st March 2021
	ASSETS			
(1)	**Non-Current Assets**			
	(a) Property, Plant and Equipment	3	11.08	5.60
	(b) Right of Use Asset	3a	-	-
	(C) Other Intangible assets	3b	-	-
	(d) Capital work-in-progress		-	-
	(e) Investment in property (leasehold)		-	-
	(f) Financial Assets			
	(i) Loans	4	267.39	125.72
	(ii) Investment	5	37.46	17.48
	(iii) Other financial assets	6	0.13	0.13
	(g) Deferred tax asset (Net)	7	3.30	2.95
	(h) Other Non current Asset		-	-
			319.36	**151.88**
(2)	**Current Assets**			
	(a) Inventories	8	8.48	15.37
	(b) Financial Assets			
	(i) Loan	9	-	-
	(ii) Trade Receivable	10	4.21	28.21
	(iii) Cash and cash equivalents	11	2.92	82.24
	(iv) Bank balances other than (iii) above	11a	347.03	442.75
	(v) Other Financial assets	12	0.35	-
	(c) Current Tax Assets (Net)	13	3.46	4.11
	(d) Other current assets	14	12.73	7.66
			379.18	**580.34**
	Total Assets		**698.54**	**732.22**
	EQUITY AND LIABILITIES			
	Equity			
	(a) Equity Share capital	15	399.91	399.91
	(b) Other Equity	16	275.30	309.73
			675.21	**709.64**
	LIABILITIES			
(1)	**Non-Current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	17	-	-
	(ii) Lease Liability	17a	-	-
	(iii) Other financial liabilities		-	-
	(b) Provisions	18	0.77	1.05
	(c) Other non-current liabilities		-	-
			0.77	**1.05**
(2)	**Current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	19	0.06	-
	(ii) Lease Liability	20	-	-
	(iii) Trade payables			
	i) Due to micro enterprises and small enterprises		-	-
	ii) Due to other	21	3.05	3.48
	(b) Other financial liabilities	22	11.37	11.42
	(c) Other current liabilities	23	6.22	4.46
	(d) Provisions	24	1.86	2.17
	(e) Current Tax Liabilities (Net)		-	-
			22.56	**21.53**
	Total Equity and Liabilities		**698.54**	**732.22**

Significant Accounting Policies and Notes forming part of accounts
The notes referred to above are an integral part of these financial statements
As per our report of even date

For Agiwal & Associates
(F.R.N.000181N)
Chartered Accountants

P.C.Agiwal
Partner
Membership No. 080475

Place : New Delhi
Date: 30/05/2022

For and on behalf of the Board

T. B. Gupta
Managing Director
DIN: 00106181

M. P. Mehrotra
Director
DIN: 00016768

R. C. Pandey
Company Secretary
PAN: AJRPP6072H

S. C. Jain
Chief Financial Officer
PAN: AANPJ7826N

Statement of Standalone Profit and Loss for the year ended 31st March, 2022

(₹ in lakhs)

S. No.	Particulars	Note No.	For the year ended 31st March 2022	For the year ended 31st March 2021
I	Revenue From Operations	25	14.23	70.61
II	Other Income	26	36.58	35.05
III	Total Income (I+II)		**50.81**	**105.66**
IV	**EXPENSES**			
	Purchase of Stock-in-Trade		4.71	24.50
	Changes in Inventories of Stock-in-Trade	27	6.89	5.12
	Employee benefits expense	28	28.31	31.73
	Finance costs	29	0.15	0.52
	Depreciation and amortization expense		1.08	6.36
	Other expenses	30	42.82	50.08
	Total expenses (IV)		**83.96**	**118.31**
V	Profit/(loss) before exceptional items and tax (I- IV)		(33.15)	(12.65)
VI	Exceptional Items		-	-
VII	Profit/(loss) before tax (V-VI)		(33.15)	(12.65)
VIII	Tax expense:	32		
	(1) Current tax		-	-
	(2) Tax adjustment for earlier Year		-	-
	(2) Deferred tax		0.09	(1.56)
IX	Profit/(Loss) for the period (VII-VIII)		(33.24)	(11.09)
X	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss			
	Gain / (Loss) arsing on Defined Employee Benefits		(1.65)	(1.15)
	Gain / (Loss) arsing on fair valution of Investment		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		0.43	(0.30)
XI	Other comprehensive income / (loss) (i+ii)		(1.22)	(1.44)
XII	Total Comprehensive Income for the period (IX+XI) (Comprising Profit (Loss) and Other Comprehensive Income for the period)		(34.46)	(12.54)
XIII	Earnings per equity share	31		
	(1) Basic		(0.83)	(0.28)
	(2) Diluted		(0.83)	(0.28)

Significant Accounting Policies and Notes forming part of accounts
The notes referred to above are an integral part of these financial statements
As per our report of even date

For Agiwal & Associates
(F.R.N.000181N)
Chartered Accountants

P.C.Agiwal
Partner
Membership No. 080475

Place : New Delhi
Date: 30/05/2022

For and on behalf of the Board

T. B. Gupta
Managing Director
DIN: 00106181

M. P. Mehrotra
Director
DIN: 00016768

R. C. Pandey
Company Secretary
PAN: AJRPP6072H

S. C. Jain
Chief Financial Officer
PAN: AANPJ7826N

Standalone Statement of Cash Flow for the year ended 31st March, 2022

(₹ in lakhs)

	Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
A.	**Cash Flow from Operating Activities**		
	Profit/(loss) before tax	(33.15)	(12.63)
	Adjustments for:-		
	Dividend Income	(0.00)	-
	Depreciation	1.08	6.36
	Gain / (Loss) arsing on Defined Employee Benefits	(1.65)	(1.15)
	Interest Income	(34.49)	(33.75)
	Finance Cost	0.15	0.52
	Operating Profit before Working Capital Changes	**(68.06)**	**(40.65)**
	Movement in working capital		
	Decrease/ (Increase) in Inventories	6.89	5.12
	Other financial assets	(0.35)	0.06
	Loan	(141.68)	(124.89)
	Trade Payable	(0.42)	(1.10)
	Trade Receivable	24.00	0.75
	Other financial liabilities	(0.06)	(2.38)
	Other current liabilities	1.77	(2.20)
	Provision for Employee Benefits	(0.59)	(0.12)
	Other current assets	(5.08)	(5.53)
	Cash Generated from Operations	**(183.58)**	**(170.94)**
	Tax paid (Net of Refund)	0.65	(0.16)
	Net Cash generate / (used in) Operating Activities	**(182.93)**	**(171.10)**
B.	**Cash Flow from Investing Activities**		
	Additions in Fixed Assets	(6.56)	(0.23)
	Sale of Investments	-	300.00
	Purchase of Investments	(19.99)	(8.86)
	Investment in property (leasehold)	-	-
	Calls-in -Arrears-by others	0.03	-
	Dividend Income	0.00	-
	Interest Received	34.49	33.75
	Investment in bank deposits (having original maturity for more than 3 months)	95.71	(155.29)
	Net Cash generate / (used in) Investing Activities	**103.68**	**169.37**
C.	**Cash Flow from Financing Activities**		
	Interest paid	(0.15)	(0.52)
	Financial Liabilities	0.06	-
	Financial Assets	-	-
	Net Cash generated/ (used in) Financing Activities	**(0.09)**	**(0.52)**
	Net increase/ (decrease) in Cash & Cash Equivalents	**(79.34)**	**(2.25)**
	Cash & Cash Equivalents at the beginning of the year	82.25	84.50
	Cash & Cash Equivalents at the end of the year	2.91	82.25

	Note:		
1	The above Cash Flow Statement has been prepared under the 'Indirect Method' set out in the Accounting Standard 3 "Cash Flow Statement" issued by the Institute of Chartered Accountants of India.		
2	Cash & Cash Equivalents		
	Cash on Hand	**0.33**	0.81
	Current Account	**2.59**	81.43
	Cash and Bank balances as per Note 11	**2.91**	82.25

As per our report of even date
Significant Accounting Policies and Notes forming part of accounts

As per our report of even date
For Agiwal & Associates
(F.R.N.000181N)
Chartered Accountants

P.C. Agiwal
Partner
Membership No. 080475

Place : New Delhi
Date: 30/05/2022

For and on behalf of the Board

T. B. Gupta
Managing Director
DIN: 00106181

M. P. Mehrotra
Director
DIN: 00016768

R. C. Pandey
Company Secretary
PAN: AJRPP6072H

S. C. Jain
Chief Financial Officer
PAN: AANPJ7826N

Statement of changes in equity for the year ended 31st March, 2022

A. Equity Share Capital

(1) Current reporting period **(₹ in lakhs)**

Balance as at 1st April, 2021	Changes in Equity Share Capital due to prior period errors	Restated Balance as at 1st April, 2021	Changes in equity share capital during the current year	Balance as at 31st March, 2022
399.91	-	399.91	0.01*	399.91

(2) Previous reporting period

Balance at 1st April, 2020	Changes in Equity Share Capital due to prior period errors	Restated Balance as at 1st April, 2020	Changes in equity share capital during the previous year	Balance as at 31st March, 2021
399.91	-	399.91	-	399.91

B. Other Equity

(1) Current reporting period **(₹ in lakhs)**

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Debt Instruments through Other Comprehensive Income	Fair Value Gain on Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange Differences on translating the financial statements of a foreign operation	Remeasurement of Defined Benefit Plans	Money Received against share warrants	Total
			Capital Reserve	Security Premium	Other Reserves (Specify nature)	Retained Earnings								
Balance as at 1st April, 2021	-	-	184.89	599.71	-	(291.01)	-	(182.51)	-	-	-	(1.35)	-	309.73
Changes in accounting policy/ prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance as at 1st April, 2021	-	-	**184.89**	**599.71**	-	**(291.01)**	-	**(182.51)**	-	-	-	**(1.35)**	-	**309.73**
Profit for the year	-	-	-	0.02	-	(33.23)	-	-	-	-	-	(1.22)	-	**(34.43)**
Other Comprehensive Income (net of tax)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total comprehensive income for the current year	-	-	-	**0.02**	-	**(33.23)**	-	-	-	-	-	**(1.22)**	-	**(34.43)**
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to/ from retained earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Any other change (to be specified)	-	-	-		-	-	-	-	-	-	-	-	-	-
Balance as at 31st March, 2022	-	-	**184.89**	**599.73**	-	**(324.24)**	-	**(182.51)**	-	-	-	**(2.57)**	-	**275.30**

(2) Previous reporting period **(₹ in lakhs)**

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Debt Instruments through Other Comprehensive Income	Fair Value Gain on Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange Differences on translating the financial statements of a foreign operation	Remeasurement of Defined Benefit Plans	Money Received against share warrants	Total
			Capital Reserve	Security Premium	Other Reserves (Specify nature)	Retained Earnings								
Balance as at 1st April, 2020	-	-	184.89	599.71	-	(279.85)	-	(182.51)	-	-	-	(1.44)	-	**320.80**
Changes in accounting policy/ prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Restated balance as at 1st April, 2020	**-**	**-**	**184.89**	**599.71**	**-**	**(279.85)**	**-**	**(182.51)**	**-**	**-**	**-**	**(1.44)**	**-**	**320.80**
Profit for the year	-	-	-	-	-	(11.16)	-	-	-	-	-	0.09	-	**(11.07)**
Other Comprehensive Income (net of tax)	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Total comprehensive income for the previous year	**-**	**-**	**-**	**-**	**-**	**(11.16)**	**-**	**-**	**-**	**-**	**-**	**0.09**	**-**	**(11.07)**
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Transfer to/ from retained earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Any other change (to be specified)	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Balance as at 31st March, 2021	**-**	**-**	**184.89**	**599.71**	**-**	**(291.01)**	**-**	**(182.51)**	**-**	**-**	**-**	**(1.35)**	**-**	**309.73**

*** Calls-in -Arrears received**

For Agiwal & Associates
(F.R.N.000181N)
Chartered Accountants

P.C. Agiwal
Partner
Membership No. 080475

Place : New Delhi
Date: 30/05/2022

For and on behalf of the Board

T. B. Gupta
Managing Director
DIN: 00106181

M. P. Mehrotra
Director
DIN: 00016768

R. C. Pandey
Company Secretary
PAN: AJRPP6072H

S. C. Jain
Chief Financial Officer
PAN: AANPJ7826N

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

1. Corporate Information

South Asian Enterprises Limited is a public limited company incorporated in 1991 and domiciled in India. The registered office of the Company is situated at K-Block, Kidwai Nagar, Kanpur (U.P.) The Company's shares are listed on the BSE Ltd. The Company is engaged to run amusement parks and other activities including trading in earthing and lightning protection systems.

2. Significant Accounting Policies

2.1 Statement of Compliance with Ind AS

The financial statements have been prepared in accordance with Ind AS prescribed under Section 133 of the Companies Act, 2013 ("Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) (Amendment) Rules, 2016.

All the Ind AS issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements are approved for issue by the Board of Directors has been considered in preparing these financial statements.

2.2 Basis of Preparation of Financial Statements

These financial statements are prepared on the accrual basis of accounting, under the historical cost convention except for the following:

i) Certain financial assets and financial liabilities measured at fair value; and

ii) Defined benefits plan - plan assets measured at fair value.

There is no change in the system of accounting as being consistently followed from earlier years unless otherwise stated

All assets and liabilities have been classified as current or non-current as per company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of operations and time between procurement of raw material and realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities

2.3 Use of Estimates

The preparation of the Financial Statements in conformity with Ind AS requires management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenditure during the period. Management believes that the estimates made in the preparation of the financial statements are prudent and reliable. Actual results might differ from the estimates. Difference between the actual results and estimates are recognized in the period in which results are known / materialized.

2.4 Property, plant and equipment (PPE) and Capital work-in-progress (CWIP)

The Company has elected to continue with carrying value of all Property, plant and equipment and Capital work-in-progress (CWIP).

The Property, plant and equipment were stated at their original cost (net of accumulated depreciation and impairment) adjusted by revaluation of certain assets.

The Property, plant and equipment (PPE) and Capital work-in-progress (CWIP) are stated at cost net of GST credit and/or at revalued price less accumulated depreciation and Accumulated Impairment.

Interest on borrowings used to finance the construction of qualifying assets are capitalized as part of the cost of the asset until such time that the asset is ready for its intended use.

Depreciation on Property, plant and equipment (PPE) is provided on written down value method as prescribed under Part C of Schedule II to the Companies Act, 2013. The additional depreciation, on increase in cost on account of revaluation, is transferred to Retained Earnings from Revaluation Reserve and is thus not charged to statement of Profit & Loss of the year.

Useful life of assets is considered on the basis of schedule-II of Companies Act 2013.

Subsequent costs are included in the asset's carrying amount only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably.

All other repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

Each item of PPE individually costing Rs.5,000/- or less is depreciated fully in the year of their put to use.

Depreciation/amortization on assets added, sold or discarded during the year is provided on pro-rata basis.

2.5 Intangible Assets (Computer Software)

Intangible assets expected to provide future enduring economic benefits are recorded at the consideration paid for acquisition of such assets and are carried at cost of acquisition less accumulated amortization and impairment, if any.

Intangible assets: Computer software is amortized over a period of four years.

2.6 Revenue Recognition and Expenses

(i) Effective April 1, 2018 the company adopted Ind AS 115, revenue from contracts with customer using the cumulative catch up transition method, applied to contracts that were not completed as of April 1, 2018. In accordance with the cumulative catch up transition method, the comparatives have not been retrospectively adjusted. Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services.

Arrangements with customers for services and goods are either on a fixed-price, fixed-timeframe or on a time-and-material basis.

Revenue on supply and service contracts are recognized as the related performance obligation is completed.

Revenue from fixed-price, fixed-timeframe contracts, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity.

Revenues in excess of invoicing are classified as contract assets (which we refer to as unbilled revenue) while invoicing in excess of revenues are classified as contract liabilities (which we refer to as unearned revenues).

(ii) Insurance claims have been accounted for on cash basis looking in to the uncertainty and its collection as per past practice.

(iii) Interest Income is accounted for on time proportionate basis.

2.7 Expenses

(i) All expenses are accounted for on accrual basis.

2.8 Inventory

a) Cost of inventory comprises of purchase price, cost of conversion and other cost that have been incurred in bringing the inventories to their respective present location and condition. Interest costs are not included in value of inventory.

Inventories are valued as under:

Finished Goods are carried at lower of cost or net realizable value. Cost of finished goods is determined following first in first out method.

Traded Goods are carried at lower of cost or net realizable value. Cost of traded goods is determined following first in first out method.

2.9 Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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.

The management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

External valuers are involved for valuation of significant assets, such as properties. Involvement of external valuers is decided by the management after discussion with and approval by the Company's management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.10 Financial instruments

Financial assets and financial liabilities are recognised in the Balance sheet when the Company becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. The financial assets include equity and debt securities, trade and other receivables, loans and advances, cash and bank balances and derivative financial instruments.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in the following categories:

1) At amortised cost,
2) At fair value through other comprehensive income (FVTOCI), and
3) At fair value through profit or loss (FVTPL).

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR.

Equity investments

All equity investments in the scope of Ind AS 109 are measured at fair value except in case of investment in subsidiary carried at deemed cost and associate carried at cost.

Equity instruments included within the FVTPL category, if any, are measured at fair value with all changes recognized in profit or loss. The Company may make an irrevocable election to present in OCI subsequent changes in the fair value.

The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. When the fair value has been determined based on level 3 inputs, the difference between the fair value at initial recognition and the transaction price is deferred and after initial recognition deferred difference is recognised as gain or loss to the extent it arises from change in input to valuation technique. If the Company decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in OCI.

There is no recycling of the amounts from OCI to profit or loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

De-recognition

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

2.11 Employees Benefits

(i) 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 are recognized as an expense as the related service is rendered by employees.

(ii) Post employment benefits

Defined contribution plans*:*

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 provident fund. The Company's contribution is recognized as an expense in the statement of profit and loss during the period in which employee renders the related service.

Defined benefit plan:

The Company's gratuity benefit scheme is a defined benefit plan. 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, and the fair value of any plan assets is deducted.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to 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 the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the balance sheet date.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

When the calculation results in a benefit to the Company, the recognized asset is limited to the net total of any unrecognized actuarial losses and past service costs and the present value of any future refunds from the plan or reductions in future contributions to the plan.

Actuarial gains and losses are recognized in the other comprehensive income

(ii) Long term employment benefits

The Company's net obligation in respect of long-term employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. The obligation is calculated using the projected unit credit method and is discounted to its present value and the fair value of any related assets is deducted. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the balance sheet date.

(iv) Compensated absences

The employees can carry-forward a portion of the unutilized accrued compensated absences and utilize it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

Short term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit & Loss for the year in which the related service is rendered.

(V) Estimation of Defined benefit obligations

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each financial year end. The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans, the actuary considers the interest rates of government bonds. The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

2.12 Borrowing Costs

Borrowing costs attributable to the qualifying assets are capitalized up to the period such assets are ready for the intended use and commenced commercial production. All other borrowing cost is charged to the Statement of Profit & Loss in the period in which they are incurred.

2.13 Foreign Currency Transactions and Translations

a) Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of transaction. Monetary items denominated in foreign currency at the year end are translated at year end rates.

b) Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

c) In respect of monetary items which are covered by forward exchange contracts, the difference between the year end and the rate on the date of contract is recognized as exchange difference and the premium on such forward contracts is recognized over the life of the forward contract.

d) The exchange differences arising on settlement/translation are recognized in the Statement of Profit and Loss.

2.14 Taxes on Income

(a) Current Tax

Tax on income for the current period is determined on the basis of taxable income computed in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which give future economic benefit in the form of adjustment to future income tax liability is considered as an asset to the extent there is convincing evidence that the company will pay normal income tax.

(b) Deferred Tax

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

Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of an asset or liability in a transaction (other than a business combination) affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets are recognised for the carry forward of unused tax losses and unused tax credit to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits 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 measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax liabilities are generally recognised on all taxable temporary differences.

2.15 Impairment of Non-financial Assets

(i) No financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

(ii) An impairment loss is recognised for the amount by which the assets' carrying amount exceeds its recoverable amount, costs of disposal and value in use.

(iii) For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash inflows from other assets or group of assets (cash generating units).

(iv) Non financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.16 Leases

Following Ind AS 17 till 31.03.2019, the assets acquired as leases where a significant portion of the risks and rewards of the ownership retained by the lessor are classified as operating leases. Lease rentals are charged to the Statement of Profit & Loss on accrual basis. With effect from 01.04.2019, the Ind AS 116 has been applied by the company.

2.17 Provisions, Contingent Liabilities and Contingent Assets

(i) Provision is recognized in respect of obligations where, based on the evidence available, their existence at the Balance Sheet date is considered probable.

(ii) Provision is recognized in the accounts in respect of present probable obligations, the amount of which can be reliably estimated.

(iii) Provisions are not recognised for future operating losses.

(iv) Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence is confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company.

(v) A contingent asset is not recognized in the financial statements.

(vi) Provisions and contingent liabilities are reviewed at each balance sheet date.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

2.18 Segment Reporting

Primary Segment

Based on the guiding principles given in the Ind AS-108 "Segment Reporting" issued by ICAI, the Company's segments are running of amusement parks and trading in earthing & lightning protection systems.

Revenue and expenses have been accounted for on the basis of their relationship to the operating activities of the respective segment.

Segment Identification

Business segments have been identified on the basis of the nature of products/ services, the risk return profile of individual business, the organizational structure and the internal reporting system of the company.

The operating segments are reported after taken into consideration of aggregation criteria and quantitative threshold as mentioned in Para 12 and 13 of Ind AS 108.

2.19 Earnings Per Share

Basic earnings per share is computed by dividing the profit/ (loss) after tax (including the post tax effect of extra ordinary items, if any) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit/ (loss) after tax (including the post tax effect of extra ordinary items, if any) by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares which could be issued on the conversion of all dilutive potential equity shares.

2.20 Cash and Cash Equivalents

Cash and cash equivalents in the Balance sheet comprise cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of changes in value.

For the purpose of the Cash Flow Statement, Cash and cash equivalents consist of Cash and cash equivalents, as defined above and net of outstanding book overdrafts as they are considered an integral part of the Company's cash management.

2.21 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payment and item of income or expenses associated with investing or financing flows. The cash flows operating, investing and financing activities of the company are segregated.

2.22 Investment Property:

An investment property shall be measured initially at its cost. Transaction costs shall be included in the initial measurement.

The cost of a purchased investment property comprises its purchase price and any directly attributable expenditure. Directly attributable expenditure includes, for example, professional fees for legal services, property transfer taxes and other transaction costs.

Cost model after initial recognition, an entity shall measure all of its investment properties in accordance with Ind AS 16's requirements for cost model, other than those that meet the criteria to be classified as held for sale (or are included in a disposal group that is classified as held for sale) in accordance with Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations. Investment properties that meet the criteria to be classified as held for sale (or are included in a disposal group that is classified as held for sale) shall be measured in accordance with Ind AS 105.

When measuring the fair value of investment property in accordance with Ind AS 113, an entity shall ensure that the fair value reflects, among other things, rental income from current leases and other assumptions that market participants would use when pricing investment property under current market conditions.

This Standard requires all entities to measure the fair value of investment property, for the purpose of disclosure even though they are required to follow the cost model. An entity is encouraged, but not required, to measure the fair value of investment property on the basis of a valuation by an independent valuer who holds a recognized and relevant professional qualification and has recent experience in the location and category of the investment property being value.

2.23 Estimated fair value of unlisted securities

The fair values of financial instruments that are not traded in an active market and cannot be measured based on quoted prices in active markets is determined using valuation techniques including the net assets value (NAV) model. The Group uses its judgment to select a variety of method / methods and make assumptions that are mainly based on market conditions existing at the end of each financial year. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

2.24 Insurance claims and liquidated damages

Insurance claims are accounted as and when admitted/settled. Subsequent changes in value, if any, are provided for.

2.25 Ind AS 116: Leases

Effective April 01, 2019, the Company has adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019 using the modified retrospective method. Accordingly, the Company recognizes right-of-use asset at the date of initial application. The right-of-use asset is measure equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognized in the balance sheet immediately before the date of initial application.

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

A lease that transfers substantially all the risks and rewards incidental to ownership to the lessee is classified as a finance lease. All other leases are classified as operating leases.

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception 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 less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. 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

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

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 leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight- line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately.

It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

Impact of Ind AS 116:

Ind AS 116 Leases was notified by MCA on 30th March 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17.

The Company has adopted the new standard on the required effective date using the modified retrospective method. Accordingly, the company has not restated comparative information, instead, the right-of-use asset is recognized at the date of initial application. The right-of-use asset is measure equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognized in the balance sheet immediately before the date of initial application.

NOTE - 3 : Fixed assets : Property, Plant and Equipment

(₹ in lakhs)

Description	Plant and Machinery	Building	Vehicle	Furniture & Fixtures	Furniture & Fixtures	Office Equipment	Computers	Total
Gross Carrying value as at April 1, 2020	183.46	85.79	5.69	1.50	6.66	8.47	2.79	294.36
Additions	-	-	-	-	-	0.23	-	0.23
Addition through business transfer	-	-	-	-	-	-	-	-
Deduction	-	-	-	-	-	-	-	-
Gross Carrying value as at March 31, 2021	**183.46**	**85.79**	**5.69**	**1.50**	**6.66**	**8.71**	**2.79**	**294.59**
Gross Carrying Value as at April 1, 2021	183.46	85.79	5.69	1.50	6.66	8.71	2.79	294.59
Additions	-	-	-	6.57	-	-	-	6.57
Addition through business transfer	-	-	-	-	-	-	-	-
Deduction	-	-	-	-	-	-	-	-
Gross Carrying value as at March 31, 2022	**183.46**	**85.79**	**5.69**	**8.07**	**6.66**	**8.71**	**2.79**	**301.16**
Accumulated Depreciation & Impairment								
Accumulated depreciation as at April 1, 2020	181.03	80.79	3.10	1.12	6.66	7.21	2.72	282.64
Depreciation for the year	1.03	2.21	2.59	0.05	-	0.43	0.05	6.36
Adjustments	-	-	-	-	-	-	-	-
Deduction	-	-	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2021	**182.07**	**83.00**	**5.69**	**1.17**	**6.66**	**7.65**	**2.77**	**289.00**
Accumulated depreciation as at April 1, 2021	182.07	83.00	5.69	1.17	6.66	7.65	2.77	289.00
Depreciation for the year	0.02	0.29	-	0.33	-	0.45	-	1.08
Adjustments	-	-	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2022	**182.08**	**83.29**	**5.69**	**1.50**	**6.66**	**8.10**	**2.77**	**290.08**
Net Carrying Value								
As at 31st March, 2021	1.39	2.79	-	0.33	-	1.06	0.02	5.60
As at 31st March, 2022	**1.37**	**2.51**	**-**	**6.58**	**-**	**0.61**	**0.02**	**11.08**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

NOTE - 3a

Right-of-use assets: **(₹ in lakhs)**

Description	**Right of Use Asset**	**Total**
Gross Carrying value as at April 1, 2020	5.69	5.69
Additions	-	-
Addition through business transfer	-	-
Deduction	-	-
Gross Carrying value as at March 31, 2021	**5.69**	**5.69**
Gross Carrying Value as at April 1, 2021	5.69	5.69
Additions	-	-
Addition through business transfer	-	-
Deduction	-	-
Gross Carrying value as at March 31, 2022	**5.69**	**5.69**
Accumulated Depreciation & Impairment		
Accumulated depreciation as at April 1, 2020	3.10	3.10
Depreciation for the year	2.59	2.59
Adjustments	-	-
Deduction	-	-
Accumulated depreciation as at March 31, 2021	**5.69**	**5.69**
Accumulated depreciation as at April 1, 2021	5.69	5.69
Depreciation for the year	-	-
Adjustments	-	-
Accumulated depreciation as at March 31, 2022	**5.69**	**5.69**
Net Carrying Value		
As at 31st March, 2021	-	-
As at 31st March, 2022	**-**	**-**

(₹ in lakhs)

PARTICULARS	**As at 31st March 2022**	**As at 31st March 2021**
Note - 4 Loan		
Unsecured		
Considered Good		
Inter-Corporate Loan to Subsidary	266.74	125.07
Security Deposit (MCK)	0.40	0.40
Security Deposit for Telephone	0.05	0.05
Security Deposit KESCO (KNP)	0.20	0.20
Total	**267.39**	**125.72**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 *(Contd...)*

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021
NOTE - 5 Investment		
A - Non current -Fully paid up		
Investment in equit instruments - subsidary		
Unquoted - (At Cost)		
7,359 Equity Shares (P.Y.2,261) of Rs.10/- each of Chai Thela Private Limited	28.85	8.87
Total -A	**28.85**	**8.87**
Investment in equit instruments - Others		
Unquoted		
(At fair value through OCI)		
50,000 Equity Shares of Rs.10/- each of Indhra Dhan Agro Products Ltd.	**-**	-
15,00,000 Equity Shares of Rs.10/- each of Hotline Electronics Ltd.	**-**	-
3 Equity Shares of Rs.1/- each of Reliance Commercial Finance Ltd. (formerly Reliance Media works Ltd.)	0.00	0.00
35,000 Equity Shares of Rs.100/- each of Alok Fintrade Private Limited	8.61	8.61
Total -B	**8.61**	**8.61**
Total Non-Current Investment (A+B)	**37.46**	**17.48**
Note - 6 Other Financial Assets		
(unsecured, considered good unless otherwise stated)		
UCO Bank Current Account SAEL Group Gratuity Scheme	0.13	0.13
Deposit with U P Vat Authorities	**-**	-
Security Deposit Rent	**-**	-
Total	**0.13**	**0.13**
Note -7 Deferred Tax Asset		
Deferred Tax		
a. Deferred Tax Liabilities		
- Depreciation on Fixed Asstes	**(1.02)**	**(1.38)**
b. Deferred Tax Assets		
- Employee Benefits	**1.56**	**0.85**
- Provision for bad & doubtful debts	**0.72**	**0.72**
Net Deferred Tax Liabilities/ (Asset)	**(3.30)**	**(2.95)**

(₹ in lakhs)

	As at 31st March 2020	Provided during the Year	As at 31st March 2021	Provided during the Year	As at 31st March 2022
Deferred tax liability:					
Related to Fixed Assets (Depreciation)	(0.09)	(1.30)	(1.38)	0.36	**(1.02)**
Others	-	-	-	-	**-**
Total deferred tax liability (A)	(0.09)	(1.30)	(1.38)	0.36	**(1.02)**
Deferred tax asets:					
Carry forward Business Loss / Unabsorbed Depreciation	0.37	-	0.37	-	**0.37**
43B Disallowances etc.	-	-	-	-	**-**
Others	-	-	-	-	**-**
Provision for leave encashment and Others	1.22	(0.03)	1.19	0.70	**1.89**
Revaluations of FVTOCI investments to fair value	0.02	-	0.02	-	**0.02**
Total deferred tax assets (B)	1.60	(0.03)	1.57	0.70	**2.27**
Deferred Tax Liability/ (Asset) (Net) (A - B)	(1.69)	(1.26)	(2.95)	(0.34)	**(3.30)**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 *(Contd...)*

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021
Note -8 Inventories		
Stock in Trade	8.48	15.37
Music album	0.00	0.00
Total	**8.48**	**15.37**
Note - 9 Loan		
Security Deposit	-	-
Total	**-**	**-**
Note 10 (b) (ii) Trade Receivables		
(unsecured, considered good unless otherwise stated)		
Trade Receivables	**4.21**	28.21
Total	**4.21**	**28.21**

Particulars	As at 31st March, 2022						As at 31st March, 2021					
	Outstanding for following periods from due date of payment						Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	1.30	-	2.91	-	-	**4.21**	9.68	12.78	5.60	-	0.15	**28.21**
(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	-	-	-	-	-	-	-	-	-	-	-	-

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021
Note-11 Cash and Cash Equivalents		
Cash on hand	0.33	0.81
Balance with Bank		
In current account	2.59	81.43
Deposit with Bank less than 3 months	-	-
Total	**2.92**	**82.24**
Note -11A Bank Balances		
Deposit with bank more than 3 month upto 12 months	280.00	370.00
Interest Accrued on Fixed Deposit	13.94	19.66
Fixed Deposit with original maturity of more than 12 months against short term borrowing	53.09	53.09
Grand Total	**347.03**	**442.75**
Note -12 Other Financial Assets		
(unsecured, considered good unless otherwise stated)		
Security Deposits	-	-
Advance to staff	0.35	-
Deferred Cost towards Staff Loan	-	-
Total	**0.35**	**-**
Note-13 Current Tax Assets (Net)		
(unsecured, considered good unless otherwise stated)		
Income Tax Receivable	3.46	4.11
Total	**3.46**	**4.11**
Note-14 Other current assets		
(unsecured, considered good unless otherwise stated)		
Advance to Suppliers	3.92	4.14
Prepaid Expenses	0.20	0.23
Other	8.61	3.29
Total	**12.73**	**7.66**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

(₹ in lakhs)

Note - 15 Equity Share Capital

PARTICULARS	As at 31st March 2022		As at 31st March 2021	
Authorised				
50,00,000 Equity Shares of Rs.10/- each		**500.00**		500.00
		500.00		500.00
Issued, Subscribed & Paid up				
40,00,000 Equity Shares of Rs.10/- each	**400.00**		400.00	
(i) Less: Calls-in -Arrears-by others	**0.09**	**399.91**	0.10	399.91
		399.91		399.91

a. Reconciliation of shares outstanding at the beginning and at the end of the reporting year

Equity Shares	As at 31st March 2022		As at 31st March 2021	
	No. of Shares	Rupees	No. of Shares	Rupees
At the beginning of the year	**40,00,000**	**399.91**	**40,00,000**	**399.91**
Issued during the year	**-**	**-**	**-**	**-**
(ii) Outstanding at the end of the year	**40,00,000**	**399.91**	**40,00,000**	**399.91**

b. Terms/rights attached to equity shares

The Company has one class of equity shares having a par value of Rs.10 each (previous year: having a par value of Rs.10 each). Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holder of the equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all the preferential amounts. However, no such preferential amounts exists currently. The distribution will be in proportion to the number of equity shares held by the shareholders. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting.

c. Details of shareholders holding more than 5% shares in the company

PARTICULARS	As at 31st March 2022		As at 31st March 2021	
	No. of shares	% of holding	No. of shares	% of holding
VLS Capital Ltd.*	**23,84,289**	**59.61**	**23,84,289**	**59.61**
The Dhampur Sugar Mills Ltd.	**2,50,000**	**6.25**	**2,50,000**	**6.25**

d. Details of shares held by Holding Company

23,84,289 (Previous Year 23,84,289) Equity Shares held by VLS Capital Limited*

*Holding Company since 03.02.2015

Disclosure of shareholding of promoters

Shareholding of promoters as at 31st March, 2022

Promoter Name	Category*	As at 31st March 2022		As at 31st March 2021		% Change during the year
		No. of shares held	% of holding	No. of shares held	% of holding	
Mr. Mahesh Prasad Mehrotra	P	1	-	1	-	-
Ms. Divya Mehrotra	PG	58,673	1.47	58,673	1.47	-
Mr. Ramji Mehrotra	PG	10	-	10	-	-
Mahesh Prasad Mehrotra - HUF	PG	1	-	1	-	-
VLS Capital Ltd.	PG	23,84,289	59.61	23,84,289	59.61	-
VLS Commodities Pvt. Ltd.	PG	1	-	1	-	-
Mr. Vikas Mehrotra	PG	1	-	1	-	-
Total		**24,42,976**	**61.08**	**24,42,976**	**61.08**	**-**

Shareholding of promoters as at 31st March, 2021

Promoter Name	Category*	As at 31st March 2021		As at 31st March 2020		% Change during the year
		No. of shares held	% of holding	No. of shares held	% of holding	
Mr. Mahesh Prasad Mehrotra	P	1	-	1	-	-
Ms. Divya Mehrotra	PG	58,673	1.47	58,673	1.47	-
Mr. Ramji Mehrotra	PG	10	-	10	-	-
Mahesh Prasad Mehrotra - HUF	PG	1	-	1	-	-
VLS Capital Ltd.	PG	23,84,289	59.61	23,84,289	59.61	-
VLS Commodities Pvt. Ltd.	PG	1	-	1	-	-
Mr. Vikas Mehrotra	PG	1	-	1	-	-
Total		**24,42,976**	**61.08**	**24,42,976**	**61.08**	**-**

* P = Promotor, PG = Promoter Group

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

(₹ in lakhs)

PARTICULARS		As at 31st March 2022	As at 31st March 2021
Note-16 Other Equity			
Securities premium			
As per Last Balance Sheet		600.00	600.00
Less: Calls Unpaid - by other		(0.26)	(0.29)
Balance as at end of the year	**Total (A)**	**599.74**	**599.71**
General reserve			
Balance at the beginning of the year		184.89	184.89
Balance as at end of the year	**Total (B)**	**184.89**	**184.89**
Retained earnings			
Balance at the beginning of the year		(291.01)	(279.85)
Add: Profit/(loss) during the year		(33.24)	(11.16)
Transfer from Other Comprehensive Income		-	-
Balance as at end of the year	**Total (C)**	**(324.25)**	**(291.01)**
Fair value gain on equity instruments carried through other comprehensive income			
Balance at the beginning of the year		(182.51)	(182.51)
Add: Other Comprehensive Income during the year (net of tax)		-	-
Transfer from retained earnings		-	-
Balance as at end of the year	**Total (D)**	**(182.51)**	**(182.51)**
Remeasurement of Defined Benefit Plans			
Balance at the beginning of the year		(1.35)	(1.44)
Add: Other comprehensive income (net of tax)		(1.22)	0.09
Balance as at end of the year	**Total (E)**	**(2.57)**	**(1.35)**
TOTAL (A+B+C+D+E)		**275.30**	**309.73**
Non Controlling Interest			
(a) Equity Share capital		-	-
(b) Other Equity		-	-
		-	-
TOTAL (A+B+C+D+E)		**275.30**	**309.73**
Note-17 Non-current liabilities			
a) Financial Liabilities			
Borrowings			
Related Parties		-	-
*Secured against Pledge of Fixed Deposit		-	-
Others		-	-
	Total	-	-
Note- 17a Lease Liability			
Lease Liability	**Total**	-	-
Note-18 Provisions			
Provision for Employees Benefits		**.77**	1.05
	Total	**.77**	**1.05**
Note-19 Current Liabilities			
a) Financial Liabilities			
(i) Borrowings			
Related Parties		-	-
*Secured against Pledge of Fixed Deposit		**0.06**	-
Others		-	-
	Total	**0.06**	-
Note-20 Lease Liability			
Lease Liability		-	-
	Total	-	-

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

Note 21 (a) (iii) (ii) Trade Payables **(₹ in lakhs)**

Trade Payables	As at 31st March, 2022	As at 31st March, 2021
a) Total outstanding dues of Micro Enterprises and Small Enterprises	-	-
b) Total Outstanding dues of Creditors other than Micro Enterprises and Small Enterprises	3.05	3.48
Total	**3.05**	**3.48**

Particulars	As at 31st March, 2022					As at 31st March, 2021				
	Outstanding for following periods from due date of payment					Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-	-	-	-	-	-
(Ii) Others	0.05	-	-	3.00	3.05	0.48	-	-	3.00	3.48
(iii) Disputed dues-MSME	-	-	-	-	-	-	-	-	-	-
(IV) Disputed dues- Others	-	-	-	-	-	-	-	-	-	-

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021
Note - 22 Other Financial Liabilities		
Others Payables	11.37	11.42
Total	**11.37**	**11.42**
Note- 23 Other Current Liabilities		
Advance from customer	-	-
Statutory dues	0.39	0.38
Interest - Related Parties	-	-
Liability for Expenses	5.83	4.08
Total	**6.22**	**4.46**
Note-24 Provisions		
Provision for Employees Benefits	1.86	2.17
Total	**1.86**	**2.17**
Note - 25 Revenue From Operations		
Sale of Goods		
- Traded Goods	12.01	51.52
- Restaurants	-	-
Sale of Services		
- Park Receipts	1.05	7.44
- Income from Installation, Erection & Supervision	1.17	11.65
Total	**14.23**	**70.61**
Note - 26 Other Income		
Interest Income		
On fixed deposit	17.90	32.84
Interest on Income Tax Refund	-	0.14
Interest Income Loan	16.59	0.77
Dividend Income	0.00	-
Other Operating Revenue		
Income from Rent	0.85	0.85
Income from Shop Rent	-	0.38
Frenchies Fee	-	-
Misc. Balances Written Back	-	-
Excess provision written back	0.59	-
Miscellaneous Income	0.65	0.07
Total	**36.58**	**35.05**
Note - 27 Change in inventories of Stock in Trade		
Stock -in - Trade		
At the beginning of financial year	15.37	20.49
At the end of financial year	8.48	15.37
Net ((Increase)/Decrease)	**6.89**	**5.12**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 *(Contd...)*

(₹ in lakhs)

PARTICULARS	For the year ended 31st March 2021	For the year ended 31st March 2020
Note - 28 Employee Benefits Expenses		
Salaries and Wages	24.99	27.80
Staff Welfare Expenses	0.81	0.66
Contribution to Provident and other Funds	2.51	3.27
Total	**28.31**	**31.73**
Note - 29 Finance Costs		
Interest on overdraft with Bank	0.15	0.38
Interest on Term Loan	-	-
Interest on Financial Liabilities using effective interest rate	-	0.14
Total	**0.15**	**0.52**
Note - 30 Other Expenses		
Repair & Maintenance:		
- Building	0.01	0.13
- Machinery	0.17	0.16
- Others	0.10	0.86
Power and Fuel	1.71	2.14
Lease Rent & Hire Charges	3.60	0.60
Park Running & Maintenance	1.51	1.27
Rent	-	0.21
Rates & Taxes	3.07	3.11
Consultation & Professional Charges	16.64	20.73
Postage & Telephone	0.09	0.11
Advertising & Selling Expenses	0.79	0.66
Travelling Expenses	3.14	2.13
Commission of Sales	-	-
Director's Sitting Fee	4.28	4.31
Auditor's Remuneration	-	-
- Statutory Audit	0.35	0.35
- Tax Audit	0.25	0.25
- For expenses	-	-
Insurance Charges	-	-
Miscellaneous Expenses	6.04	4.13
Freight - Inward / Outward	0.29	0.83
Man Power Resources	-	-
Installation & Supervision Expenses	0.66	7.95
Bank Charges	0.12	0.15
Security Deposit Written Off	-	-
Sundry Balance Written Off	-	-
Provision for doubtful debts	-	-
Total	**42.82**	**50.08**
Note - 31 Earnings per equity share		
Net profit attributable to equity shareholders [A]	(33.23)	(11.07)
Weighted average number of equity shares issued [B] (face value of Rs. 10 each) (In numbers)	40.00	40.00
Basic earnings per share [A/B]	**(0.83)**	**(0.28)**
Net Profit attributable to equity shareholders [C]	(33.23)	(11.07)
Less : Impact on net profit due to exercise of diluted potential equity shares [D]		
Net profit attributable to equity shareholders for calculation of diluted EPS [C-D]	**(33.23)**	**(11.07)**
Weighted average of equity shares issued (face value of Rs 10 each) (In numbers) [E]	40.00	40.00
Weighted number of additional equity shares outstanding for diluted EPS (In numbers) [F]	-	-
Weighted number of equity shares outstanding for diluted EPS (In numbers) [E+F]	**40.00**	**40.00**
Diluted earnings per share	**(0.83)**	**(0.28)**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

Note - 32 : Tax Reconcilation

(a) Income tax expense:

The major components of income tax expenses for the year ended 31st March, 2022 and 31st March, 2021 are as follows:

(i) Profit or loss section **(₹ in lakhs)**

Particulars	As at 31st March 2022	As at 31st March 2021
Current tax expense	-	-
Deferred tax expense	0.09	(1.56)
Total income tax expense recognised in statement of Profit & Loss	**0.09**	**(1.56)**

(ii) OCI Section

Net (gain) on remeasurement of defined benefit plans	(0.43)	0.30
Unrealised (gain)/loss on FVTOCI equity securities	-	-
Income tax charged to OCI	**(0.43)**	**0.30**

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31st March, 2022 and 31st March, 2021:	**As at 31st March 2022**	**As at 31st March 2021**
Accounting profit before tax from continuing operations	(33.15)	(12.65)
Accounting profit before tax from discontinuing operations	-	-
Accounting profit before income tax	**(33.15)**	(12.65)
At India's statutory income tax rate of 26% (31st March, 2021: 26%)	-	-
Add: Non-deductible expenses for tax purposes:	-	-
Less: Non-taxable income	-	-
Add: Depreciation as provided under the provisions	-	-
Add: Bonus not allowable	-	-
Add: Provision for Leave Encashment / Gratuity	-	-
Less: Carry forward of Losses allowable	-	-
At the effective income tax rate of 26% (31st March, 2021: 26%)	-	-
Income tax expense reported in the statement of profit and loss	-	-

The Company offsets tax assets and liabilities if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Details of income tax assets and liabilities as of 31st March, 2022, 31st March, 2021 are as follows:

	As at	
Particulars	**31st March 2022**	**31st March 2021**
Income Tax Assets	**3.46**	**4.11**
Current income tax liabilities	-	-
Net Current Income Tax Assets/(Liabilities) at the end	**3.46**	**4.11**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

33.1 Financial risk management objectives and policies

The Company's principal financial liabilities include Trade payable and other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include Trade receivables, Cash and cash equivalents and other financial assets that derive directly from its operations. The Company is exposed to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of these risks and the appropriate financial risk governance framework for the Company. The senior management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

The Board of Directors reviewed policies for managing each of these risks, which are summarized below:

a) **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 risks, such as regulatory risk and commodity price risk.

(i) **Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowings obligations with floating interest rates but the financial implication is not material.

(ii) **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 foreign currency denominated payables on account of import and receivables of export value but the financial implication is not material.

(iii) **Regulatory risk**

There is no regulatory risk in the business operations of the company.

(iv) **Commodity price risk**

Prices of commodity are subject to fluctuation. The earthing material price is subject to some fluctuation but it is not a regular feature. Its prices are more or less stable. The Company mitigates this risk by properly planning of stock in hand and sale orders.

(v) **Credit risk**

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company has a follow up policy in place with parties, thereby the credit default risk is significantly mitigated.

The impairment for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each balance sheet date. Financial assets are written off when there is no reasonable expectation of recovery, however, the Company continues to attempt to recover the receivables. Where recoveries are made, these are recognized in the Statement of Profit and Loss.

Description	As at 31st March 2022	As at 31st March 2021	Remarks
Up-to 6 months	-	-	
6 to 12 Months	1.30	18.54	-
More than 12 months	5.67	12.43	-
More than 12 months	2.76	2.76	**Alloawances for expected credit loss**
Total	4.21	28.21	

Management is of view that certain amounts are beyond credit period so provision for expected credit loss has been made in books of accounts.

(vi) **Trade receivables**

Trade receivables are non-interest bearing and are generally on credit terms of 30 to 90 days. An impairment analysis is performed at each balance sheet date on an individual basis for major clients.

(vii) **Liquidity Risk**

Liquidity risk refers to the probability of loss arising from a situation where there will not be enough cash and/or cash equivalents to meet the needs of depositors and borrowers, sale of illiquid assets will yield less than their fair value and illiquid assets will not be sold at the desired time due to lack of buyers. The primary objective of liquidity management is to provide for sufficient cash and cash equivalents at all times and any place in the world to enable us to meet our payment obligations. The company is maintaining cash credit limit to a reasonable level to meet out the current obligation.

The Company's objective is to meet the funding requirement and maintain flexibility in this respect through the use of cash credit facilities, short term loans and commercial papers. The table below summarises the maturity profile of the Company's financial liabilities:

The table below summarises the maturity profile of the Company's financial liabilities:

Liabilities	Amount	Less than 1 Year	1 to 5 years	More than 5 years
31st March, 2022				
Borrowing	0.06	0.06	-	-
Financial Liabilities	17.59	17.59	-	-
Trade Payable	3.05	3.05	-	-
Total	**20.70**	**20.70**	**-**	**-**
31st March, 2021				
Borrowing	-	-	-	-
Financial Liabilities	15.88	15.88	-	-
Trade Payable	3.48	3.48	-	**-**
Total	**19.36**	**19.36**	**-**	-

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

(₹ in lakhs)

33.02 **Disclosures as per IND AS 33 "EARNINGS PER SHARE"**

PARTICULARS	As at 31st March 2022	As at 31st March 2021
Profit for the year attributable to the owners of the Company used as numerator (basic and diluted) (Amount in INR):		
: from continuing operations	(33.24)	(11.09)
: from discontinued operations	-	-
: from continuing and discontinued operations	-	-
Profit attributable to equity holders adjusted for dilution effect	(33.24)	(11.09)
Weighted Average number of equity shares used as denominator (basic and diluted)	40.00	40.00
Earnings per Equity Share (basic & diluted), face value Rs.10 each:		
: for continuing operations	(0.83)	(0.28)
: for discontinued operations	-	-
: for continuing and discontinued operations	(0.83)	(0.28)

33.03 **Commitments:**

Estimated number of contracts remaining to be executed on capital account and not provided for Rs. Nil (Previous Year Rs. Nil).

33.04 **Contingent liabilities in respect of:**

Counter Guarantee given against Bank Guarantees – Nil (Previous Year- Rs.Nil)

33.05 **Related Party Disclosures:** Ind AS 24

Following are the related parties:

List of Related Party and Relationships with whom transactions have been done during the year:

Holding Company	:	VLS Capital Ltd.
Subsidiary	:	Chai Thela Pvt. Ltd. (w.e.f 23.08.2021)
Key Managerial Personnel and Directors :	:	Shri T. B. Gupta, Managing Director
	:	Shri Ramesh Chandra Pandey, Company Secretary
	:	Mr. Mahesh Prasad Mehrotra, Director
	:	Mrs. (Dr.) Neeraj Arora, Director
	:	Mr. Rajendra Kumar Goswami, Independent Director
	:	Mr. Priya Brat, Independent Director
	:	Dr. Rajeev Lochan Bishnoi, Independent Director
	:	Mr. Anupam Mehrotra, Whole-Time Director

Summary of transactions with the above related parties is as follows:

Particulars	VLS Capital Ltd. - Holding Company		Key Managerial Personnel	
	As at 31st March 2022	As at 31st March 2021	As at 31st March 2022	As at 31st March 2021
Remuneration to Key Managerial Personnel				
Shri T. B Gupta	**-**	-	4.80	4.80
Shri R. C. Pandey	**-**	-	0.60	0.60
Shri Anupam Mehrotra	**-**	-	5.60	5.60
No. of equity shares of Rs.10/- each fully paid up held in the company	**23.84**	**23.84**	-	-

	Particulars	As at 31st March 2022	As at 31st March 2021
Sitting Fee paid	Mr. Mahesh Prasad Mehrotra	0.40	0.50
	Mrs. (Dr.) Neeraj Arora	0.55	0.60
	Mr. Rajendra Kumar Goswami	1.13	0.91
	Mr. Priya Brat	1.10	1.15
	Dr. Rajeev Lochan Bishnoi	1.10	1.15

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

Transaction with related parties during the year: **(₹ in lakhs)**

Particulars	Nature of Relation	Nature of Transaction	As at 31.03.2022	As at 31.03.2021
South Asian Enterprises Ltd.	Subsidiary (post 23.08.2021)	Interest receivable	11.23	-

Closing balances of related parties during the year:

Particulars	Nature of Relation	Nature of Transaction	As at 31.03.2022	As at 31.03.2021
Chai Thela Pvt. Ltd.	Subsidiary	Loan Taken	265.00	-
Chai Thela Pvt. Ltd.	Subsidiary	Interest receivable	**1.74**	-

Terms and Conditions of transactions with Related Parties

(i) Transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

(ii) The remuneration and staff loans to Key Managerial Personnel are in line with the service rules of the Company.

33.06 **Operating Lease: Ind AS 116**

The Company has taken Land on lease for setting up parks from Local Development Authorities. The lease rental expense under such operating leases is Rs.3,80,000/- (Previous Year Rs.3,80,000/-). Future minimum lease payments on non-cancellable lease agreements as at 31.03.2022 are as follows:

Particulars	As at 31st March 2022 (₹ in lakhs)	As at 31st March 2021 (₹ in lakhs)
Not later than 1 year	**3.80**	3.80
Later than 1 year and not later than 5 years	**-**	-
Later than 5 years and above	**-**	-
Total	**3.80**	3.80

Kanpur Park lease has expired on 30/06/2021 and applied for renewal to authority.

33.07 **Segment Reporting: Ind AS 116**

Based on the guiding principles given in the Ind AS-108 "Segment Reporting" issued by ICAI, the management has identified the Company's segments as running of amusement parks and trading in earthing& lightning protection systems.

Particulars	2021 – 2022	2020 – 2021
Segment Revenue		
a) Entertainment	1.05	7.44
b) Trading	13.18	63.17
c) Others	36.58	35.05
Total	**50.81**	**105.66**
Segment Results		
Profit/ (Loss) before interest and tax		
a) Entertainment	(48.36)	(46.79)
b) Trading	(21.40)	(0.40)
c) Others	36.58	35.05
Total Profit/ (Loss) before interest and tax	**(33.18)**	**(12.14)**
Less: Interest	0.15	0.52
Other Un-allocable expenditure net off	**-**	**-**
Net Profit before Tax	(33.33)	(12.65)
Less/(Add): Taxes expenses (credits)	0.09	1.56
Net Profit after Tax	**(33.24)**	**(11.09)**
Segment Assets		
a) Entertainment	48.25	40.48
b) Trading	12.34	46.34
c) Others	637.95	645.40
Total Assets	**698.54**	**732.22**
Segment Liabilities		
a) Entertainment	19.89	19.10
b) Trading	3.44	3.48
c) Others	-	-
Total Liabilities	**23.33**	**22.58**

33.08 The management has technically appraised the recoverable amount of the cash generating assets being used at its amusement parks and is of the opinion that considering the future cash flow expected to arise, impairment loss is NIL on assets as required by the Indian Accounting Standard - 36 on "Impairment on Assets" issued by the Institute of Chartered Accountants of India (ICAI) and no further provision is required.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

33.09 **Employees Benefits**

The actuarial valuation was done in respect of defined benefit plan of gratuity.

Defined Contribution Plans:

Amount of PF and ESI Lakh .2.46 (31.03.2021 Lakh .2.81). contributed to provident funds, Employees' State Insurance is recognized as an expense and included in Contribution to EPF, ESI, gratuity etc.' under 'Employee Cost in the Statement of Profit and Loss.

Defined benefit plan

Long term employee benefits in the form of gratuity and leave encashment are considered as defined benefit plan

The present value of obligation is determined based on actuarial valuation using projected unit credit method as at the balance sheet date. The amount of defined benefits recognized in the balance sheet represent the present value of obligation as adjusted for unrecognized past service cost as reduced by the fair value of plan assets. In accordance with the Ind AS-19, actuarial valuation was done in respect of gratuity and leave encashment defined benefits plans and details of the same are given below:

Actuarial Assumptions	Gratuity As at 31.03.2022 (Funded)	Gratuity As at 31.03.2021 (Funded)	Leave Encashment As at 31.03.2022	Leave Encashment As at 31.03.2021
Discount rate (per annum)	7.00%	7.00%	6.50%	7.00%
Future salary increase	5.00%	5.00%	5.00%	5.00%
Mortality	IALM 2012-14	IALM 2012-14	IALM 2012-14	IALM 2012-14
I. Expenses recognized in statement of profit and loss				
Current service cost	1.21	0.87	0.07	0.09
Interest cost	0.80	1.35	0.06	0.17
Expected return on plan assets	(1.08)	(1.21)	-	-
Net expenses recognized	**0.93**	**1.01**	**0.13**	**0.27**
II. Other comprehensive (income)/ expenses (Premeasurement)				
Cumulative unrecognized actuarial (gain)/ loss opening. B/F	3.36	4.26	0.01	0.25
Actuarial (gain)/loss –obligation	(1.24)	(0.93)	(0.42)	(0.25)
Actuarial (gain)/loss – plan assets	0.02	0.04	-	-
Total Actuarial (gain)/loss	(1.22)	(0.89)	(0.42)	(0.25)
Cumulative total actuarial (gain)/loss. C/F	**2.14**	**3.36**	**(0.41)**	**1,430.00**
III. Net liability/(assets) recognized in the balance sheet at the year end				
Present value of obligation at the end of period	17.10	18.66	0.82	1.12
Fair value of the plan asset at the end of period	15.29	16.55	-	-
Funded status [(surplus/(deficit)]	1.81	2.11	0.82	1.12
Net asset/(liability) as at 31st March, 2022	**(1.81)**	**(2.11)**	**(0.82)**	**(1.12)**
IV. Change in present value of obligation during the year				
Present value of obligation at the beginning of period	18.66	19.33	1.12	1.35
Current service cost	0.80	0.87	0.06	0.17
Interest cost	1.21	1.35	0.07	0.09
Benefits paid	(2.32)	(1.97)	-	(0.25)
Actuarial loss/ (gain) on obligations	(1.24)	(0.93)	(0.42)	(0.25)
Present value of obligation at the year end*	**17.10**	**18.66**	**0.82**	**1.12**
V. Change in present value of fair value of plan assets				
Fair value of plan assets as at the beginning of period	16.55	17.34	-	-
Expected return on plan assets	1.08	1.21	-	-
Contributions	-	-	-	-
Benefits paid	(2.32)	(1.97)	-	-
Actuarial loss/ (gain)	(0.02)	(0.04)	-	-
Fair value of plan assets at the year end	**15.29**	**16.55**	**-**	**-**
VI. Present Benefit Obligation at the end of the year				
Current Liability (Amount due within one year)	6.74	6.70	0.05	0.07
Non-Current Liability (Amount due over one year)	10.36	11.96	0.77	1.05
	17.10	**18.66**	**0.82**	**1.12**

***Gratuity: LIC of India**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

Maturity profile of defined benefit obligation

Particulars	As on 31/03/2022	As on 31/03/2021
Weighted average duration (based on discounted cash flows) in years	4	5

Sensitivity Analysis: Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate and expected salary increase rate. Effect of change in mortality rate is negligible. Please note that the sensitivity analysis presented below may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. The results of sensitivity analysis are given below:

Period	As on: 31/03/2022
Defined Benefit Obligation (Base)	17.10 @ Salary Increase Rate: 5%, and discount rate : 6.50%
Liability with x% increase in Discount Rate	16.52; x=1.00% [Change (3)%]
Liability with x% decrease in Discount Rate	17.73; x=1.00% [Change 4%]
Liability with x% increase in Salary Growth Rate	17.73; x=1.00% [Change 4%]
Liability with x% decrease in Salary Growth Rate	16.51; x=1.00% [Change (3)%]
Liability with x% increase in Withdrawal Rate	17.12; x=1.00% [Change 0%]
Liability with x% decrease in Withdrawal Rate	17.08; x=1.00% [Change 0%]

33.10 **a) Value of Imports calculated on CIF basis:**

Particulars	As at 31st March 2022	As at 31st March 2021
	(₹ in lakhs)	(₹ in lakhs)
CIF Value of Import (Stock-in-Trade)	**0.38**	**1.98**

b) Earnings in Foreign Exchange:

Particulars	As at 31st March 2022	As at 31st March 2021
	(₹ in lakhs)	(₹ in lakhs)
FOB Value of Export (Stock-in-Trade)	**-**	**2.28**
Freight on Sale in India	**-**	**-**
Courier Charges on Sale	**-**	**-**
Total	**-**	**2.28**

33.11 **Dues to Micro and small Suppliers**

Under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) which came into force from 02 October 2006, certain disclosures are required to be made relating to MSME. This has been determined to the extent the status of such parties could be identified on the basis of information available with the Company.

There are no dues outstanding of an entity, which is registered as the Micro, Small and Medium Enterprises defined under 'The Micro, Small and Medium Enterprises Development Act, 2006".

Particulars	As at 31st March 2022	As at 31st March 2021
The principal amount and the interest due thereon remaining unpaid to supplier as at the end of the year:		
: Principal amount due to micro and small enterprises	-	-
: Interest due	-	-
The amount of interest paid by the buyer in terms of Section 16 of MSMED Act, 2006 along with the amounts of the payment made to the supplier 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 MSMED 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 MSMED Act, 2006.	-	-

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

33.12 Details of Investments made pursuant to requirements of Section 186(4) of the Companies Act, 2013 are given in Note No.5.

33.13 **Capital Management**

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio between 3% and 10%. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and short term deposits.

Particulars	As at 31.03.2022	As at 31.03.2021
Borrowings	0.06	-
Other Liabilities	17.59	15.88
Trade and other payables	3.05	3.48
Less: Cash and short- term deposits	(2.91)	(82.25)
Net debts	**17.79**	**(62.89)**
Equity	399.91	399.91
Other Equity	275.30	309.73
Total Capital	**675.21**	**709.64**
Capital and net debt	**693.00**	**646.75**
Gearing ratio (%)	**2.57%**	**-9.72%**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

Dividend Distribution Policy

In view of the working capital requirements and for expansion of the Company, your directors have not recommended any dividend for the financial year ended 31 March 2022.

33.14 **Fair value**

i) Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	Carrying value		Fair value	
	As at	As at	As at	As at
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Financial assets				
FVOCI financial instruments:	-	-	-	-
Unquoted equity shares	37.46	17.48	37.46	17.48
Quoted equity Shares	**-**	**-**	**-**	**-**
Total	**37.46**	**17.48**	**37.46**	**17.48**
Financial liabilities				
Obligation under finance lease	-	-	-	-
Fixed rate borrowings	-	-	-	-
Floating rate borrowings	-	-	-	-

a) The management assessed that cash and cash equivalents, other bank balances, trade receivables and trade payables approximate their carrying amounts largely due to the short-term maturities of these instruments.

b) The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

c) Long-term fixed-rate and variable-rate receivables / Borrowings are evaluated by the company based on parameters such as interest Rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.

d) Non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. In addition to being sensitive to a reasonably possible change in the forecast cash flows or the discount rate, the fair value of the equity instruments is also sensitive to a reasonably possible change in the growth rates. The valuation requires management to use unobservable inputs in the model, of which the significant unobservable inputs are disclosed in the tables below. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.

e) The fair values of the unquoted equity shares have been estimated using a net asset value method.

f) The fair values of the Company's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non-performance risk as at 31 March 2022 was assessed to be insignificant.

ii) **Fair value hierarchy**

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities

Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2022:

(₹ in lakhs)

			Fair value measurement using		
Particulars	**Date of valuation**	**Total**	**Quoted prices in active markets**	**Significant observable inputs**	**Significant unobservable inputs**
			(Level 1)	**(Level 2)**	**(Level 3)**
Assets measured at fair value					
FVOCI financial					
FVOCI financial instruments:					
Unquoted equity shares	31-Mar-22	37.46	-	-	37.46
Quoted Equity Shares	31-Mar-22	-	-	-	-

Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2021:

(₹ in lakhs)

			Fair value measurement using		
Particulars	**Date of valuation**	**Total**	**Quoted prices in active markets**	**Significant observable inputs**	**Significant unobservable inputs**
			(Level 1)	**(Level 2)**	**(Level 3)**
Assets measured at fair value					
FVOCI financial					
FVOCI financial instruments:					
Unquoted equity shares	31-Mar-21	17.48	-	-	17.48
Quoted Equity Shares	31-Mar-21	-	-	-	-

iii) **Description of significant unobservable inputs to valuation:**

The significant unobservable inputs used in the fair value measurement categorized within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at 31 March 2022, 31 March 2021 are as shown below.

S. No.	Description	Valuation technique	Significant unobservable inputs	Range (weighted average)	Sensitivity of the input to fair value
1	FVTOCI assets in unquoted equity shares	Net Asset Value	-	-	-

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

33.15 Estimation uncertainty relating to the global health pandemic on COVID-19

In assessing the recoverability of different assets, the Company has considered internal and external information up to the date of approval of these financial statements including credit reports and economic forecasts. The Company has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

33.16 The Taxation Laws (Amendment) Ordinance, 2019 contain substantial amendments in the Income Tax Act 1961 and the Finance (No.2) Act, Sec 115BAA of the Income Tax Act, 1961 provide an option to domestic companies to pay income tax at a concessional rate. However, the Group has elected to continue with the old tax rates as there is no current tax liability for the current year.

33.17 The company has acquired 60.34% share capital of Chai Thela Private Limited (CTPL) comprising 7359 equity shares of Rs.10/- each at an investment value of Lakh.28.85 and it has become the subsidiary of the company with effect from 23rd August, 2021. The Company had earlier approved to provide a term loan of Lakh.2.65 in the year 2021 at an interest rate of 7% to CTPL for its business activities, which has been completely disbursed during the year. CTPL is engaged in the business of selling tea and other food items through their restaurants, cafes, kiosks / counters, carts etc. for last more than 5 years. The company intends to make more investments by acquiring more equity in CTPL and also to extend financial assistance to meet their expansion plans along with their working capital needs.

33.18 : Maturity Analysis of Assets and Liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

(₹ in lakhs)

Assets	**31st March 2022**			**31st March 2021**		
	Within 12 months	**After 12 months**	**Total**	**Within 12 months**	**After 12 months**	**Total**
Current assets						
Cash and cash equivalents	296.86	53.09	349.95	471.90	53.09	524.99
Trade receivables	1.30	2.91	4.21	18.54	9.68	28.21
Other receivables	-	-	-	-	-	-
Inventories	-	8.48	8.48	-	15.37	15.37
Current Tax assets	-	3.46	3.46	-	4.11	4.11
Other Current Asset	-	12.73	12.73	-	-	
Other financial assets	-	0.35	0.35	-	7.65	7.65
Total	**298.16**	**81.02**	**379.18**	**490.44**	**89.90**	**580.34**
Non-Current assets						
Loans	-	267.39	267.39	-	125.72	125.72
Investments	-	37.46	37.46	-	17.48	17.48
Investment Property	-	-	-	-	-	-
Property, plant and equipment	-	11.08	11.08	-	5.60	5.60
Right of Use Asset	-	-	-	-	-	-
Deferred Tax Assets	-	0.13	0.13	-	0.13	0.13
Intangible assets under development	-	-	-	-	-	-
Other Intangible assets	-	-	-	-	-	-
Other non-financial assets	-	3.30	3.30	-	2.95	2.95
Total	**-**	**319.36**	**319.36**	**-**	**151.88**	**151.88**
Assets held for sale						
Total Assets	**298.16**	**400.38**	**698.54**	**490.44**	**241.78**	**732.22**
Liabilities						
Current Liabilities						
Trade payables	-	-	-	-	-	-
Other payables	3.05	-	3.05	3.48	-	3.48
Debts	-	-	-	-	-	-
Borrowings	0.06	-	0.06	-	-	-
Provisions	1.86	-	1.86	2.17	-	2.17
Deposits	-	-	-	-	-	-
Other financial liabilities	17.59	-	17.59	15.88	-	15.88
Total	**22.56**	**-**	**22.56**	**21.53**	**-**	**21.53**
Non Current Liabilities						
Current tax liabilities (net)	-	-	-	-	-	-
Provisions	-	0.77	0.77	1.05	-	1.05
Defered tax liabilities	-	-	-	-	-	-
Other non financial liabilities	-	-	-	-	-	-
Total	**-**	**0.77**	**0.77**	**1.05**	**-**	**1.05**
Liabilities held for sale	**-**	**-**	**-**	**-**	**-**	**-**
Total Liabilities	**22.56**	**0.77**	**23.33**	**22.58**	**-**	**22.58**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

Note: 33.19 LIST OF STRUCK OFF COMPANIES HOLDING SHARES OF SAEL AS ON 31/03/2022

SHAREHOLDERS OF SOUTH ASIAN ENTERPRISES LIMITED

Sl. No.	FOLIO ID	CIN NO.	NAME OF THE COMPANY	NATURE OF TRANSACTION					RELATIONSHIP (IF ANY)
				INVESTMENT IN SECURITIES OF SUCH COMPANY	RECEIVABLES	PAYABLES	SHARES HELD BY SUCH COMPANY	OTHER O/S: UNPAID DIVIDEND	
1	IN30011810076306	U65993JK1969PLC000341	LYCA INVESTMENT LIMITED	-	-	-	100	-	NIL
2	0016403	U65910DL1994PTC058657	TSEKEL LEASING & FINANCE PVT. LTD. (TSEKAL LEASING AND FINANCE PRIVATE LIMITED)	-	-	-	500	-	NIL
3	0021236	U65924DL1991PLC045063	N R I FINANCIAL SERVICES LIMITED (N.R.I. FINANCIAL SERVICES LIMITED)	-	-	-	100	-	NIL
			BALANCE OUTSTANDING	-	-	-	**700**	-	-

33.20 : Ratio Analysis **(₹ in lakhs)**

S. No.	Ratio as per Schedule III requirements	As at 31st March 2022	As at 31st March 2021	Explanation
1	**Current Ratio = Current Assets/Current Liabilities)**	16.80	26.96	Current ratio is lower compared to last year as the company has provided loan to its subsidiary i.e. Chai Thela Private Limited. The loan is lended at 7% ROI.
	Current Assets	379.19	580.34	
	Current Liabilities	22.57	21.53	
2	**Debt Equity Ratio = Total Debt/Shareholders Equity)**	0.00	-	Within limits.
	Total Debt	0.06	-	
	Total Equity	675.22	709.64	
3	**Debt Service Coverage ratio = a/b)**	(225.53)	(10.93)	The company has incurred losses due to the following reasons:
	Profit for the year	(34.45)	(12.51)	1. The amusement park owned by the company was in operation only for the period of 3 months due to closure of park.
	Add: Non cash operating expense and finance cost			2. Electrical division operations has also been reduced substantially due to pandemic
	Depreciation and amortization expense	1.08	6.36	3. Consequently the revenue has decreased by 80% as compared to last year
	Finance cost	0.15	0.52	
	a. Earnings available for debt servicing	(33.22)	(5.64)	
	Interest cost on borrowings	0.15	0.52	
	Principal repayments (including certain prepayments)	-	-	
	b. Total Interest and principal repayments	0.15	0.52	
4	**Return on Equity Ratio / Return on Investment Ratio = Net profit after tax divided by Equity**	-5%	-2%	ROE has further reduced due to reduction in operations and consequently revenue for the year.
	Profit for the year	(34.45)	(12.51)	
	Total Equity	675.22	709.64	
5	**Inventory Turnover Ratio = Cost of materials consumed divided by closing inventory**	1.37	1.93	Inventory turnover has fallen because the operations of the company is reduced. Fall in consumption of material consumed is more than fall in the closing inventory.
	Cost of material consumed	11.58	29.62	
	Closing Inventory	8.48	15.37	
6	**Trade Receivables turnover ratio = Credit Sales divided by Closing trade receivables**	3.25	2.64	Ratio increased due to reduction in trade receivables.
	Credit sales	13.68	74.55	
	Closing Trade Receivables	4.21	28.21	
7	**Trade payables turnover ratio = Credit purchases divided by closing trade payables**	2.22	7.21	This is also due to the fall in operation of the company and the company's overall purchases had also reduced in line with fall in revenue
	Credit Purchase	6.79	25.07	
	Closing Trade Payables	3.05	3.48	
8	**Net capital Turnover Ratio =Revenue from Operations divided by Net Working capital whereas net working capital= current assets - current liabilities**	4%	13%	This is also due to the fall in operation of the company and fall in revenue
	Revenue from Operations	14.22	70.62	
	Net Working Capital	356.62	558.81	

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022 ***(Contd...)***

(₹ in lakhs)

33.20 : Ratio Analysis ***Contd.***

9	**Net profit ratio = Net profit after tax divided by Revenue from operations**	-233.1%	-17.9%	The company has incurred losses due to the following reasons:
	Profit for the year	(33.15)	(12.63)	1. The amusement park owned by the company was in operation only for the period of 3 months due to closure of the park.
				2. Electrical division operations has also been reduced substantial
	Revenue from Operations	14.22	70.62	3. Consequently revenue has decreased by about 80% as compared to last year
10	**Return on Capital employed- pre cash (ROCE)=Earnings before interest and taxes(EBIT) divided by Capital Employed- pre cash**	-10%	-8%	ROCE has decreased further due to reduction in operations and consequently revenue for the year.
	Finance costs	0.15	0.52	
	Other Income	36.58	35.05	
	EBIT : Operating Profit/(Loss)	**(69.58)**	**(47.17)**	
	Capital employed - pre cash			
	Total assets	698.55	732.21	
	Current Liabilities	22.57	21.53	
	Current Investments	-	-	
	Cash and Cash equivalent	2.91	82.25	
	Bank balances other than cash and cash equivalents	-	-	
	Total	**673.07**	**628.44**	

Explanation to be given where the change is more than 25%

33.21 Previous year's figures have been regrouped/reclassified / restated wherever necessary to correspond with current year's classification/disclosure.

As per our report of even date

For Agiwal & Associates
Chartered Accountants
F.R.N.000181N

P.C.Agiwal
Partner
Membership No. 080475

Place : New Delhi
Date: 30/05/2022

For and on behalf of the Board

T. B. Gupta
Managing Director
DIN: 00106181

M. P. Mehrotra
Director
DIN: 00016768

R. C. Pandey
Company Secretary
PAN: AJRPP6072H

S. C. Jain
Chief Financial Officer
PAN: AANPJ7826N

Chai Thela Private Limited

CHAI THELA PRIVATE LIMITED

Regd. Office: 90, Okhla Industrial Estate, Phase 3, New Delhi - 110020

CIN: U15100DL2016PTC300928, Website: www.chaithela.com

Phone No. 011-41083720, Email Id.: accounts@chaithela.com

DIRECTORS' REPORT

Your Directors have pleasure in presenting their 06th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2022.

FINANCIAL SUMMARY

During the year under review, the performance of your Company is as under:

(Amount in Lacs)

PARTICULARS	2021-22	2020-21
Total Income	388.51	191.30
Less: Total Expenditure	467.53	226.13
Less : Interest/Finance Cost	19.64	26.41
Gross Profit/(Loss)	(98.66)	(61.24)
Less : Depreciation	70.68	66.76
Less:- Impairment of Financial Instruments	-	-
Profit/(Loss) Before Tax	(169.34)	(128)
Less : Tax expense including deferred tax	5.88	3.01
Profit/(Loss) After Tax	(163.46)	(124.99)
Add: Other comprehensive income / (loss)	(0.38)	(0.67)
Total Comprehensive Income of the year Forward from Previous Year	(163.84)	(125.66)
Total Retained Earnings	(473.07)	(309.61)
Appropriations Proposed Dividend Tax on Proposed Dividend Transfer to General Reserve	 - - -	 - - -
Balance carried to Balance Sheet	(473.07)	(309.61)

DIVIDEND

Due to loss suffered by the Company during the year under review, no dividend has been recommended by the Board.

RESERVES

Due to losses of the Company for the period ended 31st March, 2022, your Directors do not propose to transfer any amount to reserves.

CAPITAL STRUCTURE

There is no change in the authorized and paid-up share capital of the company during the year.

The Authorized Share Capital of the Company is Rs.10,00,000/- (Rupees Ten Lacs only) divided into 1,00,000 (One Lacs) Equity Shares of Rs.10/- (Rupees Ten) each.

The paid-up share capital of the Company is Rs.1,21,960/- (Rupees One Lac Twenty-One Thousand Nine Hundred Sixty Only) divided into 12,196 (Twelve Thousand One Hundred Ninety-Six) Equity Shares of Rs.10/- (Rupees Ten) each.

STATE OF COMPANY'S AFFAIRS

Your Company had incurred a loss of Rs.163.46 (Lacs) in the current financial year as against the loss of Rs.124.99 (Lacs) incurred in the previous year. During the year the stores of the Company were not fully functional and were operating with the applicable restrictions for a quite long time in compliance with the guidelines imposed by the Govt. due to Covid -19 pandemic. However, the Board of Directors are constantly working to improve the performance in coming times.

CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of the business of the Company during the year.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the company have occurred between the end of the financial year of the company to which the financial statements relate and the date of this report. However, M/s South Asian Enterprises Limited (CIN: L91990UP1990PLC011753) has acquired a majority stake in the Company and w.e.f. 23.08.2021 and the Company have become a Subsidiary Company of M/s South Asian Enterprises Limited as per section 2 (87) (ii) of the Companies Act, 2013.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

No significant and material orders were passed by the regulators or courts or tribunals which affect the going concern status and future operation of the Company.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

a) Ms. Shweta Chowdhary (DIN: 08046692) resigned from the directorship of the Company w.e.f. 02.06.2021.
b) Mr. Rajesh Jhalani (DIN: 00006395) was appointed as an Additional Director w.e.f. 14.11.2021.
c) Ms. Divya Mehrotra (DIN: 00006494) was appointed as an Additional Director w.e.f. 14.11.2021.
d) Mr. Manish Ranjan (DIN: 09369460) was appointed as an Additional Director w.e.f. 14.11.2021.
e) Mr. Manish Ranjan (DIN: 09369460) was re-designated to Whole Time Director on the Board of the Company w.e.f. 01.04.2022.

(I) CHANGES IN KEY MANAGERIAL PERSONNEL

The provisions regarding Key Managerial Personnel as provided in Section 203 of the Companies Act, 2013 read with rules framed thereunder are not applicable to the Company.

CONSTITUTION OF BOARD OF DIRECTORS

The Board of Directors is constituted as under:

S. No.	Name of the Director	Designation	No. of meetings attended during the year
1.	Mr. Pankaj Judge	Director	6
2.	Ms. Ritu Ranjan*	Director	10
3.	Ms. Shweta Chowdhary**	Director	0
4.	Mr. Rajesh Jhalani	Director	5
5.	Mr. Divya Mehrotra	Director	5
6.	Mr. Manish Ranjan***	Director	5

** Ms. Ritu Ranjan (DIN: 09059204) resigned from the directorship of the Company w.e.f. 14.05.2022.*

*** Ms. Shweta Chowdhary (DIN: 08046692) resigned from the directorship of the Company w.e.f. 02.06.2021.*

**** Mr. Manish Ranjan (DIN: 09369460) was re-designated to Whole Time Director on the Board of the Company w.e.f. 01.04.2022.*

DETAILS OF MEETING OF THE BOARD OF DIRECTORS

During the year, 10 (Ten) Board Meetings were held on 16th June, 2021, 23rd July, 2021, 23rd August, 2021, 05th September, 2021, 12th September, 2021, 14th November, 2021, 03rd January, 2022, 08th February, 2022, 12th February, 2022 and 30th March, 2022.

DEPOSITS

The Company has not accepted any deposits under the applicable provisions of the Companies Act, 2013 and the rules framed there under.

AUDITORS

M/s Agiwal & Associates, Chartered Accountants, New Delhi (FRN: 000181N), Statutory Auditors of the Company, were appointed as

the Statutory Auditor by the members of the Company in the 05th Annual General Meeting of the Company held on 20.10.2021 and holds office till the conclusion 10th Annual General Meeting and of the Company.

The remuneration of Statutory Auditors for each financial year during their tenure would be fixed by the Board in consultation with the Auditor.

AUDITORS' REPORT

The Statutory Auditor of the Company has raised his concern in Audit Report in the "Emphasis of Matters", that the Company has accumulated losses as at 31.03.2022 amounting to Rs.322.30 (Lacs), which has eroded the entire share capital of Rs. 1,21,960/-. In their opinion, erosion of share capital raises significant doubt about the going concern assumption of the Company. However, the management is of the opinion and are hopeful that the performance of the Company will be more satisfactory in coming year ahead and the promoters will infuse more fund as may be required.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The loans made by the Company under Section 186 of the Companies Act, 2013 are given in notes annexed to the Financial Statements.

PARTICULARS OF CONTRACTS OR ARRANGMENTS MADE WITH THE RELATED PARTIES

During the year under review, the Company has entered into related party transaction(s). Hence, disclosure as per **AOC- 2** is enclosed vide **Annexure-I**. However, a detailed related party disclosure as per Ind AS 24 is given in the note no. 33.6 of the standalone financial statements for the financial year 2021-22 of the Company.

INTERNAL CONTROL SYSTEMS

The Company's internal control systems are adequate and commensurate with the nature and size of the Company and it ensures:

- timely and accurate financial reporting in accordance with applicable accounting standards.
- optimum utilization, efficient monitoring, timely maintenance and safety of its assets.
- compliance with applicable laws, regulations and management policies.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company is pleased to report that during the year under reporting, the industrial relations were cordial. The total number of employees of the Company as of 31.03.2022 was 22 (Twenty-two).

EXTRACT OF ANNUAL RETURN

In terms of Sections 92(3) and 134(3)(a) of the Act, annual return is available under at the Company's website and can be viewed at the following link https://chaithela.com/.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Information in accordance with the provisions of Section 134 read with the Companies (Accounts) Rules, 2014 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo is annexed as **Annexure-II** and forms the part of this report.

RISK MANAGEMENT

We encompass practices relating to identification, assessment, monitoring and mitigation of strategic, operational and external environment risks to achieve our key business objectives. We seek to minimize the adverse impact of risks to our business objectives and enable the Company to leverage market opportunities effectively.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements of Section 134(3) & (5) of the Companies Act, 2013, it is hereby confirmed:

a) that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

b) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for the year ended 31.03.2022;

c) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

d) that the Directors have prepared the annual accounts on a going concern basis and

e) that the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ANTI- SEXUAL HARASSMENT MECHANISM

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

There were no complaints received from any employee during the year under review and no complaints were pending as on 31/03/2022.

MAINTENANCE OF COST RECORDS

The provisions of Section 148 of the Companies act, 2013 are not applicable during the said period.

FRAUDS REPORTED BY AUDITORS

No frauds were reported by the auditors during the period under review.

NON-APPLICABILITY OF PROVISIONS OF COMPANIES ACT, 2013

The following are the provisions of the Companies Act, 2013 that are not applicable to your Company and hence the disclosure of the same is not made in the report.

1. Appointment of Independent Director.
2. Section 177 and 178 of the Companies Act, 2013 along with rules framed thereunder relating to the Audit and Nomination and Remuneration Committee, respectively.
3. As the Company does not have any subsidiary and associate Company so the clause relating to Performance and Financial position of the Subsidiary Companies or Joint Ventures or Associate Companies including Consolidated Financial Statement is not applicable.
4. Section 204 of the Companies Act, 2013 relating to appointment of Secretarial Auditor.
5. Section 135 of the Companies Act, 2013 along with rules framed thereunder relating to Corporate Social Responsibility.
6. Section 177 (9) of the Companies Act, 2013 along with rules framed thereunder relating to Vigil Mechanism.

STATUTORY DISCLOSURE

No revision of financial statements or boards' report has been made in terms of Sec 131(1) of Companies Act, 2013 during the year under review.

COVID - 19 CRISIS RESPONSE

During the financial year 2021-22, due to the COVID-19 pandemic there were some restrictions imposed by the government, and the Company is in the business of Quick Service Restaurant, which is one of the most affected business areas due to this unprecedented Covid situation. The Company is focused on liquidity management to face any future disruption in business conditions. Further, the management of the Company is also analyzing the impact of this global pandemic on Company's business on a regular basis and will continue to closely monitor any material changes to future economic conditions.

ACKNOWLEDGEMENT

Your Directors' wish to place on record its sincere appreciation and gratitude to the Company's business associates, Customers, Suppliers, Bankers and Central and State Government Authorities for their continued support and assistance and also to the esteemed shareholders of the Company, for their valuable support and patronage

By Order of the Board
For Chai Thela Private Limited

	Rajesh Jhalani	**Manish Ranjan**
Place : New Delhi	Director	Director
Date: 05/08/2022	DIN: 00006395	DIN: 09369460

Annexure-I

FORM NO. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis – **NIL**.
2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	M/s VLS Capital Limited (Holding of M/s South Asian Enterprises Limited, an ultimate holding company of Chai Thela Private Limited)
b)	Nature of contracts/ arrangements/transaction	Taken loan(s) or security(ies) or guarantee(s) from M/s VLS Capital Limited, an ultimate holding company of Chai Thela Private Limited
c)	Duration of the contracts/ arrangements/transaction	For a maximum tenure of 3 years from the date of approval by the members of M/s VLS Capital Limited
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Taken loan(s) or security(ies) or guarantee(s) from M/s VLS Capital Limited, an ultimate holding company of Chai Thela Private Limited up to an aggregate amount not exceeding Rs. 300 (Lacs) (Rupees Three Hundred Lacs only) in single or multiple tranches as required from time to time at an interest rate not less than seven per cent (7%) per annum for a period of 3 years from the date of approval by the members of the VLS Capital Limited
e)	Date of approval by the Board	12.02.2022
f)	Date of approval by the Members of VLS Capital Limited	05.02.2022
g)	Amount paid as advances, if any	NA
h)	Amount taken as loan as of 31.03.2022	Rs. 70 (Lacs)

By Order of the Board
For Chai Thela Private Limited

	Rajesh Jhalani	**Manish Ranjan**
Place : New Delhi	Director	Director
Date: 05/08/2022	DIN: 00006395	DIN: 09369460

Annexure-II

ANNEXURE TO THE REPORT OF BOARD

Particulars required under Section 134 of the Companies Act, 2013 read with The Companies (Accounts) Rules, 2014

A. CONSERVATION OF ENERGY

(i) the steps taken or impact on conservation of energy;

(ii) the steps taken by the company for utilizing alternate source of energy;

(iii) the capital investment on energy conservation equipment.

The company is engaged in the business restaurant services, fast food services, dinning services, cloud kitchen etc. However, the Company has taken adequate steps wherever required for conservation of energy. No capital expenditure has been incurred by the company on energy conservation equipment during the year ended March 31, 2022.

B. TECHNOLOGY ABSORPTION

(i) the Company is taking continuous efforts towards technology absorption.

(ii) The benefits derived like product improvement, cost reduction, product development;

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- NIL

  (a) The details of the technology imported; - NIL

  (b) The year of import; - NIL

  (c) Whether the technology been fully absorbed; - NIL

  (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and

(iv) The expenditure incurred on Research and Development

No R&D has been carried out and no technology has been imported by the Company during the financial year ended March 31, 2022.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO **(IN INR)**

a) Foreign Exchange Earned : Nil

b) Foreign Exchange Used : Nil

By Order of the Board
For Chai Thela Private Limited

	Rajesh Jhalani	**Manish Ranjan**
Place : New Delhi	Director	Director
Date: 05/08/2022	DIN: 00006395	DIN: 09369460

Independent Auditor's Report

To the Members of Chai Thela Private Limited

Report on the Audit of financial statements

Opinion

We have audited the accompanying financial statements of **Chai Thela Private Limited ("*the Company*")** which comprises the Balance Sheet as at March 31, 2022, the Statement Profit and Loss (including Other Comprehensive Income), statement of changes in equity and statement of cash flows for the year ended on that date, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information [hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules there-under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our 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 preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, 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.

When we read the other information, which we will obtain after the date of auditors' report and we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance.

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, total comprehensive income, changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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.

Emphasis of Matter

1. We draw attention to note 15 and 16 to the financial statements; during the year ended on 31st March, 2022 the Company's net worth is substantially eroded. The Company has other equity of Rupees (3,22,29,834) which has eroded the entire share capital of Rs 1,21,960 and shareholder's funds as on 31.03.2022 amounts to Rupees (3,21,07,876). In our opinion, erosion of net worth raises significant doubt about the going concern assumption of the company. However, the management is of the opinion and are hopeful that the performance of the Company will be more satisfactory in coming year ahead and the promoters will infuse more funds for revival of the Company. Considering the matters set out in the said note, this financial statement is prepared on a going concern basis. Our opinion is not qualified in respect of these matters.

2. The company has become subsidiary of South Asian Enterprises Ltd in the financial year 2021-2022 which is a listed company, due to which the company has to reclassify it's financial statements as per IND-AS, which is done in accordance with Indian Accounting Standard (IND AS) 101. The financial statements up to the financial year 2020-2021 were prepared in accordance with INDIAN – GAAP.

Other Matter

We have not audited the financial statements of the company for the financial year 2019-2020. The financial statements for the year 2019-2020 have been reclassified and presented along with current period's financial statements due to the implementation of IND AS 101 and we do not express any opinion for the same. However, the auditor of the company for the said financial year had given an unmodified opinion.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure 'A'** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, based on our report we report that:

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

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

c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, Statement of Change in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.

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

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

i. The Company does not have any pending litigations.

ii. The Company did not have any long-term contract including derivative contract 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) Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in 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 its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

c) Based on the audit procedures 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 clause (a) and (b) above, contain any material misstatement.

(v) The Company has not declared or paid any dividend for the year.

For **Agiwal & Associates**
Chartered Accountants
Firm's Registration No.: 000181N

CA P. C. Agiwal
Partner
Membership No.: 080475
UDIN: 22080475AJTUSF7862

Place: New Delhi
Date: 27.05.2022

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements of **Chai Thela Private Limited** for the year ended 31st March, 2022, we report:

(i) In respect of Company's Property, Plant and Equipment and Intangible Assets:

(a) (A) The Company is maintaining proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment (PPE) and relevant details of right-of -use assets on the basis of available information;

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

(b) The fixed assets of the Company have not been physically verified by the management at reasonable intervals as per information provided to us and as explained.

(c) Based on our examination of lease agreement for land on which building is constructed, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

(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 March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under.

(ii) a) According to the information and explanations given to us, the inventories have been physically verified by the management to the extent practicable at reasonable intervals during the year and as explained, there was no material discrepancies noticed on such verification

b) The Company has not been sanctioned working capital limits in excess of Rs. five crores, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the order is not applicable.

(iii) a) The company has not provided loans to other entities during the year.

b) No investments were made during the year and terms of loan and advances are not prejudicial to the interest of company.

c) The Company has not provided any loan or advances in the nature of loans, hence, the reporting requirement under clause 3(iii)(c) is not applicable to the Company.

d) The company has no amount of interest overdue for more than 90 days in case of any loans or advances.

e) The company does not have any overdue loans and no renewal is done for any overdue loan by the company.

f) The company has not granted any loans or advances in nature of loan either repayable by demand or without specifying any terms or period of repayment.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of Companies Act, 2013 with respect to the loans, investments, guarantees and security provided by it.

(v) According to the information and explanations given to us, the Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the order is not applicable.

(vi) In our opinion and according to the information and explanations given to us, the specified cost accounts and records as prescribed by the Central Government in terms of sub-section (1) of section 148 of the Companies Act, 2013 are not required to be maintained by the company.

(vii) In respect of statutory dues:

(a) According to the information and explanations given to us and on the basis of our examination of the records, the Company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, duty of customs, Goods and service tax and any other material statutory dues to the appropriate authorities to the extent these are applicable.

(b) According to the information and explanations given to us, in respect of statutory dues, no undisputed dues were in arrears as at 31st March, 2022 for a period of more than six months from the date they become payable.

(viii) According to the information and explanations given to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) According to the information and explanations given to us,

(a) The company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon.

(b) The company has not been declared wilful defaulter by any bank or financial institution or other lender.

(c) The company term loans were applied for the purpose for which the loans were obtained.

(d) The company has not raised funds on short term basis have been utilised for long term purposes.

(e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) No loans have been raised on the pledge of securities.

(x) a) According to information and explanations given to us the company has not raised moneys by way of initial public offer or further public offer or private placement of share or convertible debentures. Accordingly, para (x)(a) of the order is not applicable.

b) According to the information and explanations given to us and based on our examination of the records of the company. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xi) (a) To the best of our knowledge and according to the information and explanations given to us no fraud by the company or on the Company by its officers or employees has been noticed or reported during the course of our audit;

(b) No report under sub-section (12) of Section 143 of the Companies Act 2013 has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government;

(c) No whistle blower complaints were received by the Company during the year as per our information.

(xii) In our opinion and according to the information and explanations given to us the Company is not a Nidhi company. Accordingly para (xii) of the order is not applicable to the Company.

(xiii) According to the information and explanations given to us and based on our examination of the records of the company transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statement as required by the applicable 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 for the year under audit issued to the Company during the year and till date in determining the nature, timing and extent of our audit procedures.

(xv) According to the information and explanations given to us and based on our examination of the records of the company the company has not entered into non-cash transactions with directors or persons connected with him in term of section 192 of the Act. Accordingly para (xv) of the order is not applicable.

(xvi) As per the information and explanation given to us the company is not required to be registered under section 45-IA of the Reserve Bank of India Act1934 (2 of 1934).

(xvii) The Company has incurred cash losses amounting to rupees (98,65,877) during the current financial year covered by our audit, and cash losses amounting to rupees (61,22,645) during the immediately preceding financial year.

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

(xix) According to the information and explanations given to us and based on our examination of the records of the company and 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 our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report 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 because the management has assured us that they are going to infuse more capital required, time to time.

(xx) There are no unspent amounts towards Corporate Social Responsibility (CSR) requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly reporting under clause 3(xx) of the order is not applicable for the year.

(xxi) The company does not have any subsidiary company so the question of adverse comments in CARO of consolidated financial statements does not arise.

For **Agiwal & Associates**
Chartered Accountants
Firm's Registration No. : 000181N

CA P. C. Agiwal
Partner
Membership No.: 080475
UDIN: 22080475AJTUSF7862

Place: New Delhi
Date: 27.05.2022

Annexure - B to the Independent Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act 2013 ("the Act") of **Chai Thela Private Limited** for the year ended 31st March, 2022

We have audited the internal financial controls over financial reporting of **Chai Thela Private Limited** ("the Company") as of 31 March2022 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 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to company's policies the safeguarding of its assets the prevention and detection of frauds and errors the accuracy and completeness of the accounting records and the timely preparation of reliable financial information as required under the Companies Act 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting 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 authorizations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition use or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion to the best of our information and according to the explanations given to us the Company has in all material respects an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2022 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Agiwal & Associates**
Chartered Accountants
Firm's Registration No.: 000181N

CA P. C. Agiwal
Partner
Membership No.: 080475
UDIN: 22080475AJTUSF7862

Place: New Delhi
Date: 27.05.2022

Balance Sheet as at 31st March, 2022

(₹ in lakhs)

S. No.	Particulars	Note No.	As at 31st March 2022	As at 31st March 2021	As at 1st April 2020
	ASSETS				
(1)	**Non-Current Assets**				
	(a) Property, Plant and Equipment	3	46.35	46.07	51.20
	(b) Right of Use Asset	3A	181.17	241.59	113.93
	(c) Intangible Assets	3B	0.50	0.14	-
	(d) Capital work-in-progress		-	-	-
	(e) Other Intangible assets		-	-	-
	(f) Investment in property (leasehold)		-	-	-
	(g) Financial Assets		-	-	-
	(i) Loans	4	-	-	-
	(ii) Investment	5	-	-	-
	(iii) Other financial assets	6	27.52	39.60	39.22
	(g) Deferred tax asset (Net)	7	17.37	11.49	8.48
	(h) Other Non current Asset		-	-	-
			272.91	**338.89**	**212.83**
(2)	**Current Assets**				
	(*a*) Inventories	8	14.07	13.64	10.81
	(*b*) Financial Assets		-	-	-
	(i) Loan	9	-	-	-
	(ii) Trade Receivable	10	11.13	10.45	0.49
	(iii) Cash and cash equivalents	11	2.44	3.73	4.19
	(iv) Other Bank balances	11A	-	-	-
	(v) Other Financial assets	12	-	-	-
	(c) Current Tax Assets (Net)	13	0.59	0.39	0.16
	(d) Other current assets	14	10.04	10.17	4.72
			38.27	**38.38**	**20.37**
	Total Assets		**311.18**	**377.27**	**233.20**
	EQUITY AND LIABILITIES				
	Equity				
	(a) Equity Share capital	15	1.22	1.22	1.22
	(b) Other Equity	16	(322.30)	(158.46)	(32.82)
			(321.08)	**(157.24)**	**(31.60)**
	LIABILITIES				
(1)	**Non-Current Liabilities**				
	(a) Financial Liabilities				
	(i) Borrowings	17	70.00	181.07	46.07
	(ii) Lease Liability	17A	117.29	267.37	120.94
	(ii) Other financial liabilities		-	-	-
	(b) Provisions	18	0.97	1.37	2.03
	(c) Other non-current liabilities		-	-	-
			188.26	**449.81**	**169.04**
(2)	**Current Liabilities**				
	(a) Financial Liabilities				
	(i) Borrowings	19	266.32	-	-
	(ii) Lease Liability	20	63.88	-	-
	(iii) Trade payables		-	-	-
	i) Due to micro enterprises and small enterprises		-	-	-
	ii) Due to other	21	52.62	42.83	53.00
	(b) Other financial liabilities	22	38.36	11.02	25.49
	(c) Other current liabilities	23	22.80	30.85	17.26
	(d) Provisions	24	0.02	0.00	0.01
	(e) Current Tax Liabilities (Net)		-	-	-
			444.00	**84.70**	**95.76**
	Total Equity and Liabilities		**311.18**	**377.27**	**233.20**

Significant Accounting Policies and Notes forming part of accounts
The notes referred to above are an integral part of these financial statements
As per our report of even date

For Agiwal & Associates
(F.R.N.000181N)
Chartered Accountants

P.C.Agiwal
Partner
Membership No. 080475

For and on behalf of the Board

Rajesh Jhalani
Director
DIN: 00006395

Manish Ranjan
Director
DIN: 09369460

Place : New Delhi
Date: 27/05/2022

Statement of Profit and Loss for the year ended 31st March, 2022

(₹ in lakhs)

S. No.	Particulars	Note No.	31st March 2022	31st March 2021
I	Revenue From Operations	25	363.48	176.49
II	Other Income	26	25.03	14.81
III	Total Income (I+II)		**388.51**	**191.30**
IV	**EXPENSES**			
	Purchase of Stock-in-Trade		150.42	72.97
	Changes in Inventories of Stock-in-Trade	27	(0.42)	(2.84)
	Employee benefits expense	28	68.82	75.49
	Finance costs	29	19.64	26.41
	Depreciation and amortization expense		70.68	66.76
	Other expenses	30	248.71	80.51
	Total expenses (IV)		**557.85**	**319.30**
V	Profit/(loss) before exceptional items and tax (III- IV)		(169.34)	(128.00)
VI	Exceptional Items		-	-
VII	Profit/(loss) before tax		(169.34)	(128.00)
	(V-VI)			
VIII	Tax expense:	32		
	(1) Current tax		-	-
	(2) Tax adjustment for earlier Year		-	-
	(3) Deferred tax		5.88	3.01
IX	Profit (Loss) for the period (VII-VIII)		(163.46)	(124.99)
X	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss			
	Gain / (Loss) arsing on Defined Employee Benefits		(0.38)	(0.67)
	Gain / (Loss) arsing on fair valution of Investment			
	(ii) Income tax relating to items that will not be reclassified to profit or loss			
XI	Other comprehensive income / (loss) (i+ii)		(0.38)	(0.67)
XII	Total Comprehensive Income for the period (IX+XI) (Comprising Profit (Loss) and Other Comprehensive Income for the period)		(163.84)	(125.66)
XIII	Earnings per equity share			
	(1) Basic	31	(1,340.25)	(1,024.88)
	(2) Diluted		(1,340.25)	(1,024.88)

Significant Accounting Policies and Notes forming part of accounts

The notes referred to above are an integral part of these financial statements

As per our report of even date
For Agiwal & Associates
(F.R.N.000181N)
Chartered Accountants

For and on behalf of the Board

P.C.Agiwal
Partner
Membership No. 080475

Manish Ranjan
Director
DIN: 09369460

Rajesh Jhalani
Director
DIN: 00006395

Place : New Delhi
Date: 27/05/2022

Cash Flow Statement for the year ended 31st March, 2022

(₹ in lakhs)

	Particulars	31st March 2022	31st March 2021
A.	**Cash Flow from Operating Activities**		
	Profit/(loss) before tax	(169.34)	(127.99)
	Adjustments for:-		
	Dividend Income	-	-
	Depreciation	70.68	66.76
	Employee benefits expense	(0.38)	(0.67)
	Interest Income	(1.92)	(0.89)
	Finance Cost	19.64	26.41
	Operating Profit before Working Capital Changes	(81.32)	(36.38)
	Adjustments for:		
	(Increase) / Decrease in Inventories	(0.42)	(2.84)
	Other financial assets	12.08	(0.38)
	Trade Payable	9.79	(10.16)
	Trade Receivable	(0.68)	(9.96)
	Other financial liabilities	27.34	(14.47)
	Other current liabilities	(8.05)	13.59
	Provisions	(0.38)	(0.67)
	Other current assets	0.13	(5.44)
	Cash Generated from Operations	(41.51)	(66.72)
	Tax paid	(0.20)	(0.23)
	Net Cash generate / (used in) Operating Activities	(41.71)	(66.95)
B.	**Cash Flow from Investing Activities**		
	Additions in Fixed Assets	(27.14)	(18.03)
	Sale of Investments	-	-
	Purchase of Investments	-	-
	Right of Use Asset	16.24	(171.39)
	Dividend Income	-	-
	Interest Received	1.92	0.89
	Investment in bank deposits (having original maturity for more than 3 months)	-	-
	Net Cash generate / (used in) Investing Activities	(8.99)	(188.54)
C.	**Cash Flow from Financing Activities**		
	Interest paid	(19.64)	(26.41)
	Increase / (Decrease) in Long Term Borrowings	(111.07)	135.00
	Increase / (Decrease) in Short Term Borrowings	266.32	-
	Increase / (Decrease) in Lease Liability	(86.21)	146.44
	Financial Assets	-	-
	Net Cash generated/ (used in) Financing Activities	49.40	255.03
	Net increase/ (decrease) in Cash & Cash Equivalents	(1.29)	(0.46)
	Cash & Cash Equivalents at the beginning of the year	3.73	4.19
	Cash & Cash Equivalents at the end of the year	2.44	3.73

	Note:		
1	The above Cash Flow Statement has been prepared under the 'Indirect Method' set out in the Accounting Standard 3 "Cash Flow Statement" issued by the Institute of Chartered Accountants of India.		
2	Cash & Cash Equivalents		
	Cash on Hand	0.57	2.04
	Current Account	1.86	1.69
	Overdraft	-	-
	Cash and Bank balances as per Note 11	**2.44**	**3.73**

As per our report of even date
Significant Accounting Policies and Notes forming part of accounts

As per our report of even date
For Agiwal & Associates
(F.R.N.000181N)
Chartered Accountants

For and on behalf of the Board

P.C.Agiwal
Partner
Membership No. 080475

Manish Ranjan
Director
DIN: 09369460

Rajesh Jhalani
Director
DIN: 00006395

Place : New Delhi
Date: 27/05/2022

Statement of Changes in Equity for the year ended 31st March 2022

A. Equity Share Capital

(1) Current reporting period (₹ in lakhs)

Balance as at 1st April, 2021	Changes in Equity Share Capital due to prior period errors	Restated Balance as at 1st April, 2021	Changes in equity share capital during the current year	Balance as at 31st March, 2022
1.22	-	1.22	-	1.22

(2) Previous reporting period (₹ in lakhs)

Balance at 1st April, 2020	Changes in Equity Share Capital due to prior period errors	Restated Balance as at 1st April, 2020	Changes in equity share capital during the previous year	Balance as at 31st March, 2021
1.22	-	1.22	-	1.22

B. Other Equity

(1) Current reporting period (₹ in lakhs)

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Debt Instruments through Other Comprehensive Income	Fair Value Gain on Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange Differences on translating the financial statements of a foreign operation	Remeasurement of Defined Benefit Plans	Money Received against share warrants	Total
			Capital Reserve	Security Premium	Other Reserves (Specify nature)	Retained Earnings								
Balance as at 1st April, 2021	-	-	-	149.78	-	(309.61)	-	-	-	-	-	1.37	-	**(158.46)**
Changes in accounting policy/ prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Restated balance as at 1st April, 2021	-	-	-	149.78	-	(309.61)	-	-	-	-	-	1.37	-	**(158.46)**
Profit for the year	-	-	-	-	-	(163.46)	-	-	-	-	-	(0.38)	-	**(163.84)**
Other Comprehensive Income (net of tax)	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Total comprehensive income for the current year	**-**	**-**	**-**	**-**	**-**	**(163.46)**	**-**	**-**	**-**	**-**	**-**	**(0.38)**	**-**	**(163.84)**
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Transfer to/ from retained earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Any other change (to be specified)	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Balance as at 31st March, 2022	**-**	**-**	**-**	**149.78**	**-**	**(473.07)**	**-**	**-**	**-**	**-**	**-**	**0.99**	**-**	**(322.30)**

(2) Previous reporting period (₹ in lakhs)

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Debt Instruments through Other Comprehensive Income	Fair Value Gain on Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange Differences on translating the financial statements of a foreign operation	Remeasurement of Defined Benefit Plans	Money Received against share warrants	Total
			Capital Reserve	Security Premium	Other Reserves (Specify nature)	Retained Earnings								
Balance as at 1st April, 2020	-	-	-	149.78	-	(184.64)	-	-	-	-	-	2.04	-	**(32.82)**
Changes in accounting policy/ prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Restated balance as at 1st April, 2020	-	-	-	149.78	-	(184.64)	-	-	-	-	-	2.04	-	**(32.83)**
Profit for the year	-	-	-	-	-	(124.97)	-	-	-	-	-	(0.67)	-	**(125.64)**
Other Comprehensive Income (net of tax)	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Total comprehensive income for the previous year	**-**	**-**	**-**	**-**	**-**	**(124.97)**	**-**	**-**	**-**	**-**	**-**	**(0.67)**	**-**	**(125.64)**
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Transfer to/ from retained earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Any other change (to be specified)	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**
Balance as at 31st March, 2021	**-**	**-**	**-**	**149.78**	**-**	**(309.61)**	**-**	**-**	**-**	**-**	**-**	**1.37**	**-**	**(158.46)**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022

1. Corporate Information

Chai Thela Private Limited (CTPL, The Company) was incorporated on 4th June, 2016 with CIN: U15100DL2016PTC300928. Chai Thela Private Limited is a private limited company and is further classified as a Company limited by Shares. The company is incorporated and registered under Companies Act, 2013 by the Registrar of Companies (ROC), Delhi. The official address for the registered office of the company is at 13, 2nd Floor, Sant Nagar, East of Kailash, New Delhi-110065.

The Company is engaged in the business of restaurants and running quick service restaurant food chain in the name "Chai Thela". The company is a subsidiary of South Asian Enterprises Limited w.e.f. 23rd August, 2021.

2. Significant Accounting Policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Statement of Compliance with Ind AS

In accordance with the notification dated 16th February, 2015, issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) with effect from 1st April, 2020 with restatement of previous year figures presented in this financial statements. Accordingly, the financial statements have been prepared in accordance with Ind AS prescribed under Section 133 of the Companies Act, 2013 ("Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) (Amendment) Rules, 2016.

The Company has adopted all the applicable Ind AS and the adoption was carried out in accordance with Ind AS-101 First time adoption of Indian Accounting Standards.

The transition was carried out from Generally Accepted Accounting Principles in India which comprised of applicable Accounting Standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, other pronouncements of the Institute of Chartered Accountants of India (ICAI), relevant applicable provisions of the Companies Act, 1956, and the Companies Act, 2013 to the extent applicable ("Previous GAAP).

These financial statements for the year ended 31st March, 2022 are the first financial statements of the Company prepared in accordance with Ind AS. The date of transition to Ind AS is 1st April, 2020.

All the Ind AS issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements are approved for issue by the Board of Directors has been considered in preparing these financial statements.

2.2 Basis of Preparation of Financial Statements

These financial statements are prepared on the accrual basis of accounting, under the historical cost convention except for the following:

i) Certain financial assets and financial liabilities measured at fair value; and

ii) Defined benefits plan - plan assets measured at fair value.

There is no change in the system of accounting as being consistently followed from earlier years unless otherwise stated except application of Ind AS w.e.f. transition date i.e. 01.04.2020.

All assets and liabilities have been classified as current or non-current as per company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of operations and time between procurement of raw material and realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities

2.3 Use of Estimates and Judgments

The preparation of the Financial Statements in conformity with GAPP requires management to make estimates, judgments and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenditure during the period. Management believes that the estimates made in the preparation of the financial statements are prudent and reliable. Actual results might differ from the estimates. Difference between the actual results and estimates are recognized in the period in which results are known / materialized.

2.4 Property, plant and equipment (PPE) and Capital work-in-progress (CWIP)

Transition to Ind AS

The Company has elected to continue with carrying value of all Property, plant and equipment and Capital work-in-progress (CWIP) under the previous GAAP as deemed cost as at the transition date i.e. 1st April, 2020.

Under the previous GAAP, Property, plant and equipment were stated at their original cost (net of accumulated depreciation and impairment) adjusted by revaluation of certain assets.

The Property, plant and equipment (PPE) and Capital work-in-progress (CWIP) are stated at cost net of cenvat credit and/or at revalued price less accumulated depreciation and Accumulated Impairment.

Interest on borrowings used to finance the construction of qualifying assets are capitalized as part of the cost of the asset until such time that the asset is ready for its intended use.

Depreciation on Property, plant and equipment (PPE) is provided on written down value method as prescribed under Part C of Schedule II to the Companies Act, 2013. The additional depreciation, on increase in cost on account of revaluation, is transferred to Retained Earnings from Revaluation Reserve and is thus not charged to statement of Profit & Loss of the year.

Useful life of assets is considered on the basis of schedule-II of Companies Act 2013.

Subsequent costs are included in the asset's carrying amount only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably.

All other repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

Depreciation/amortization on assets added, sold or discarded during the year is provided on pro-rata basis.

2.5 Intangible assets (Computer Software)

Transition to Ind AS:

The Company has elected to continue with carrying value of computer software under the previous GAAP, as deemed cost as at the transition date i.e. 1st April, 2020. Under the previous GAAP, computer software was stated at their original cost (net of accumulated amortization and accumulated impairment, if any).

Intangible assets expected to provide future enduring economic benefits are recorded at the consideration paid for acquisition of such assets and are carried at cost of acquisition less accumulated amortization and impairment, if any.

Intangible assets: Computer software is amortized over a period of four years.

2.6 Revenue Recognition and Expenses

(i) Revenue is recognized to the extent it is probable that economic benefits would flow to the Company and the revenue can be reliably measured, regardless of when the revenue proceeds is received from customers.

(ii) Revenue is measured at the fair value of the consideration received/receivable taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

(iii) Revenue from rendering restaurant services is recognized when the related services are performed and billed to the customer and is net of GST, as applicable.

(iv) All other Income are accounted for on accrual basis.

2.7 Expenses

(i) All expenses are accounted for on accrual basis.

2.8 Inventory

a) Cost of inventory comprises of purchase price, cost of conversion and other cost that have been incurred in bringing the inventories to their respective present location and condition. Interest costs are not included in value of inventory.

Inventories are valued as under:

Finished Goods are carried at lower of cost or net realizable value. Cost of finished goods is determined following first in first out method.

2.9 Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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.

The management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

External valuers are involved for valuation of significant assets, such as properties. Involvement of external valuers is decided by the management after discussion with and approval by the Company's management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.10 Financial instruments

Financial assets and financial liabilities are recognised in the Balance sheet when the Company becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. The financial assets include equity and debt securities, trade and other receivables, loans and advances, cash and bank balances and derivative financial instruments.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in the following categories:

1) At amortised cost,
2) At fair value through other comprehensive income (FVTOCI), and
3) At fair value through profit or loss (FVTPL).

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR.

Equity investments

All equity investments in the scope of Ind AS 109 are measured at fair value except in case of investment in subsidiary carried at deemed cost and associate carried at cost.

Deemed cost is the carrying amount under the previous GAAP as at the transition date i.e. 1st April, 2020. Equity instruments included within the FVTPL category, if any, are measured at fair value with all changes recognized in profit or loss. The Company may make an irrevocable election to present in OCI subsequent changes in the fair value.

The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. When the fair value has been determined based on level 3 inputs, the difference between the fair value at initial recognition and the transaction price is deferred and after initial recognition deferred difference is recognised as gain or loss to the extent it arises from change in input to valuation technique. If the Company decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in OCI.

There is no recycling of the amounts from OCI to profit or loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

De-recognition

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

2.11 Employees Benefits

(i) 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 are recognized as an expense as the related service is rendered by employees.

(ii) Post employment benefits

Defined contribution plans*:*

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 provident fund. The Company's contribution is recognized as an expense in the statement of profit and loss during the period in which employee renders the related service.

Defined benefit plan:

The Company's gratuity benefit scheme is a defined benefit plan. 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, and the fair value of any plan assets is deducted.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to 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 the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the balance sheet date.

When the calculation results in a benefit to the Company, the recognized asset is limited to the net total of any unrecognized actuarial losses and past service costs and the present value of any future refunds from the plan or reductions in future contributions to the plan.

Actuarial gains and losses are recognized in the other comprehensive income

(ii) Long term employment benefits

The Company's net obligation in respect of long-term employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. The obligation is calculated using the projected unit credit method and is discounted to its present value and the fair value of any related assets is deducted. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the balance sheet date.

(iv) Compensated absences

The employees can carry-forward a portion of the unutilized accrued compensated absences and utilize it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

Short term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit & Loss for the year in which the related service is rendered.

(V) Estimation of Defined benefit obligations

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each financial year end. The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans, the actuary considers the interest rates of government bonds. The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

2.12 Borrowing Costs

Borrowing costs attributable to the qualifying assets are capitalized up to the period such assets are ready for the intended use and commenced commercial production. All other borrowing cost is charged to the Statement of Profit & Loss in the period in which they are incurred.

2.13 Foreign Currency Transactions and Translations

a) Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of transaction. Monetary items denominated in foreign currency at the year end are translated at year end rates.

b) Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

c) In respect of monetary items which are covered by forward exchange contracts, the difference between the year end and the rate on the date of contract is recognized as exchange difference and the premium on such forward contracts is recognized over the life of the forward contract.

d) The exchange differences arising on settlement/translation are recognized in the Statement of Profit and Loss.

2.14 Taxes on Income

(a) **Current Tax**

Tax on income for the current period is determined on the basis of taxable income computed in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which give future economic benefit in the form of adjustment to future income tax liability is considered as an asset to the extent there is convincing evidence that the company will pay normal income tax.

(b) Deferred Tax

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

Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of an asset or liability in a transaction (other than a business combination) affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets are recognised for the carry forward of unused tax losses and unused tax credit to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits 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 measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax liabilities are generally recognised on all taxable temporary differences.

2.15 Impairment of Non-financial Assets

(i) No financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

(ii) An impairment loss is recognised for the amount by which the assets' carrying amount exceeds its recoverable amount, costs of disposal and value in use.

(iii) For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash inflows from other assets or group of assets (cash generating units).

(iv) Non financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of the each reporting period.

2.16 Leases

The Company lease asset classes primarily consist of leases for space taken on lease for operating its restaurants. The Company assesses whether a contract contains a lease, at inception of a contract. At the date of commencement of the lease, the company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the lease term. The lease liability is initially measured at amortized cost at the present value of the future lease payments

Transition

The Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 1, 2020 using the modified retrospective method and has taken the cumulative adjustment to retained earnings, on the date of initial application.

As a lessor

Lease income from operating leases where the Company is a lessor is recognized in income on a straight-line basis over the lease term

unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

2.17 Provisions, Contingent Liabilities and Contingent Assets

(i) Provision is recognized in respect of obligations where, based on the evidence available, their existence at the Balance Sheet date is considered probable.

(ii) Provision is recognized in the accounts in respect of present probable obligations, the amount of which can be reliably estimated.

(iii) Provisions are not recognised for future operating losses.

(iv) Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence is confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company.

(v) A contingent asset is not recognized in the financial statements.

(vi) Provisions and contingent liabilities are reviewed at each balance sheet date.

2.18 Segment Reporting

Primary Segment

Based on the guiding principles given in the Ind AS-108 "Segment Reporting" issued by ICAI, the Company's operated only in one segment i.e. running of restaurant chain.

Segment Identification

Business segments have been identified on the basis of the nature of products/ services, the risk return profile of individual business, the organizational structure and the internal reporting system of the company.

The operating segments are reported after taken into consideration of aggregation criteria and quantitative threshold as mentioned in Para 12 and 13 of Ind AS 108.

2.19 Earnings Per Share

Basic earnings per share is computed by dividing the profit/ (loss) after tax (including the post tax effect of extra ordinary items, if any) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit/(loss) after tax (including the post tax effect of extra ordinary items, if any) by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares which could be issued on the conversion of all dilutive potential equity shares.

2.20 Cash and Cash Equivalents

Cash and cash equivalents in the Balance sheet comprise cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of changes in value.

For the purpose of the Cash Flow Statement, Cash and cash equivalents consist of Cash and cash equivalents, as defined above and net of outstanding book overdrafts as they are considered an integral part of the Company's cash management

2.21 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payment and item of income or expenses associated with investing or financing flows. The cash flows operating, investing and financing activities of the company are segregated.

2.22 Investment Property:

An investment property shall be measured initially at its cost. Transaction costs shall be included in the initial measurement.

The cost of a purchased investment property comprises its purchase price and any directly attributable expenditure. Directly attributable expenditure includes, for example, professional fees for legal services, property transfer taxes and other transaction costs.

Cost model after initial recognition, an entity shall measure all of its investment properties in accordance with Ind AS 16's requirements for cost model, other than those that meet the criteria to be classified as held for sale (or are included in a disposal group that is classified as held for sale) in accordance with Ind AS 105, Non-current Assets held for Sale and Discontinued Operations. Investment properties that meet the criteria to be classified as held for sale (or are included in a disposal group that is classified as held for sale) shall be measured in accordance with Ind AS 105.

When measuring the fair value of investment property in accordance with Ind AS 113, an entity shall ensure that the fair value reflects, among other things, rental income from current leases and other assumptions that market participants would use when pricing investment property under current market conditions.

This Standard requires all entities to measure the fair value of investment property, for the purpose of disclosure even though they are required to follow the cost model. An entity is encouraged, but not required, to measure the fair value of investment property on the basis of a valuation by an independent valuer who holds a recognized and relevant professional qualification and has recent experience in the location and category of the investment property being value.

2.23 Insurance claims and liquidated damages

Insurance claims are accounted as and when admitted/settled. Subsequent changes in value, if any, are provided for.

Note 3: Key accounting estimates and Judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on ongoing basis. Any changes to accounting estimates are recognized prospectively. Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

(a) Provision and contingent liability: On an ongoing basis, Company reviews pending cases, claims by third parties and other contingencies. For contingent losses that are considered probable, an estimated loss is recorded as an accrual in financial statements. Loss Contingencies that are considered possible are not provided for but disclosed as Contingent liabilities in the financial statements. Contingencies the likelihood of which is remote are not disclosed in the financial statements. Gain contingencies are not recognized until the contingency has been resolved and amounts are received or receivable.

(b) Allowance for impairment of financial asset: Judgments are required in assessing the recoverability of overdue loans / investment and determining whether a provision against those loans / investments is required. Factors considered include the aging of past dues, value of collateral and any possible actions that can be taken to mitigate the risk of non-payment.

(c) Recognition of deferred tax assets: Deferred tax assets are recognized for unused tax-loss carry forwards and unused tax credits to the extent that realization of the related tax benefit is probable. The assessment of the probability with regard to the realization of the tax benefit involves assumptions based on the history of the entity and budgeted data for the future.

(d) Property, plant and equipment and Intangible Assets: Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values as per schedule II of the Companies Act, 2013 or are based on the Company's historical experience with similar assets and taking into account anticipated technological changes, whichever is more appropriate.

(e) The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Company uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period.

f) Defined benefit plans: The cost of defined benefit plans and the present value of the defined benefit obligations are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long - term nature, a defined benefit obligation is highly sensitive to changes in these assumptions.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 ***(Contd...)***

NOTE - 3 Property, Plant & Equipment **(₹ in lakhs)**

Description	Plant and Machinery	Building	Vehicle	Furniture & Fixtures	Office Equipment	Computers	Total
Balance as at 31st March, 2020	-	-	-	73.64	33.56	6.66	113.87
Gross Carrying value as at April 1, 2020	-	-	-	73.64	33.56	6.66	113.87
Additions	-	-	-	11.36	4.98	1.49	17.83
Addition through business transfer	-	-	-	-	-	-	-
Deduction	-	-	-	-	(0.60)	-	(0.60)
Gross Carrying value as at March 31, 2021	**-**	**-**	**-**	**85.00**	**37.94**	**8.15**	**131.10**
Gross Carrying Value as at April 1, 2021	-	-	-	85.00	37.95	8.15	131.10
Additions	-	-	1.80	14.03	9.63	1.26	26.73
Addition through business transfer	-	-	-	-	-	-	-
Deduction	-	-	-	-	-	-	-
Gross Carrying value as at March 31, 2022	**-**	**-**	**1.80**	**99.03**	**47.58**	**9.41**	**157.83**
Accumulated Depreciation & Impairment							
Balance as at 31st March, 2020	**-**	**-**	**-**	35.72	21.30	5.65	62.67
Accumulated depreciation as at April 1, 2020	-	-	-	35.72	21.30	5.65	62.67
Depreciation for the year	-	-	-	15.72	6.25	0.99	22.96
Adjustments	-	-	-	-	-	-	-
Deduction	-	-	-	-	(0.60)	-	(0.60)
Accumulated depreciation as at March 31, 2021	**-**	**-**	**-**	**51.44**	**26.95**	**6.64**	**85.03**
Accumulated depreciation as at April 1, 2021	-	-	-	51.44	26.96	6.64	85.03
Depreciation for the year	-	-	0.28	16.83	7.82	1.51	26.45
Adjustments	-	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2022	**-**	**-**	**0.28**	**68.27**	**34.78**	**8.15**	**111.48**
Net Carrying Value							
As at 1st April, 2020	-	-	-	37.92	12.26	1.02	51.20
As at 31st March, 2021	-	-	-	33.56	10.99	1.51	46.07
As at 31st March, 2022	**-**	**-**	**1.52**	**30.76**	**12.80**	**1.27**	**46.35**

NOTE: 3A **(₹ in lakhs)**

Right-of-use assets:

Description	Right of Use Asset	Total
Gross Carrying value as at April 1, 2020	176.71	176.71
Additions	171.39	171.39
Addition through business transfer	-	-
Deduction	-	-
Gross Carrying value as at March 31, 2021	**348.10**	**348.10**
Gross Carrying Value as at April 1, 2021	348.10	348.10
Additions	87.88	87.88
Addition through business transfer	-	-
Deduction/ Adjustements	(104.11)	(104.11)
Gross Carrying value as at March 31, 2022	**331.87**	**331.87**
Accumulated Depreciation & Impairment		
Accumulated depreciation as at April 1, 2020	62.78	62.78
Depreciation for the year	43.74	43.74
Adjustments	-	-
Deduction	-	-
Accumulated depreciation as at March 31, 2021	**106.51**	**106.51**
Accumulated depreciation as at April 1, 2021	106.51	106.51
Depreciation for the year	44.19	44.19
Adjustments	-	-
Accumulated depreciation as at March 31, 2022	**150.70**	**150.70**
Net Carrying Value		
As at 1st April, 2020	113.93	113.93
As at 31st March, 2021	241.59	241.59
As at 31st March, 2022	181.17	181.17

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

Note : 3 (B)

Intangible Assets **(₹ in lakhs)**

Description	Software	Total
Gross Carrying value as at April 1, 2020	-	-
Additions	0.20	0.20
Addition through business transfer	-	-
Deduction	-	-
Gross Carrying value as at March 31, 2021	**0.20**	**0.20**
Gross Carrying Value as at April 1, 2021	0.20	0.20
Additions	0.41	0.41
Addition through business transfer	-	-
Deduction	-	-
Gross Carrying value as at March 31, 2022	**0.61**	**0.61**
Accumulated Depreciation & Impairment		
Accumulated depreciation as at April 1, 2020	-	-
Depreciation for the year	0.06	0.06
Adjustments	-	-
Deduction	-	-
Accumulated depreciation as at March 31, 2021	**0.06**	**0.06**
Accumulated depreciation as at April 1, 2021	0.06	0.06
Depreciation for the year	0.05	0.05
Adjustments	-	-
Accumulated depreciation as at March 31, 2022	**0.11**	**0.11**
Net Carrying Value		
As at 1st April, 2020	-	-
As at 31 March 2021	0.14	0.14
As at 31 March 2022	**0.50**	**0.50**

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021	As at 1st April 2020
Note - 4 Loan			
Unsecured			
Considered Good			
Inter-Corporate Loan	-	-	-
Total	**-**	**-**	**-**
NOTE - 5 Investment in Equity (At fair value through OCI)			
A - Non trade -Fully paid up			
UNQUOTED			
(At fair value through OCI)			
Total	**-**	**-**	**-**
Total Non-Current Investment	**-**	**-**	**-**
Note - 6 Other Financial Assets			
(unsecured, considered good unless otherwise stated)			
Deposit with U P Vat Authorities	0.50	0.50	0.50
Security Deposit Rent	27.02	39.10	38.72
Total	**27.52**	**39.60**	**39.22**
Note -7 Deferred Tax Asset			
Deferred Tax			
a. Deferred Tax Liabilities			
- Depreciation on Fixed Asstes	17.37	11.49	8.48
- Ind AS Impact	-	-	-
b. Deferred Tax Assets			
- Employee Benefits	-	-	-
- Provision for bad & doubtful debts	-	-	-
Net Deferred Tax (Liabilities)/Asset	**17.37**	**11.49**	**8.48**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

(₹ in lakhs)

PARTICULARS	As at 1st April 2020	Provided during the Year	As at 31st March 2021	Provided during the Year	As at 31st March 2022
Deferred tax liability:					
Related to Fixed Assets (Depreciation)	8.48	3.01	11.49	5.88	17.37
Others	-	-	-	-	-
Total deferred tax liability (A)	8.48	3.01	11.49	5.88	17.37
Deferred tax asets:					
Carry forward Business Loss / Unabsorbed Depreciation	-	-	-	-	-
43B Disallowances etc.	-	-	-	-	-
Others	-	-	-	-	-
Provision for leave encashment and Others	-	-	-	-	-
Revaluations of FVTOCI investments to fair value	-	-	-	-	-
Total deferred tax assets (B)	-	-	-	-	-
Deferred Tax Liability (Net) (A - B)	8.48	3.01	11.49	5.88	17.37

(₹ in lakhs)

PARTICULARS		As at 31st March 2022	As at 31st March 2021	As at 1st April 2020
Note -8 Inventories				
Stock in Trade		14.07	13.64	10.81
Music album		-	-	-
	Total	**14.07**	**13.64**	**10.81**
Note - 9 Loan				
Loan		-	-	-
	Total	**-**	**-**	**-**

Note 10 (b) (ii) Trade Receivables

(unsecured, considered good unless otherwise stated) **(₹ in lakhs)**

Particulars	As at 31st March, 2022	As at 31st March, 2021	As at 31st March, 2020
Trade Receivables	11.13	10.45	0.49
Total	**11.13**	**10.45**	**0.49**

Particulars	As at 31st March, 2022						As at 31st March, 2021						As at 31st March, 2020					
	Outstanding for following periods from due date of payment						Outstanding for following periods from due date of payment						Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	**11.13**	-	-	-	-	**11.13**	**9.67**	**0.78**	-	-	-	**10.45**	**0.49**	-	-	-	-	**0.49**
(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						-						-						-

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021	As at 1st April 2020
Note-11 Cash and Cash Equivalents			
Cash on hand	0.58	2.04	1.88
Balance with Bank			
In current account	1.86	1.69	2.31
Deposit with Bank less than 3 months	-	-	-
Total	**2.44**	**3.73**	**4.19**
Note -11A Bank Balances			
Deposit with bank more than 3 month upto 12 months	-	-	-
Interest Accrued on Fixed Deposit	-	-	-
Fixed Deposit with original maturity of more than 12 months against short term borrowing	-	-	-
Grand Total	**-**	**-**	**-**
Note -12 Other Financial Assets			
(unsecured, considered good unless otherwise stated)			
Security Deposits	-	-	-
Advance to staff	-	-	-
Deferred Cost towards Staff Loan	-	-	-
Total	**-**	**-**	**-**
Note-13 Current Tax Assets (Net)			
(unsecured, considered good unless otherwise stated)			
Income Tax Receivable	0.59	0.39	0.16
Total	**0.59**	**0.39**	**0.16**
Note-14 Other current assets			
(unsecured, considered good unless otherwise stated)			
Advance to Suppliers	-	-	-
Prepaid Lease Rent	10.04	10.17	4.72
Other	-	-	-
Total	**10.04**	**10.17**	**4.72**
Note - 15 Equity Share Capital			
Authorised			
1,00,000 Equity Shares of Rs.10/- each	10.00	10.00	10.00
	10.00	**10.00**	**10.00**
Issued, Subscribed & Called Up Capital			
Issued, Subscribed & Paid up			
12,196 Equity Shares of Rs.10/- each	1.22	1.22	1.22
	1.22	**1.22**	**1.22**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 ***(Contd...)***

a. Reconciliation of shares outstanding at the beginning and at the end of the reporting year **(₹ in lakhs)**

Equity Shares	As at 31st March 2022		As at 31st March 2021		As at 1st April 2020	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the year	**12,196**	**1.22**	**12,196**	**1.22**	**12,196**	**1.22**
Issued during the year	**-**	**-**	**-**	**-**	**-**	**-**
(ii) Outstanding at the end of the year	**12,196**	**1.22**	**12,196**	**1.22**	**12,196**	**1.22**

b. Terms/rights attached to equity shares

The Company has one class of equity shares having a par value of Rs.10 each (previous year: having a par value of Rs.10 each). Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holder of the equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all the preferential amounts. However, no such preferential amounts exists currently. The distribution will be in proportion to the number of equity shares held by the shareholders. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting.

c. Details of shareholders holding more than 5% shares in the company

Particulars	As at 31st March 2022		As at 31st March 2021		As at 1st April 2020	
	No. of shares	% of holding	No. of shares	% of holding	No. of shares	% of holding
Shri Varda Pecific Securities Limited	**-**	**-**	**5098**	**41.80**	**-**	**-**
Pankaj Judge	**-**	**-**	**2,439**	**20.00**	**8,700**	**71.34**
Seema Jhalani	**4,837**	**39.66**	**2,398**	**19.66**	**-**	**-**
Taranjeet Sapra	**-**	**-**	**-**	**-**	**1,300**	**10.66**
South Asian Enterprises Limited	**7,359**	**60.34**	**2,261**	**18.54**		
Gems Advisory	**-**	**-**	**-**	**-**	**1,464**	**12.00**
Innovius Trust Services	**-**	**-**	**-**	**-**	**732**	**6.00**
Outstanding at the end of the year	**12,196**	**100.00**	**12,196**	**100.00**	**12,196**	**100.00**

d. Details of shares held by Holding Company

7359 (Previous Year 2261) Equity Shares held by South Asian Enterprises Limited*

*Holding Company since 23.08.2021

Disclosure of shareholding of promoters

Shareholding of promoters as at 31st March, 2022

Particulars	As at 31st March 2022		As at 31st March 2021		% Change during the year
Promoter Name	No. of shares held	% of holding	No. of shares held	% of holding	
South Asian Enterprises Limited	7,359	60.34	2,261	18.54	41.80
Total	**7,359**	**60.34**	**2,261**	**18.54**	**41.80**

Shareholding of promoters as at 31st March, 2021

Particulars	As at 31st March 2021		As at 31st March 2020		% Change during the year
Promoter Name	No. of shares held	% of holding	No. of shares held	% of holding	
South Asian Enterprises Limited	2,261	18.54	-	-	(18.54)
Total	**2,261**	**18.54**	**-**	**-**	**(18.54)**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021	As at 1st April 2020
Note-16 Other Equity			
Securities premium			
As per Last Balance Sheet	149.78	149.78	149.78
Less: Calls Unpaid - by other	-	-	-
Balance as at end of the year Total (A)	**149.78**	**149.78**	**149.78**
General reserve			
Balance at the beginning of the year	-	-	-
Balance as at end of the year Total (B)	**-**	**-**	**-**
Retained earnings			
Balance at the beginning of the year	(309.61)	(184.64)	(98.08)
Add: Profit/(loss) during the year	(163.46)	(124.97)	(86.55)
Transfer from Other Comprehensive Income	-	-	-
Balance as at end of the year Total (C)	**(473.07)**	**(309.61)**	**(184.64)**
Fair value gain on equity instruments carried through other comprehensive income			
Balance at the beginning of the year	-	-	-
Add: Other Comprehensive Income during the year (net of tax)	-	-	-
Transfer from retained earnings	-	-	-
Balance as at end of the year Total (D)	**-**	**-**	**-**
Remeasurement of Defined Benefit Plans			
Balance at the beginning of the year	1.37	2.04	-
Add: Other comprehensive income (net of tax)	(0.38)	(0.67)	2.04
Balance as at end of the year Total (E)	**0.99**	**1.37**	**2.04**
TOTAL (A+B+C+D)	**(322.30)**	**(158.46)**	**(32.82)**
Note-17 Non-Current liabilities			
a) Financial Liabilities			
Borrowings			
Related Parties	70.00	181.07	46.07
Others	-	-	-
Total	**70.00**	**181.07**	**46.07**
Note- 17A Lease Liability			
Lease Liability	117.29	267.37	120.94
Total	**117.29**	**267.37**	**120.94**
Note-18 Provisions			
Provision for Employees Benefits	0.97	1.37	2.03
Total	**0.97**	**1.37**	**2.03**
Note-19 Borrowings			
Related Parties	266.00	-	-
Others	0.32	-	-
Total	**266.32**	**-**	**-**
Note-20 Lease Liability			
Lease Liability	63.88	-	-
Total	**63.88**	**-**	**-**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 ***(Contd...)***

(₹ in lakhs)

Note 21 (iii) (ii) Trade Payables

Trade Payables	As at 31st March, 2022	As at 31st March, 2021	As at 31st March, 2020
a) Total outstanding dues of Micro Enterprises and Small Enterprises	-	-	-
b) Total Outstanding dues of Creditors other than Micro Enterprises and Small Enterprises	**52.62**	**42.83**	**53.00**
Total	**52.62**	**42.83**	**53.00**

Particulars	As at 31st March, 2022					As at 31st March, 2021					As at 31st March, 2020				
	Outstanding for following periods from due date of payment					Outstanding for following periods from due date of payment					Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(Ii) Others	**52.62**	-	-	-	**52.62**	**34.05**	**8.77**	-	-	**42.83**	**50.77**	**2.23**	-	-	**53.00**
(iii) Disputed dues-MSME	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(IV) Disputed dues-Others	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021	As at 1st April 2020
Note - 22 Other Financial Liabilities			
Others Payables	38.36	11.02	25.49
Total	**38.36**	**11.02**	**25.49**
Note- 23 Other Current Liabilities			
Advanace from customer	-	-	-
Statutory dues	0.64	16.95	17.22
Interest - Related Parties	2.19	-	-
Liability for Expenses	19.97	13.90	0.05
Total	**22.80**	**30.85**	**17.26**
Note-24 Provisions			
Provision for Employees Benefits	0.02	0.00	0.01
Total	**0.02**	**0.00**	**0.01**

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021
Note - 25 Revenue From Operations		
Sale of Goods		
- Restaurants	363.48	176.49
Sale of Services		
- Other	-	-
Total	**363.48**	**176.49**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021
Note - 26 Other Income		
Interest Income		
On fixed deposit	0.53	-
Interest on Income Tax Refund	0.02	-
Interest Income	1.37	0.89
Dividend Income	-	-
Other Operating Revenue	-	-
Frenchies Fee	13.38	3.00
Sundry Balances Written off	-	10.25
Misc. Balances Written Back	9.15	-
Excess provision written back	0.58	0.67
Total	**25.03**	**14.81**
Note - 27 Change in inventories of Stock in Trade		
Stock -in - Trade		
At the beginning of financial year	13.65	10.82
At the end of financial year	14.07	13.66
Net ((Increase)/Decrease)	**(0.42)**	**(2.84)**
Note - 28 Employee Benefits Expenses		
Salaries and Wages	61.36	71.19
Staff Welfare Expenses	2.90	3.55
Contribution to Provident and other Funds	4.56	0.75
Total	**68.82**	**75.49**
Note - 29 Finance Costs		
Interest on overdraft with Bank	0.85	-
Interest on Term Loan	18.15	8.40
Interest on Financial Liabilities using effective interest rate	0.64	18.01
Total	**19.64**	**26.41**
Note - 30 Other Expenses		
Repair & Maintenance:		
- Building	-	-
- Machinery	-	-
- Others	7.85	4.67
Power and Fuel	26.81	19.37
Lease Rent & Hire Charges	61.59	21.60
Rent	3.51	1.34
Rates & Taxes	1.23	0.56
Consultation & Professional Charges	6.34	3.98
Postage & Telephone	0.16	0.10
Advertising & Selling Expenses	2.55	-
Travelling Expenses	11.74	6.21
Commission of Sales	13.32	7.36
Director's Sitting Fee	-	-
Auditor's Remuneration	-	-
- Statutory Audit	0.50	0.50
- Tax Audit	0.10	-
- For expenses	-	-
Insurance Charges	0.03	-
Miscellaneous Expenses	18.90	12.48
Freight - Inward / Outward	0.96	0.18
Man Power Resources	79.68	1.28
Installation & Supervision Expenses	0.66	0.08

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

Note - 30 Other Expenses Contd..... (₹ in lakhs)

Bank Charges	1.19	0.82
Profit & Loss on sale of fixed assets	-	-
Security Deposit Written Off	10.91	-
Sundry Balance Written Off	0.68	-
Provision for doubtful debts	-	-
Total	**248.71**	**80.51**

PARTICULARS	**31st March 2022**	**31st March 2021**
Note - 31 Earnings per equity share		
Net profit attributable to equity shareholders [A] (Amount in Rs.)	(163.46)	(124.99)
Weighted average number of equity shares issued [B] (face value of Rs. 10 each) (In numbers)	0.12	0.12
Basic earnings per share [A/B] (Rs.)	**(1,340.25)**	**(1,024.88)**
Net Profit attributable to equity shareholders [C] (Amount in Rs.)	**(163.46)**	**(124.99)**
Less : Impact on net profit due to exercise of diluted potential equity shares [D]	-	-
Net profit attributable to equity shareholders for calculation of diluted EP S [C-D] (Rs. in lakhs)	**(163.46)**	**(124.99)**
Weighted average of equity shares issued (face value of Rs 10 each) (In numbers) [E]	0.12	0.12
Weighted number of additional equity shares outstanding for diluted EPS (In numbers) [F]	-	-
Weighted number of equity shares outstanding for diluted EPS (In numbers) [E+F]	0.12	0.12
Diluted earnings per share (Rs.)	**(1,340.25)**	**(1,024.88)**

Note - 32

Tax Reconcilation

(a) Income tax expense:

The major components of income tax expenses for the year ended 31st March, 2022 , 31st March, 2021 & 1st April, 2020 are as follows:

(i) Profit or loss section **(₹ in lakhs)**

Particulars	**As at 31st March 2022**	**As at 31st March 2021**	**As at 1st April 2020**
Current tax expense	-	-	-
Deferred tax expense	5.88	3.01	3.62
Total income tax expense recognised in statement of Profit & Loss	**5.88**	**3.01**	**3.62**

(ii) OCI Section

Particulars	**As at 31st March 2022**	**As at 31st March 2021**	**As at 1st April 2020**
Net (gain) on remeasurement of defined benefit plans	0.99	1.37	2.04
Unrealised (gain)/loss on FVTOCI equity securities	-	-	-
Income tax charged to OCI	**0.99**	**1.37**	**2.04**
Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31st March, 2022, 31st March, 2021 and 1st April, 2020:	**As at 31st March 2022**	**As at 31st March 2021**	**As at 1st April 2020**
Accounting profit before tax from continuing operations	(169.34)	(127.99)	(90.17)
Accounting profit before tax from discontinuing operations	-	-	-
Accounting profit before income tax	**(169.34)**	**(127.99)**	**(90.17)**
At India's statutory income tax rate of 26% (31st March, 2021: 26% & 1st April, 2020: 26%)	-	-	-
Add: Non-deductible expenses for tax purposes:	-	-	-
Less: Non-taxable income	-	-	-
Add: Depreciation as provided under the provisions	-	-	-
Add: Bonus not allowable	-	-	-
Add: Provision for Leave Encashment / Gratuity	-	-	-
Less: Carry forward of Losses allowable	-	-	-
At the effective income tax rate of 26% (31st March, 2021: 26% & 1st April, 2020: 26%)	**-**	**-**	**-**

Income tax expense reported in the statement of profit and loss

The Company offsets tax assets and liabilities if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Details of income tax assets and liabilities as of 31st March, 2022, 31st March 2021, 1st April, 2020 are as follows:

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

(₹ in lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021	As at 1st April 2020
Income Tax Assets	0.59	0.39	0.16
Current income tax liabilities	-	-	-
Net Current Income Tax Assets/(Liabilities) at the end	0.59	0.39	0.16

33.1 Explanation of transition to Ind AS

The company has prepared its first financial statements in accordance with Indian Accounting Standards (Ind AS) for the year ended March 2022. For period upto and including the year ended March 2021, the Company has prepared its financial statements in accordance with Indian GAAP including accounting standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended). These financial statements, for the year ended 31st March, 2022, are the first financial statements, the Company has prepared in accordance with Ind AS. Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for year ended 31st March, 2022, together with the comparative figures for the year ended 31st March, 2021, as described in the summary of significant accounting policies.

In preparing these financial statements, the Company's opening balance sheet was prepared as at 1st April, 2020, i.e. the date of transition to Ind AS.

This note explains the principal adjustments made by the Company and an explanation on how the transition from the previous GAAP to Ind AS has affected its financial statements, including the Balance Sheet as at 1st April, 2020 and the financial statements for the year ended 31st March, 2021. Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from the previous GAAP to Ind AS:

(a) The Company has elected to continue with carrying value of all Property, plant and equipment under the previous GAAP as deemed cost as at the transition date i.e. 1st April, 2020. Under the previous GAAP, Property, plant and equipment were stated at their original cost (net of accumulated depreciation, amortization and impairment), if any, adjusted by revaluation of certain assets.

(b) The Company has elected to continue with the carrying value of Capital work in progress as recognized under the previous GAAP as deemed cost as at the transition date.

(c) The Company has elected to continue with the carrying value for intangible assets (computer software) as recognized under the previous GAAP as deemed cost as at the transition date. Under the previous GAAP, Computer Software was stated at its original cost, net of accumulated amortization.

(d) Appendix C to Ind AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind AS 17, this assessment should be carried out at the inception of the contract or arrangement. However, the Company has used Ind AS 101 exemption and assessed all arrangements for embedded leases based on conditions in place as at the date of transition.

(e) The estimates as at 1st April, 2020 and as at 31st March 2021 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies).

(f) Ind AS 101 requires the de-recognition requirements of Ind AS 109 to be applied prospectively to transactions occurring on or after the date of transition. Therefore, the Company has not recognized financial assets and liabilities under Ind AS which were derecognized under the previous GAAP as a result of a transaction that occurred before the date of transition.

33.2 Financial risk management objectives and policies

The Company's principal financial liability includes Borrowings, Trade payable and other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include Trade receivables, Cash and cash equivalents and other financial assets that derive directly from its operations. The Company is exposed to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of these risks and the appropriate financial risk governance framework for the Company. The senior management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

The Board of Directors reviewed policies for managing each of these risks, which are summarized below:

a) 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 risks, such as regulatory risk and commodity price risk.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowings obligations with floating interest rates but the financial implication is not material.

(ii) 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 foreign currency denominated payables on account of import and receivables of export value but the financial implication is not material.

(iii) Regulatory risk

There is no regulatory risk in the business operations of the company.

(iv) Commodity price risk

Prices of commodity are subject to fluctuation. The food material price is subject to fluctuation due to high inflation. The Company mitigates this risk by properly planning of stock requirement.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 ***(Contd...)***

(v) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company has a follow up policy in place with parties, thereby the credit default risk is significantly mitigated.

The impairment for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each balance sheet date. Financial assets are written off when there is no reasonable expectation of recovery, however, the Company continues to attempt to recover the receivables. Where recoveries are made, these are recognized in the Statement of Profit and Loss.

(vi) Trade receivables

Trade receivables are non-interest bearing and are generally on credit terms of 30 to 60 days. An impairment analysis is performed at each balance sheet date on an individual basis for major clients.

(**vii) Liquidity Risk**

Liquidity risk refers to the probability of loss arising from a situation where there will not be enough cash and/or cash equivalents to meet the needs of depositors and borrowers, sale of illiquid assets will yield less than their fair value and illiquid assets will not be sold at the desired time due to lack of buyers. The primary objective of liquidity management is to provide for sufficient cash and cash equivalents at all times and any place in the world to enable us to meet our payment obligations. Amount due from party are recovered in time there by liquidity risk is significantly minimized.

33.3 Earnings per Share Ind AS 33

Basic and Diluted EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the company by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the company by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computation. **(₹ in lakhs)**

Particulars	**Year Ended**	
Profit attributable to equity holders of the Company:	**31 March 2022**	**31 March 2021**
Continuing operations	**(163.46)**	(124.97)
Profit attributable to equity holders for basic earnings	**-**	-
Dilution effect	**-**	-
Profit attributable to equity holders adjusted for dilution effect	**(163.08)**	(124.97)
Weighted Average number of equity shares used for computing Earning Per Share	**0.12**	0.12
(Basic & Diluted) *		
Earnings Per Share (Basic & Diluted)	**(1,337.13)**	(1,024.71)

33.4 Commitments:

Estimated amount of contracts remaining to be executed on capital account and not provided for Rs. Nil (Previous Year Rs. Nil & Rs. Nil).

33.5 Contingent liabilities in respect of:

Counter Guarantee given against Bank Guarantees – Rs. Nil (Previous Year- Rs. Nil Rs. Nil).

33.6 Related Party Disclosure: Ind AS 24

Following are the related parties:

List of Related Party and Relationships with whom transactions have been done during the year:

Holding Company	VLS Capital Limited (Ultimate Holding Company)
	South Asian Enterprises Limited (Holding Company)
Key Managerial Personnel (KMP)	Shri Manish Ranjan, Director and CEO
	Ms. Divya Mehrotra, Director
	Shri Pankaj Judge, Director
	Shri Ritu Ranjan, Director
Relatives of KMP	Ms. Sakshi Jhalani (Daughter of Shri Rajesh Jhalani)

Entities controlled by Directors or their relatives (with whom transactions entered during the financial year) : Shri Sai Kripa Events

Summary of transactions with the above related parties is as follows: **(₹ in lakhs)**

Particulars	Holding Company			Key Managerial Personnel		
	As at 31.03.2022	As at 31.03.2021	As at 01.04.2020	**As at 31.03.2022**	As at 31.03.2021	As at 01.04.2020
Remuneration to KMP						
Mrs. Pankaj Judge	**-**	-	**-**	**-**	-	9.60
Ms. Shweta Chouwdhary	**-**	-	**-**	**-**	-	8.40
Relatives of KMP						
Ms. Sakshi Jhalani	**-**	-	**-**	2.03	-	-

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

Transaction with related parties during the year:

S. No.	Particulars	Nature of Relation	Nature of Transaction	As at 31.03.2022	As at 31.03.2021	As at 01.04.2020
1	Mr. Pankaj Judge	Director	Loan Taken	-	10.75	-
2	Mr. Pankaj Judge	Director	Loan Repaid	9.00	0.75	-
3	VLS Capital Ltd.	Ultimate Holding Company (post 23.08.2021)	Loan Taken	70.00	-	-
4	VLS Capital Ltd.	Ultimate Holding Company (post 23.08.2021)	Interest Paid	0.50	-	-
5	South Asian Enterprises Ltd.	Holding Company (post 23.08.2021)	Interest Paid	11.23	-	-
6	Ms. Divya Mehrotra	Director	Loan Taken	10.00	-	-
7	Ms. Divya Mehrotra	Director	Loan Repaid	10.00	-	-
8	Ms. Divya Mehrotra	Director	Interest Paid	0.13	-	-
9	Ms. Divya Mehrotra	Director	Commission Paid	0.75	-	-
10	Sai Kripa Events	Entity controlled by Ms. Ritu Ranjan	Commission Paid	4.49	-	-
11	Mr. Manish Ranjan	Director	Reimbursement of Expenses	0.98	-	-

Closing balances of related parties during the year:

S. No.	Particulars	Nature of Relation	Nature of Transaction	As at 31.03.2022	As at 31.03.2021	As at 01.04.2020
1	Pankaj Judge	Director	Borrowings	1.00	10.00	-
2	VLS Capital Ltd.	Ultimate Holding Company	Borrowings	70.00	-	-
3	VLS Capital Ltd.	Ultimate Holding Company	Interest Payable	0.50	-	-
4	South Asian Enterprises Ltd.	Holding Company	Borrowings	265.00	-	-
5	South Asian Enterprises Ltd.	Holding Company	Interest Payable	1.74	-	-
6	Ms. Divya Mehrotra	Director	Deposit taken	15.00	-	-
7	Ms. Divya Mehrotra	Director	Commission Payable	0.29	-	-
8	Sri Sai Kripa Events	Controlled by Director	Amount Payable	7.23	-	-
9	Mr. Manish Rajan	Director	Reimbursement of expenses	0.23	-	-
10	Mrs. Ritu Ranjan	Director	Security Deposit	2.00	-	-

S. No.	Particulars	As at 31.03.2022	As at 31.03.2021	As at 01.04.2020
1	Investment in the equity shares of Rs.10/- each fully paid up by Holding Company	**28.85**	8.86	-

Terms and Conditions of transactions with Related Parties

(i) Transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

(ii) The remuneration and staff loans to Key Managerial Personnel are in line with the service rules of the Company.

33.7 Segment Reporting: Ind AS 108

Based on the guiding principles given in the Ind AS-108 "Segment Reporting" issued by ICAI, the management has identified the Company's segments as running of restaurant business.

(₹ in lakhs)

Particulars	31 March 2022	31 March 2021	1st April 2020
Segment Revenue			
a) Restaurants	363.48	176.49	326.49
b) Trading	-	-	-
c) Others	25.03	14.81	20.88
Total	**388.51**	**191.30**	**347.37**
Segment Results			
Profit/ (Loss) before interest and tax			
a) Restaurants	(174.35)	(116.39)	(100.20)
b) Trading	-	-	-
c) Others	25.03	14.81	20.88
Total Profit/ (Loss) before interest and tax	**(149.32)**	**(101.58)**	**(79.32)**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 ***(Contd...)***

Less: Interest	19.64	26.41	10.85
Other Un-allocable expenditure net off	-	-	-
Net Profit before Tax	(168.96)	(127.99)	(90.17)
Less/(Add) : Taxes expenses (credits)	5.88	3.01	3.62
Net Profit after Tax	**(163.08)**	**(124.97)**	**(86.55)**
Segment Assets			
a) Restaurants	311.18	377.28	233.20
b) Trading	-	-	-
c) Others	-	-	-
Total Assets	**311.18**	**377.28**	**233.20**
a) Restaurants	632.26	534.52	264.80
b) Trading	-	-	-
c) Others	-	-	-
Total Liabilities	**632.26**	**534.52**	**264.80**

33.8 In the absence of necessary information with the company, relating to the registration status of suppliers under the micro, small and medium enterprises development ACT, 2006, the information required under the said act could not be complied and disclosed.

33.9 The Company has become the subsidiary company of South Asian Enterprises Ltd. w.e.f. 23.08.2021.

33.10 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital.

using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio as minimum as possible. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and short term deposits.

Particulars	31 March 2022	31 March 2021	1st April 2020
Borrowings	336.32	181.07	46.07
Other Liabilities	61.17	41.87	42.76
Trade and other payables	52.62	42.83	52.99
Lease Liability	181.17	267.37	120.94
Less: Cash and short term deposits	(2.44)	(3.73)	(4.19)
Net debts	**628.83**	**529.42**	**258.57**
Equity	1.22	1.22	1.22
Other Equity	(322.30)	(158.46)	(32.82)
Total Capital	**(321.08)**	**(157.24)**	**(31.60)**
Capital and net debt	**307.76**	**372.18**	**226.97**
Gearing ratio (%)	**204.33%**	**142.25%**	**113.92%**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2022, 31 March. 2021 and 31 March 2020:

33.11 Fair value

i) Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	Carrying value			Fair value		
	As at	As at	As at	As at	As at	As at
	31 March 2022	31 March 2021	1st April 2020	31 March 2022	31 March 2021	1st April 2020
Financial assets						
FVOCI financial instruments:	-	-	-	-	-	-
Unquoted equity shares	-	-	-	-	-	-
Quoted equity Shares	-	-	-	-	--	-
Total	**-**	**-**	**-**	**-**	**--**	**-**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

Financial liabilities						
Obligation under finance lease	-	-	-	-	-	-
Fixed rate borrowings	-	-	-	-	-	-
Floating rate borrowings	-	-	-	-	-	-

a) The management assessed that cash and cash equivalents, other bank balances, trade receivables and trade payables approximate their carrying amounts largely due to the short-term maturities of these instruments.

b) The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

c) Long-term fixed-rate and variable-rate receivables/Borrowings are evaluated by the company based on parameters such as interest Rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.

d) Non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. In addition to being sensitive to a reasonably possible change in the forecast cash flows or the discount rate, the fair value of the equity instruments is also sensitive to a reasonably possible change in the growth rates. The valuation requires management to use unobservable inputs in the model, of which the significant unobservable inputs are disclosed in the tables below. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.

e) The fair values of the unquoted equity shares have been estimated using a net asset value method.

f) The fair values of the Company's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non-performance risk as at 31 March 2022 was assessed to be insignificant.

ii) Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2022:

(Amount in Rs.)

			Fair value measurement using		
Particulars	**Date of valuation**	**Total**	**Quoted prices in active markets**	**Significant observable inputs**	**Significant unobservable inputs**
			(Level 1)	**(Level 2)**	**(Level 3)**
Assets measured at fair value					
FVOCI financial					
FVOCI financial instruments:					
Unquoted equity shares	31 March 2022	-	-	-	-
Quoted Equity Shares	31 March 2022	-	-	-	-

Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2021:

(Amount in Rs.)

			Fair value measurement using		
Particulars	**Date of valuation**	**Total**	**Quoted prices in active markets**	**Significant observable inputs**	**Significant unobservable inputs**
			(Level 1)	**(Level 2)**	**(Level 3)**
Assets measured at fair value					
FVOCI financial					
FVOCI financial instruments:					
Unquoted equity shares	31 March 2021	-	-	-	-
Quoted Equity Shares	31 March 2021	-	-	-	-

Quantitative disclosures fair value measurement hierarchy for assets as at 1 April 2020:

(Amount in Rs.)

			Fair value measurement using		
Particulars	**Date of valuation**	**Total**	**Quoted prices in active markets**	**Significant observable inputs**	**Significant unobservable inputs**
			(Level 1)	**(Level 2)**	**(Level 3)**
Assets measured at fair value					
FVOCI financial					
FVOCI financial instruments:					
Unquoted equity shares	1st April 2020	-	-	-	-
Quoted Equity Shares	1st April 2020	--	-	-	-

iii) **Description of significant unobservable inputs to valuation:**

The significant unobservable inputs used in the fair value measurement categorized within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at 31 March 2022, 31 March 2021 and 1 April 2020 are as shown below.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

S. No.	Description	Valuation technique	Significant unobservable inputs	Range (weighted average)	Sensitivity of the input to fair value
1	FVTOCI assets in unquoted equity shares	**Net Asset Value**	-	-	-

33.12 Effective April 1, 2020, the Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 1, 2020 using the modified retrospective method. Consequently, the Company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the right of use asset at its carrying amount as if the standard had been applied since the commencement date of the lease, but discounted at the Company's incremental borrowing rate at the date of initial application.

Following are the changes in the carrying value of right of use assets for the year ended March 31, 2022, 2021 and 2020:

Category of ROU asset			
Particulars	**31 March 2022**	**31 March 2021**	**1st April 2020**
Balance at Opening	241.59	113.93	176.71
Reclassified on account of adoption of Ind AS 116 (refer to note 2.1)	-	-	-
Additions*	87.88	171.39	-
Deletion	(104.11)	-	-
Depreciation	44.19	43.74	62.78
Balance as at March 31, 2022	**181.17**	**241.59**	**113.93**

The aggregate depreciation expense on ROU assets is included under depreciation and amortization expense in the statement of Profit and Loss.

The following is the break-up of current and non-current lease liabilities as at March 31, 2022, 2021 and 2020

Particulars	**31 March 2022**	**31 March 2021**	**1st April 2020**
Current lease liabilities	63.88	-	-
Non-current lease liabilities	171.29	181.07	120.94
Total	**235.17**	**181.07**	**120.94**

The following is the movement in lease liabilities during the year ended March 31, 2022, 2021 and 2020

Particulars	**31 March 2022**	**31 March 2021**	**1st April 2020**
Balance at the beginning	267.37	120.94	120.94
Additions	-	146.44	-
Finance cost accrued during the period	-	-	-
Deletions	86.21	-	-
Payment of lease liabilities	-	-	-
Translation Difference	-	-	-
Balance at the end	181.17	267.37	120.94

The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2022, 2021 and 2020 on an undiscounted basis:

Particulars	**31 March 2022**	**31 March 2021**	**1st April 2020**
Less than one year	63.88	-	-
One to five years	117.29	267.37	120.94
More than five years	-	-	-
Total	181.17	267.37	120.94

The Company does face a significant liquidity risk with regard to its lease liabilities as the current assets are insufficient to meet the obligations related to lease liabilities as and when they fall due. However, the holding company has assured necessary financial assistance to the company on need basis.

33.13 The Company has accumulated losses of Lakh 322.30 at the year end and its net worth has been fully eroded. The Company has incurred a net loss of Lakh 163.46 (P.Y. Lakh 124.97) and net cash loss of Lakh 92.78 during the current and net cash loss during previous year Lakh 58.21 and, the Company's current liabilities exceeded its current assets by Lakh 405.73 as at the balance sheet date. These conditions may indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern but the management does not conclude so. The management has shown their willingness and sincere intention to run the business and infuse funds as may be required for business needs. The management are in a position to arrange the required funds and are able to meet the existing liabilities of the company. In view of the same, these financial statements of the Company have been prepared on a going concern basis.

33.14 Disclosures as required by Indian Accounting Standard (Ind AS 101): First Time Adoption of Indian Accounting Standard:

Reconciliation of Equity as at 01.04.2020 & 31.03.2021 is given here under:

Reconciliation of Total Comprehensive Income for the year ended March 2021.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

(₹ in lakhs)

Reconciliation of Equity as at 01.04.2020

	ASSETS			
(1)	**Non-Current Assets**			
	(a) Property, Plant and Equipment	51.20	-	51.20
	(b) Right of Use Asset	-	113.93	113.93
	(c) Intangible Assets	-	-	-
	(d) Capital work-in-progress	-	-	-
	(e) Other Intangible assets	-	-	-
	(f) Investment in property (leasehold)	-	-	-
	(g) Financial Assets	-	-	-
	(i) Loans	-	-	-
	(ii) Investment	-	-	-
	(iii) Other financial assets	44.12	(4.90)	39.22
	(g) Deferred tax asset (Net)	3.62	4.86	8.48
	(h) Other Non current Asset	-	-	-
		98.94	**113.89**	**212.83**
(2)	**Current Assets**			
	(*a*) Inventories	10.81	-	10.81
	(*b*) Financial Assets			
	(i) Loan	-	-	-
	(ii) Trade Receivable	0.49	-	0.49
	(iii) Cash and cash equivalents	4.19	0.00	4.19
	(iv) Other Bank balances	-	-	-
	(v) Other Financial assets	-	-	-
	(c) Current Tax Assets (Net)	0.16	0.00	0.16
	(d) Other current assets	-	4.72	4.72
		15.65	**4.72**	**20.37**
	Total Assets	**114.59**	**118.61**	**233.20**
	EQUITY AND LIABILITIES			
	Equity			
	(a) Equity Share capital	1.22	-	1.22
	(b) Other Equity	(28.45)	(4.36)	(32.82)
		(27.23)	**(4.36)**	**(31.60)**
	LIABILITIES			
(1)	**Non-Current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	-	46.07	46.07
	(ii) Lease Liability	-	120.94	120.94
	(iii) Other financial liabilities	-	-	-
	(b) Provisions	-	2.03	2.03
	(c) Other non-current liabilities	-	-	-
		-	**169.04**	**169.04**
(2)	**Current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	46.07	(46.07)	-
	(ii) Lease Liability	-	-	-
	(iii) Trade payables	-	-	-
	i) Due to micro enterprises and small enterprises	-	-	-
	ii) Due to other	52.99	-	52.99
	(b) Other financial liabilities	-	25.49	25.49

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 ***(Contd...)***

	(c) Other current liabilities	42.76	(25.49)	17.26
	(d) Provisions	-	0.01	0.01
	(e) Current Tax Liabilities (Net)	-	-	-
		141.82	**(46.07)**	**95.75**
	Total Equity and Liabilities	**114.59**	**118.61**	**233.20**

Deferred Tax

Previous GAAP required deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the year. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which were not required under the previous GAAP. The various transitional adjustments lead to temporary differences and consequently deferred tax adjustments have been recognized in correlation to the underlying transaction in retained earnings.

Reconciliation of Equity as at 31.03.2021 **(₹ in lakhs)**

S. No.	Particulars	Previous GAAP	Adjustments	Ind AS
	ASSETS			
(1)	**Non-Current Assets**			
	(a) Property, Plant and Equipment	46.07	-	46.07
	(b) Right of Use Asset	-	241.59	241.59
	(c) Intangible Assets	0.14	-	0.14
	(d) Capital work-in-progress	-	-	-
	(e) Other Intangible assets	-	-	-
	(f) Investment in property (leasehold)	-	-	-
	(g) Financial Assets	-	-	-
	(i) Loans	-	-	-
	(ii) Investment	-	-	-
	(iii) Other financial assets	50.11	(10.51)	39.60
	(g) Deferred tax asset (Net)	11.49	-	11.49
	(h) Other Non current Asset	-	-	-
		107.81	**231.08**	**338.89**
(2)	**Current Assets**			
	(*a*) Inventories	13.64	-	13.64
	(*b*) Financial Assets			
	(i) Loan	-	-	-
	(ii) Trade Receivable	10.45	-	10.45
	(iii) Cash and cash equivalents	3.73	-	3.73
	(iv) Other Bank balances	-	-	-
	(v) Other Financial assets	-	-	-
	(c) Current Tax Assets (Net)	0.39	-	0.39
	(d) Other current assets	-	10.17	10.17
		28.21	**10.17**	**38.38**
	Total Assets	**136.02**	**241.25**	**377.27**
	EQUITY AND LIABILITIES			
	Equity			
	(a) Equity Share capital	1.22	-	1.22
	(b) Other Equity	(130.96)	(27.50)	(158.46)
		(129.74)	**(27.50)**	**(157.24)**
	LIABILITIES			
(1)	**Non-Current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	125.00	56.07	181.07
	(ii) Lease Liability	-	267.37	267.37
	(iii) Other financial liabilities	-	-	-
	(b) Provisions	-	1.37	1.37
	(c) Other non-current liabilities	-	-	-
		125.00	**324.81**	**449.81**
(2)	**Current Liabilities**			
	(a) Financial Liabilities			

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

	(i) Borrowings	56.07	(56.07)	-
	(ii) Lease Liability	-	-	-
	(iii) Trade payables	-	-	-
	i) Due to micro enterprises and small enterprises	-	-	-
	ii) Due to other	42.83	-	42.83
	(b) Other financial liabilities	-	11.02	11.02
	(c) Other current liabilities	41.87	(11.02)	30.85
	(d) Provisions	-	0.00	0.00
	(e) Current Tax Liabilities (Net)	-	-	-
		140.77	**(56.07)**	**84.70**
	Total Equity and Liabilities	**136.03**	**241.25**	**377.27**

Deferred Tax

Previous GAAP required deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the year. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which were not required under the previous GAAP. The various transitional adjustments lead to temporary differences and consequently deferred tax adjustments have been recognized in correlation to the underlying transaction in retained earnings.

Reconciliation of equity as at 01.04.2020

Reconciliation of Statement of Profit & Loss for the Year Ended 31.03.2021

(₹ in lakhs)

	Particulars	Previous GAAP	Adjustments	Ind AS
I	Revenue From Operations	176.49	-	176.49
II	Other Income	13.25	1.56	14.81
III	Total Income (I+II)	**189.74**	**1.56**	**191.30**
IV	**EXPENSES**			
	Purchase of Stock-in-Trade	72.97	-	72.97
	Changes in Inventories of Stock-in-Trade	(2.84)	-	(2.84)
	Employee benefits expense	75.92	(0.43)	75.49
	Finance costs	8.40	18.01	26.41
	Depreciation and amortization expense	23.02	43.74	66.76
	Other expenses	122.66	(42.15)	80.51
	Total expenses (IV)	**300.13**	**19.17**	**319.30**
V	Profit/(loss) before exceptional items and tax (I- IV)	(110.39)	(17.61)	(128.00)
VI	Exceptional Items	-		-
VII	Profit/(loss) before tax (V-VI)	(110.39)	(17.61)	(128.00)
VIII	Tax expense:			
	(1) Current tax			
	(2) Tax adjustment for earlier Year			
	(2) Deferred tax	3.01	(6.03)	3.01
IX	Profit (Loss) for the period (VII-VIII)	(113.40)	(11.58)	(124.99)
X	Other Comprehensive Income	-	-	-
	A (i) Items that will not be reclassified to profit or loss	-	-	-
	Gain / (Loss) arsing on Defined Employee Benefits	-	-	-
	Gain or (Loss) arsing on fair valution of Investment	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	(0.67)	(0.67)
XI	Other Comprehensive Income / (loss)	-	-	-
XII	Total Comprehensive Income for the period (IX+XI) (Comprising Profit (Loss) and Other Comprehensive Income for the period)	(113.40)	(12.25)	(125.66)
XIII	Earnings per equity share			
	(1) Basic	(929.85)	(94.95)	(1,024.88)
	(2) Diluted	(929.85)	(94.95)	(1,024.88)

Defined benefit liabilities

As under the previous GAAP and under Ind AS also, the Company continues to recognize costs related to its post-employment defined benefit plan on an actuarial basis. The entire cost, including actuarial gains and losses, was charged to the Statement of Profit and Loss. Under Ind AS, re-measurements of defined benefit plan are recognized in the Balance Sheet with a corresponding debit or credit to equity through Other Comprehensive Income (OCI). Re-measurement losses on defined benefit plans has been recognized in the OCI and related tax shown seprately as at the year end. Under Ind AS, an entity is permitted to transfer amounts recognized in Other Comprehensive Income within equity. The Company has taken recourse of the said provision and has transferred all re-measurement costs to Retained earnings.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

Note : 33.15 Employees Benefits

The actuarial valuation was done in respect of defined benefit plan of gratuity.

Defined Contribution Plans:

Amount of PF and ESI Lakh 4.35 (31.03.2021 Lakh 0.75 and 01.04.2020 Lakh 2.04). contributed to provident funds, Employees' State Insurance is recognized as an expense and included in Contribution to EPF, ESI, gratuity etc.' under 'Employee Cost in the Statement of Profit and Loss.

Defined benefit plan

Long term employee benefits in the form of gratuity and leave encashment are considered as defined benefit plan

The present value of obligation is determined based on actuarial valuation using projected unit credit method as at the balance sheet date. The amount of defined benefits recognized in the balance sheet represent the present value of obligation as adjusted for unrecognized past service cost as reduced by the fair value of plan assets. In accordance with the Ind AS-19, actuarial valuation was done in respect of gratuity and leave encashment defined benefits plans and details of the same are given below:

(₹ in lakhs)

Actuarial Assumptions	Gratuity As at 31st March 2022	Gratuity As at 31st March 2021	Gratuity As at 1st April 2020	Leave Encashment As at 31st March 2022	Leave Encashment As at 31st March 2021	Leave Encashment As at 1st April 2020
Discount rate (per annum)	7.25%	7.25%	7.25%	7.25%	7.25%	7.25%
Future salary increase	5.00%	5.00%	5.00%	5.00%	5.00%	5.00%
Mortality	IALM 2012-14 Ultimate	IALM 2012-14 Ultimate	IALM 2012-14 Ultimate	IALM 2012-14 Ultimate	IALM 2012-14 Ultimate	IALM 2012-14 Ultimate
I. Expenses recognized in statement of profit and loss						
Current service cost	0.79	0.41	-	0.20	-	-
Interest cost	0.10	0.15	-	-	-	-
Past Service cost	-	-	-	-	-	-
Expected return on plan assets	-	-	-	-	-	-
Net expenses recognized	**0.89**	**0.56**	**-**	**0.20**	**-**	**-**
II. Other comprehensive (income)/ expenses (Premeasurement)						
Cumulative unrecognized actuarial (gain)/loss opening. B/F	(1.23)	-	-	-	-	-
Actuarial (gain)/loss –obligation	(1.47)	(1.23)	-	-	-	-
Actuarial (gain)/loss – plan assets	-	-	-	-	-	-
Total Actuarial (gain)/loss	(1.47)	(1.23)	-	-	-	-
Cumulative total actuarial (gain)/loss. C/F	**(2.70)**	**(1.23)**	**-**	**-**	**-**	**-**
III. Net liability/(assets) recognized in the balance sheet at the year end						
Present value of obligation at the end of period	0.79	1.37	2.04	-	-	-
Fair value of the plan asset at the end of period	-	-	-	-	-	-
Funded status [(surplus/(deficit)]	0.79	1.37	2.04	-	-	-
Net asset/(liability) as at 31st March, 2022	**(0.79)**	**(1.37)**	**(2.04)**	**-**	**-**	**-**
IV. Change in present value of obligation during the year						
Present value of obligation at the beginning of period	1.37	2.04	-	-	-	-
Current service cost	0.79	0.41	-	0.20	-	-
Interest cost	0.10	0.15	-	-	-	-
Past Service cost	-	-	-	-	-	-
Benefits paid	-	-	-	-	-	-
Actuarial loss/ (gain) on obligations	(1.47)	(1.23)	-	-	-	-
Present value of obligation at the year end*	**0.79**	**1.37**	**2.04**	**0.20**	**-**	**-**
V. Present Benefit Obligation at the end of the year						
Current Liability (Amount due within one year)	0	0	0	0	0	0
Non-Current Liability (Amount due over one year)	1	1	2	0	0	0
Total Liability	**1**	**1**	**2**	**0**	**-**	**-**

Maturity profile of defined benefit obligation

Particulars	31st March 2022	31st March 2021	31st March 2020
Weighted average duration (based on discounted cash flows) in years	23	25	27

Sensitivity Analysis: Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate and expected salary increase rate. Effect of change in mortality rate is negligible. Please note that the sensitivity analysis presented below may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. The results of sensitivity analysis are given below:

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2022 *(Contd...)*

Period	GRATUITY	LEAVE ENCASHMENT
	As on: 31st March 2022	**As on: 31st March 2022**
Defined Benefit Obligation (Base)	0.79 @ Salary Increase Rate: 5%, and discount rate :7.25%	0.20
Liability with x% increase in Discount Rate	0.71; x=1.00% [Change (10)%]	0.18; x=1.00% [Change (10)%]
Liability with x% decrease in Discount Rate	0.88; x=1.00% [Change 12%]	0.22; x=1.00% [Change 12%]
Liability with x% increase in Salary Growth Rate	0.88; x=1.00% [Change 12%]	0.22; x=1.00% [Change 12%]
Liability with x% decrease in Salary Growth Rate	0.71; x=1.00% [Change (10)%]	0.18; x=1.00% [Change (11)%]
Liability with x% increase in Withdrawal Rate	0.77; x=1.00% [Change (2)%]	0.21; x=1.00% [Change 3%]
Liability with x% decrease in Withdrawal Rate	0.80; x=1.00% [Change 1%]	0.19; x=1.00% [Change (3)%]

33.16 : Maturity Analysis of Assets and Liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

(₹ in lakhs)

Assets	31st March 2022			31st March 2021			1st April 2020		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Current assets									
Cash and cash equivalents	2.44	-	2.44	3.73	-	3.73	4.19	-	4.19
Trade receivables	11.13	-	11.13	10.45	-	10.45	0.49	-	0.49
Other receivables	-	-	-	-	-	-	-	-	-
Inventories	14.07	-	14.07	-	13.66	13.66	-	10.81	10.81
Investments	-	-	-	-	-	-	-	-	-
Current Tax assets	-	0.59	0.59	-	0.39	0.39	-	0.16	0.16
Other current assets	10.04	-	10.04	10.17	-	10.17	4.72	-	4.72
Other financial assets	-	-	-	-	-	-	-	-	-
Total	**37.68**	**0.59**	**38.27**	**24.35**	**14.05**	**38.40**	**9.40**	**10.97**	**20.37**
Non-current assets									
Loan	-	-	-	-	-	-	-	-	-
Property, plant and equipment	-	46.35	46.35	-	46.07	46.07	-	51.20	51.20
Right of Use Asset	63.88	117.29	181.17	241.59	-	241.59	113.93	-	113.93
Deferred Tax Assets	-	17.37	17.37	-	11.49	11.49	-	8.48	8.48
Intangible assets under development	-	-	-	-	-	-	-	-	-
Other Intangible assets	-	0.50	0.50	-	0.14	0.14	-	-	-
Other non-financial assets	27.52	-	27.52	-	39.60	39.60	-	39.22	39.22
Total	**91.40**	**181.51**	**272.91**	**241.59**	**97.30**	**338.89**	**113.93**	**98.90**	**212.83**
Assets held for sale									
Total Assets	**129.09**	**182.09**	**311.18**	**265.94**	**111.34**	**377.29**	**123.33**	**109.87**	**233.20**
Liabilities									
Current Liabilities									
Trade payables	52.62	-	52.62	42.83	-	42.83	52.99	-	52.99
Other payables	-	-	-	-	-	-	-	-	-
Lease Liability	63.88	-	63.88	-	-	-	-	-	-
Debts	-	-	-	-	-	-	-	-	-
Borrowings	266.32	-	266.32	-	-	-	-	-	-
Deposits	-	-	-	-	-	-	-	-	-
Provisions	0.02	-	0.02	0.00	-	0.00	0.01	-	0.01
Other current liabilities	22.80	-	22.80	30.85	-	30.85	17.26	-	17.26
Other financial liabilities	38.36	-	38.36	11.02	-	11.02	25.49	-	25.49
Total	**444.00**	**-**	**444.00**	**84.70**	**-**	**84.70**	**95.75**	**-**	**95.75**
Non Current Liabilities									
Current tax liabilities (net)	-	-	-	-	-	-	-	-	-
Lease Liability	-	117.29	117.29	-	267.37	267.37	-	120.94	120.94
Provisions	-	0.97	0.97	-	1.37	1.37	-	2.03	2.03
Borrowings	-	70.00	70.00	-	181.07	181.07	-	46.07	46.07
Defered tax liabilities	-	-	-	-	-	-	-	-	-
Other non financial liabilities	-	-	-	-	-	-	-	-	-
Total	**-**	**188.26**	**188.26**	**-**	**449.81**	**449.81**	**-**	**169.04**	**169.04**
Liabilities held for sale	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total Liabilities	**444.00**	**188.26**	**632.26**	**84.70**	**449.81**	**534.51**	**95.75**	**169.04**	**264.80**

33.17 : Ratio

S. No.	Ratio as per Schedule III requirements	As at 31st March 2022	As at 31st March 2021	Explanation
1	**Current Ratio = Current Assets/Current Liabilities)**	0.09	0.45	Current Ratio has increased due to short term loan from the holding company for business operations.
	Current Assets	38.27	38.39	
	Current Liabilities	444.00	84.71	
2	**Debt Equity Ratio = Total Debt/Shareholders Equity)**	(1.05)	(1.15)	
	Change	*-9%*		
	Total Debt	336.32	181.07	
	Total Equity	(321.08)	(157.24)	
3	**Debt Service Coverage ratio = a/b)**	(3.74)	(1.23)	The company is in the initial cycle of business growth. Though the company has grown substantially in terms of revenue, the company is incurring losses due to addition of sales point and consequent increase in rent, increase in manpower cost etc. The holding company will extend necessary financial assistance as per the need of the Company.
	Profit for the year	(163.84)	(125.64)	
	Add: Non cash operating expense and finance cost	-	-	
	Depreciation and amortization expense	70.68	66.76	
	Finance cost	19.64	26.41	
	a. Earnings available for debt servicing	(73.52)	(32.48)	
	Interest cost on borrowings	19.64	26.41	
	Principal repayments (including certain prepayments)	-	-	
	b. Total Interest and principal repayments	19.64	26.41	
4	**Return on Equity Ratio / Return on Investment Ratio = Net profit after tax divided by Equity**	-	-	ROE cannot be computed due to negative equity. However the promoters will infuse the funds as and when required.
	Change	-	-	
	Profit for the year	(163.84)	(125.64)	
	Total Equity	(321.08)	(157.24)	
5	**Inventory Turnover Ratio = Cost of materials consumed divided by closing inventory**	10.66	5.13	Inventory being of perishable and short self-live, have not increased due to the increase in operations. Further due to covid situation during first 6 months of previous year the operations were closed.
	Cost of material consumed	150.00	70.12	
	Closing Inventory	14.07	13.66	
6	**Trade Receivables turnover ratio = Credit Sales divided by Closing trade receivables**	11.00	4.84	Trade receivable turnover has increased due to increase in sales. However credit period is short and thus there is increase in turnover ratio. Further in the previous year the operations were closed for about 6 month in the first half year due to Covid.
	Credit sales	122.43	50.56	
	Closing Trade Receivables	11.13	10.45	
7	**Trade payables turnover ratio = Credit purchases divided by closing trade payables**	6.51	4.19	Trade payable turnover ratio has increased because of covid situation during the first half of the previous year there was no purchases
	Credit Purchase	342.72	179.30	
	Closing Trade Payables	52.62	42.83	
8	**Net capital Turnover Ratio =Revenue from Operations divided by Net Working capital whereas net working capital= current assets - current liabilities**			Net Capital Turnover Ratio cannot be computed due to negative Net working Capital
	Change			
	Revenue from Operations	363.48	176.49	
	Net Working Capital	(405.73)	(46.32)	
9	**Net profit ratio = Net profit after tax divided by Revenue from operations**	-46.6%	-72.9%	Net profit ratio has improved due to reduction in loss percentage
	Profit for the year	(169.34)	(128.66)	
	Revenue from Operations	363.48	176.49	
10	**Return on Capital employed- pre cash (ROCE)=Earnings before interest and taxes(EBIT) divided by Capital Employed- pre cash**			ROCE cannot be computed due to negative equity. However the promoters will infuse the funds as and when required.
	Change			
	Profit/(Loss) for the year	(169.34)	(127.99)	
	Finance costs	19.64	26.41	
	Other Income	25.03	14.81	
	EBIT	**(174.73)**	**(116.39)**	
	Capital employed - pre cash			
	Total assets	-	-	
	Current Liabilities	-	-	
	Current Investments	-	-	
	Cash and Cash equivalent	-	-	
	Bank balances other than cash and cash equivalents	-	-	
	Total	**-**	**-**	

Explanation to be given where the change is more than 25%

33.18 Dues to Micro and small Suppliers

Under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) which came into force from 02 October 2006, certain disclosures are required to be made relating to MSME. This has been determined to the extent the status of such parties could be identified on the basis of information available with the Company.

There are no dues outstanding of an entity, which is registered as the Micro, Small and Medium Enterprises defined under 'The Micro, Small and Medium Enterprises Development Act, 2006".

Particulars	As at 31st March 2022	As at 31st March 2021
The principal amount and the interest due thereon remaining unpaid to supplier as at the end of the year:	-	-
: Principal amount due to micro and small enterprises		
: Interest due	-	-
The amount of interest paid by the buyer in terms of Section 16 of MSMED Act, 2006 along with the amounts of the payment made to the supplier 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 MSMED 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 MSMED Act, 2006.	-	-

33.19 Impact of COVID-19 on Going Concern Assumption

The COVID-19 outbreak has developed rapidly in 2020 and it kept continuing in 2021 and 2022. To control the spread of outbreak of COVID-19, timely steps have been taken by the Government from time to time. The most visible impact of COVID-19 crisis, for the company was the lockdown measures imposed by the Govt. from time to time. However, the Government had taken various measures to support the industries and also to uplift the business environment by giving various incentives and making the availability of money.

Based on the aforesaid, the management concludes that no material uncertainty exists about the company's ability to continue as a going concern and accordingly; the management has prepared these financial statements on a going concern basis. Further, the management has also performed an impairment test considering the impact of COVID-19 on the carrying amount of the assets which has resulted in no significant impairment. However, the impact of COVID-19 may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes in future economic conditions.

33.20 Estimation uncertainty relating to the global health pandemic on COVID-19

In assessing the recoverability of receivables including unbilled receivables the Company has considered internal and external information up to the date of approval of these financial statements including credit reports and economic forecasts. The Company has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

33.21 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with current year's classification/disclosure.

As per our report of even date attached.

As per our report of even date
For Agiwal & Associates
(F.R.N.000181N)
Chartered Accountants

P.C.Agiwal
Partner
Membership No. 080475

Place : New Delhi
Date: 27/05/2022

For & on behalf of the Board

Manish Ranjan
Director
DIN: 09369460

Rajesh Jhalani
Director
DIN: 00006395

INDEPENDENT AUDITOR'S REPORT

To the Members of South Asian Enterprises Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **South Asian Enterprises Limited** (the "Company") and its subsidiaries (the Company and its subsidiaries together referred to as the "Group") which comprise the Consolidated Balance Sheet as at March 31, 2022, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements, give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2022 and their consolidated profit, their consolidated total comprehensive income, their consolidated changes in equity and their consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules 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 consolidated financial statements.

Emphasis of Matter

We draw attention to Note No. 33.15 of the consolidated financial statements which describes the impact of economic and social consequences of the CoVID-19 pandemic on the Group's business and financial metrics, which continues to be dependent on uncertain future developments. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have nothing to report under this paragraph.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Management's Responsibilities for the Consolidated 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 and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Boards of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, the respective Boards of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Boards of Directors either intend to liquidate their respective entities or to cease operations, or have no realistic alternative but to do so.

The respective Boards of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial 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 and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 ability of the Group to continue as a going concern.

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

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities withinthe Group to express an opinion on the consolidated financial statements.

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

We communicate with those charged with governance of the Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

Report on Other Legal and Regulatory Requirements

1. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.
2. As required by Section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
   d) In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
   e) On the basis of the written representations received from the directors of the Company as on March 31, 2022 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
   f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure 1" which isbased on the auditors' reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.
   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section of 197(16) of the Act, as amended;

   In our opinion and best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors for the year ended March 31, 2022 is in accordance with the provisions of section 197 read with Schedule V to the Act;
   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Group does not have any pending litigations which would impact its financial position;

ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long- term contracts including derivative contracts;

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

iv. a) The respective Managements of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or any of such subsidiaries to or in any other person or entity, including foreign entity ("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 or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalfof the Ultimate Beneficiaries.

b) The respective Managements of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiaries from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries 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 that have been considered reasonable and appropriate in the circumstances performed by us on the Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that therepresentations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. No dividend has been declared or paid during the year by the Group.

For **Agiwal & Associates**
Chartered Accountants
ICAI Firm Registration Number: 000181N

CA P.C. Agiwal
Partner
Membership Number: 080475
UDIN: **22080475AKERLL1697**

Place: Delhi
Date: May 30, 2022

Annexure '1' to the Independent Auditor's Report

(Referred to in paragraph 2(f) under the heading "Report on other legal and regulatory requirements" of our report to the Members of South Asian Enterprises Limited of even date)

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2022, we have audited the internal financial controls over financial reporting of **South Asian Enterprises Limited** (hereinafter referred to as the "Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India, 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 ("ICAI") 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. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 internal financial controls system over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India.

Meaning of Internal Financial Controls over these Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting 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 over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting 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 and to the best of our information and according to the explanations given to us, the Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For **Agiwal & Associates**
Chartered Accountants
ICAI Firm Registration Number: 000181N

CA P.C. Agiwal
Partner
Membership Number: 080475
UDIN: **22080475AKERLL1697**

Place: Delhi
Date: May 30, 2022

Consolidated Balance Sheet as at 31st March, 2022

(₹ in lakhs)

S. No.	Particulars	Note No.	As at 31st March 2022	As at 31st March 2021
	ASSETS			
(1)	**Non-Current Assets**			
	(a) Property, Plant and Equipment	3	57.43	5.60
	(b) Right of Use Asset	3a	181.17	-
	(C) Other Intangible assets	3b	0.50	-
	(d) Capital work-in-progress		-	-
	(e) Investment in property (leasehold)		-	-
	(f) Goodwill on Consolidation		160.87	-
	(f) Financial Assets		-	-
	(i) Loans	4	0.65	125.72
	(ii) Investment	5	8.61	17.48
	(iii) Other financial assets	6	27.65	0.13
	(g) Deferred tax asset (Net)	7	20.66	2.95
	(h) Other Non current Asset		-	-
			457.54	**151.88**
(2)	**Current Assets**			
	(*a*) Inventories	8	22.56	15.37
	(*b*) Financial Assets			
	(i) Loan	9	-	-
	(ii) Trade Receivable	10	15.35	28.21
	(iii) Cash and cash equivalents	11	5.35	82.24
	(iv) Bank balances other than (iii) above	11a	347.03	442.75
	(v) Other Financial assets	12	0.35	-
	(c) Current Tax Assets (Net)	13	4.05	4.11
	(d) Other current assets	14	22.77	7.66
			417.46	**580.34**
	Total Assets		**875.00**	**732.22**
	EQUITY AND LIABILITIES			
	Equity			
	(a) Equity Share capital	15	399.91	399.91
	(b) Other Equity	16	216.85	309.73
	Non Controlling Interest			
	(a) Equity Share capital		0.48	-
	(b) Other Equity		(131.09)	-
			486.15	**709.64**
	LIABILITIES			
(1)	**Non-Current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	17	70.00	-
	(ii) Lease Liability	17a	117.29	-
	(iii) Other financial liabilities		-	-
	(b) Provisions	18	1.74	1.05
	(c) Other non-current liabilities		-	-
			189.03	**1.05**
(2)	**Current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	19	1.38	-
	(ii) Lease Liability	20	63.88	-
	(iii) Trade payables			
	i) Due to micro enterprises and small enterprises		-	-
	ii) Due to other	21	55.67	3.48
	(b) Other financial liabilities	22	49.73	11.42
	(c) Other current liabilities	23	27.28	4.46
	(d) Provisions	24	1.88	2.17
	(e) Current Tax Liabilities (Net)		-	-
			199.82	**21.53**
	Total Equity and Liabilities		**875.00**	**732.22**

Significant Accounting Policies and Notes forming part of accounts
The notes referred to above are an integral part of these financial statements
As per our report of even date

For Agiwal & Associates
(F.R.N.000181N)
Chartered Accountants

P.C.Agiwal
Partner
Membership No. 080475

Place : New Delhi
Date: 30/05/2022

For and on behalf of the Board

T. B. Gupta
Managing Director
DIN: 00106181

M. P. Mehrotra
Director
DIN: 00016768

R. C. Pandey
Company Secretary
PAN: AJRPP6072H

S. C. Jain
Chief Financial Officer
PAN: AANPJ7826N

Consolidated Statement of Profit and Loss for the year ended 31st March, 2022

(₹ in lakhs)

Particulars	Note No.	For the year ended 31st March 2022	For the year ended 31st March 2021
Revenue From Operations	25	286.43	70.61
Other Income	26	49.72	35.05
Total Income (I+II)		**336.15**	**105.66**
EXPENSES			
Purchase of Stock-in-Trade		113.68	24.50
Changes in Inventories of Stock-in-Trade	27	(7.19)	5.12
Employee benefits expense	28	76.92	31.73
Finance costs	29	(0.25)	0.52
Depreciation and amortization expense		46.85	6.36
Other expenses	30	214.79	50.08
Total expenses (IV)		**444.80**	**118.31**
Profit/(loss) before exceptional items and tax (I- IV)		(108.65)	(12.65)
Exceptional Items		-	-
Profit/(loss) before tax (V-VI)		(108.65)	(12.65)
Tax expense:	31		
(1) Current tax		-	-
(2) Tax adjustment for earlier Year		-	-
(2) Deferred tax		(8.91)	(1.56)
Profit (Loss) for the period (VII-VIII)		(99.74)	(11.09)
Other Comprehensive Income			
A (*i*) Items that will not be reclassified to profit or loss			
Gain / (Loss) arising on Defined Employee Benefits		(1.65)	(1.15)
Gain / (Loss) arsing on fair valution of Investment			
(ii) Income tax relating to items that will not be reclassified to profit or loss		0.43	(0.30)
Other comprehensive income / (loss)		(1.22)	(1.44)
Total Comprehensive Income for the period (IX+XI) (Comprising Profit (Loss) and Other Comprehensive Income for the period)		(100.96)	(12.54)
Earnings per equity share			
(1) Basic		(2.49)	(0.28)
(2) Diluted		(2.49)	(0.28)

Significant Accounting Policies and Notes forming part of accounts
The notes referred to above are an integral part of these financial statements
As per our report of even date

For Agiwal & Associates
(F.R.N.000181N)
Chartered Accountants

P.C.Agiwal
Partner
Membership No. 080475

Place : New Delhi
Date: 30/05/2022

For and on behalf of the Board

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Company Secretary
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S. C. Jain
Chief Financial Officer
PAN: AANPJ7826N

Consolidated Statement of Cash Flow for the year ended 31st March 2022

(₹ in lakhs)

	Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
A.	**Cash Flow from Operating Activities**		
	Profit/(loss) before tax	(108.65)	(12.63)
	Adjustments for:-		
	Dividend Income	(0.00)	-
	Depreciation	46.85	6.36
	Gain / (Loss) arising on Defined Employee Benefits	(1.65)	(1.15)
	Interest Income	(24.51)	(33.75)
	Finance Cost	0.25	0.52
	Operating Profit before Working Capital Changes	**(87.70)**	**(40.65)**
	Movement in working capital		
	Decrease/ (Increase) in Inventories	(7.19)	5.12
	Decrease/ (Increase) Other financial assets	(27.87)	0.06
	Decrease/ (Increase) Loan	125.07	(124.89)
	Increase / (Decrease) Trade Payable	52.19	(1.10)
	Decrease/ (Increase) Trade Receivable	12.87	0.75
	Increase / (Decrease) Other financial liabilities	38.31	(2.38)
	Increase / (Decrease) Other current liabilities	22.83	(2.20)
	Increase / (Decrease) Other non-current liabilities	-	-
	Increase / (Decrease) Lease Liability	180.99	-
	Increase / (Decrease) Provision for Employee Benefits	0.40	(0.12)
	Decrease/ (Increase) Other current assets	(15.12)	(5.53)
	Cash Generated from Operations	**294.78**	**(170.95)**
	Tax paid	(0.06)	(0.16)
	Net Cash generate / (used in) Operating Activities	**294.72**	**(171.11)**
B.	**Cash Flow from Investing Activities**		
	Acquisition of Property Plant & Equipments and other Intangible assets	(280.35)	(0.23)
	Sale of Investments	8.86	300.00
	Purchase of Investments and Bank deposits	-	(8.86)
	Acquisition of Subsidiary	(160.87)	-
	Non Controlling Interest	(130.60)	-
	Dividend Income	0.00	-
	Interest Received	24.51	33.75
	Proceeds from sale of Investments and Bank deposits	95.71	(155.29)
	Net Cash generate / (used in) Investing Activities	**(442.74)**	**169.36**
C.	**Cash Flow from Financing Activities**		
	Finance cost paid	(0.25)	(0.52)
	Increase / (Decrease) in Borrowings	71.38	-
	Financial Assets	-	-
	Net Cash generated/ (used in) Financing Activities	**71.13**	**(0.52)**
	Net increase/ (decrease) in Cash & Cash Equivalents	**(76.89)**	**(2.26)**
	Cash & Cash Equivalents at the beginning of the year	82.24	84.50
	Cash & Cash Equivalents at the end of the year	5.35	82.25

	Note:		
1	The above Statement of Cash Flow has been prepared under the 'Indirect Method' set out in the Indian Accounting Standard 7 "Statement of Cash Flow"		
2	Cash & Cash Equivalents		
	Cash on Hand	0.90	0.81
	Current Account	4.45	81.43
	Overdraft	-	-
	Cash and Bank balances as per Note 11	**5.35**	**82.25**

Significant Accounting Policies and Notes forming part of accounts
The notes referred to above are an integral part of these financial statements
As per our report of even date

For Agiwal & Associates
(F.R.N.000181N)
Chartered Accountants

P.C.Agiwal
Partner
Membership No. 080475

Place : New Delhi
Date: 30/05/2022

For and on behalf of the Board

T. B. Gupta
Managing Director
DIN: 00106181

M. P. Mehrotra
Director
DIN: 00016768

R. C. Pandey
Company Secretary
PAN: AJRPP6072H

S. C. Jain
Chief Financial Officer
PAN: AANPJ7826N

A. Equity Share Capital

(1) Current reporting period **(₹ in lakhs)**

Balance as at 1st April, 2021	Changes in Equity Share Capital due to prior period errors	Restated Balance as at 1st April, 2021	Changes in equity share capital during the current year	Balance as at 31st March, 2022
399.91	-	399.91	-	399.91

(2) Previous reporting period **(₹ in lakhs)**

Balance at 1st April, 2020	Changes in Equity Share Capital due to prior period errors	Restated Balance as at 1st April, 2020	Changes in equity share capital during the previous year	Balance as at 31st March, 2021
399.91	-	399.91	-	399.91

B. Other Equity

(1) Current reporting period **(₹ in lakhs)**

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Debt Instruments through Other Comprehensive Income	Fair Value Gain on Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange Differences on translating the financial statements of a foreign operation	Remeasurement of Defined Benefit Plans	Money Received against share warrants	Attributable to owners of the parent	Non controlling interest
			Capital Reserve	Security Premium	Other Reserves (Specify nature)	Retained Earnings									
Balance as at 1st April, 2021	-	-	184.89	599.71	-	(291.01)	-	(182.51)	-	-	-	(1.35)	-	309.73	-
Changes in accounting policy/ prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance as at 1st April, 2021	**-**	**-**	**184.89**	**599.71**	**-**	**(291.01)**	**-**	**(182.51)**	**-**	**-**	**-**	**(1.35)**	**-**	**309.73**	**-**
Profit for the year	-	-	-	0.03	-	(92.68)	-	-	-	-	-	(0.23)	-	(92.89)	(130.61)
Other Comprehensive Income (net of tax)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total comprehensive income for the current year	**-**	**-**	**-**	**0.03**	**-**	**(92.68)**	**-**	**-**	**-**	**-**	**-**	**(0.23)**	**-**	**(92.88)**	**(130.61)**
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to/ from retained earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Any other change (to be specified)	-	-	-		-	-	-	-	-	-	-	-	-	-	-
Balance as at 31st March, 2022	**-**	**-**	**184.89**	**599.74**	**-**	**(383.69)**	**-**	**(182.51)**	**-**	**-**	**-**	**(1.58)**	**-**	**216.85**	**(130.61)**

(2) Previous reporting period **(₹ in lakhs)**

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Debt Instruments through Other Comprehensive Income	Fair Value Gain on Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange Differences on translating the financial statements of a foreign operation	Remeasurement of Defined Benefit Plans	Money Received against share warrants	Attributable to owners of the parent	Non controlling interest
			Capital Reserve	Security Premium	Other Reserves (Specify nature)	Retained Earnings									
Balance as at 1st April, 2020	-	-	184.89	599.71	-	(279.85)	-	(182.51)	-	-	-	(1.44)	-	320.83	-
Changes in accounting policy/ prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance as at 1st April, 2020	-	-	**184.89**	**599.71**	-	**(279.85)**	-	**(182.51)**	-	-	-	**(1.44)**	-	**320.79**	-
Profit for the year	-	-	-	-	-	(11.16)	-	-	-	-	-	0.09	-	(11.07)	-
Other Comprehensive Income (net of tax)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total comprehensive income for the previous year	-	-	-	-	-	**(11.16)**	-	-	-	-	-	**0.09**	-	**(11.07)**	-
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to/ from retained earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Any other change (to be specified)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at 31st March, 2021	-	-	**184.89**	**599.71**	-	**(291.01)**	-	**(182.51)**	-	-	-	**(1.35)**	-	**309.73**	-

For Agiwal & Associates
(F.R.N.000181N)
Chartered Accountants

P.C.Agiwal
Partner
Membership No. 080475

Place : New Delhi
Date: 30/05/2022

For and on behalf of the Board

T. B. Gupta
Managing Director
DIN: 00106181

M. P. Mehrotra
Director
DIN: 00016768

R. C. Pandey
Company Secretary
PAN: AJRPP6072H

S. C. Jain
Chief Financial Officer
PAN: AANPJ7826N

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

1. Corporate Information

The South Asian Enterprises Limited (the Company) and its subsidiary i.e. Chai Thela Private Limited are collectively referred to as "the Group". The Company is a public limited company incorporated in 1991 and domiciled in India. The registered office of the Company is situated at K-Block, Kidwai Nagar, Kanpur (U.P.) The Company's shares are listed on the BSE Ltd.

The Company is a subsidiary of VLS Capital Limited and act intermediate holding company of Chai Thela Private Limited. The Group is engaged in running the amusement parks, restaurants and food outlets and trading in earthing and lightning protection systems.

These consolidated financial statements have been prepared in Indian rupee and rounded off to rupees in Lakhs.

2. Significant Accounting Policies

2.1 Basis of preparation

(i) Statement of Compliance with Ind AS

The financial statements have been prepared in accordance with Ind AS prescribed under Section 133 of the Companies Act, 2013 ("Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) (Amendment) Rules, 2016.

All the Ind AS issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements are approved for issue by the Board of Directors has been considered in preparing these financial statements.

The financial statements have been prepared using the significant accounting policies and measurement bases summarized as below. These accounting policies have been applied consistently over all the periods presented in these financial statements, except where the Group has applied certain accounting policies and exemptions upon transition to Ind AS.

(ii) Basis of Consolidation

The consolidated financial statements incorporate the financial statements of the Group and entities (including structured entities) controlled by the Group and its subsidiaries.

Subsidiaries

Subsidiaries are entities (including structured entities) over which the Group has control. Subsidiaries are consolidated on a line-by-line basis from the date the control is transferred to the Group. They are deconsolidated from the date that control ceases. The acquisition method of accounting is used to account for business combinations by the Group. Changes in the Group's interest in subsidiaries that do not result in a loss of control are accounted as equity transactions. The carrying amount of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Group. Inter-Group transactions, balances and unrealised gains on transactions between Group are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. These financial statements are prepared by applying uniform accounting policies in use at the group.

Associates

Associates are the entities over which the Group has significant influence. Investment in associates are accounted for using the equity method of accounting, after initially being recognised at cost.

The Subsidiaries and Associate considered in the Consolidated Financial Statements are as under:

Name of the Entity	Proportion of Ownership Interest March 31, 2022	Proportion of Ownership Interest March 31, 2021	Country of Incorporation	Status
Subsidiaries				
Chai Thela Private Limited	60.34%	-	India	Food and Restaurants

(iii) Historical cost convention

These financial statements are prepared on the accrual basis of accounting, under the historical cost convention except for the following:

i) Certain financial assets and financial liabilities measured at fair value; and

ii) Defined benefits plan - plan assets measured at fair value.

There is no change in the system of accounting as being consistently followed from earlier years unless otherwise stated

All assets and liabilities have been classified as current or non-current as per Group's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of operations and time between procurement of raw material and realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities

(iv) Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make estimates, judgments, and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities (including contingent liabilities) and disclosures as of the date of financial statements and the reported amounts of revenue and expenses for the reporting period. Actual results could differ from these estimates. Accounting estimates and underlying assumptions are reviewed on an ongoing basis and could change from period to period. Appropriate changes in estimates are recognized in the period in which the Group becomes aware of the changes in circumstances surrounding the estimates. Any revisions to accounting estimates are recognized prospectively in the period in which the estimate is revised and future periods. The estimates and judgments that have significant impact on carrying amount of assets and liabilities at each balance sheet date are discussed at note 3.

2.2 Property, plant and equipment (PPE) and Capital work-in-progress (CWIP)

The Company has elected to continue with carrying value of all Property, plant and equipment and Capital work-in-progress (CWIP).

The Property, plant and equipment were stated at their original cost (net of accumulated depreciation and impairment) adjusted by revaluation of certain assets.

The Property, plant and equipment (PPE) and Capital work-in-progress (CWIP) are stated at cost net of GST credit and/or at revalued price less accumulated depreciation and Accumulated Impairment.

Interest on borrowings used to finance the construction of qualifying assets are capitalized as part of the cost of the asset until such time that the asset is ready for its intended use.

Depreciation on Property, plant and equipment (PPE) is provided on written down value method as prescribed under Part C of Schedule II to the Companies Act, 2013. The additional depreciation, on increase in cost on account of revaluation, is transferred to Retained Earnings from Revaluation Reserve and is thus not charged to statement of Profit & Loss of the year.

Useful life of assets is considered on the basis of schedule-II of the Companies Act 2013.

Subsequent costs are included in the asset's carrying amount only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably.

All other repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

Each item of PPE individually costing Rs.5,000/- or less is depreciated fully in the year of their put to use.

Depreciation/amortization on assets added, sold or discarded during the year is provided on pro-rata basis.

2.3 Intangible Assets (Computer Software)

Intangible assets expected to provide future enduring economic benefits are recorded at the consideration paid for acquisition of such assets and are carried at cost of acquisition less accumulated amortization and impairment, if any.

Intangible assets: Computer software is amortized over a period of four years.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

2.4 Revenue Recognition and Expenses

(i) Effective April 1 2018 the company adopted Ind AS 115, revenue from contracts with customer using the cumulative catch up transition method, applied to contracts that were not completed as of April 1, 2018. In accordance with the cumulative catch up transition method, the comparatives have not been retrospectively adjusted. Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services.

Arrangements with customers for services and goods are either on a fixed-price, fixed-timeframe or on a time-and-material basis.

Revenue on supply and service contracts are recognized as the related performance obligation is completed.

Revenue from fixed-price, fixed-timeframe contracts, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity.

Revenues in excess of invoicing are classified as contract assets (which we refer to as unbilled revenue) while invoicing in excess of revenues are classified as contract liabilities (which we refer to as unearned revenues).

(ii) Insurance claims have been accounted for on cash basis looking in to the uncertainty and its collection as per past practice.

(iii) Interest Income is accounted for on time proportionate basis.

2.5 Expenses

(i) All expenses are accounted for on accrual basis.

2.6 Inventory

a) Cost of inventory comprises of purchase price, cost of conversion and other cost that have been incurred in bringing the inventories to their respective present location and condition. Interest costs are not included in value of inventory.

Inventories are valued as under:

Finished Goods are carried at lower of cost or net realizable value. Cost of finished goods is determined following first in first out method.

Traded Goods are carried at lower of cost or net realizable value. Cost of traded goods is determined following first in first out method.

2.7 Fair value measurement

The Group measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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 Group 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.

The management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

External valuers are involved for valuation of significant assets, such as properties. Involvement of external valuers is decided by the management after discussion with and approval by the Group's management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The management decides, after discussions with the Group's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management, in conjunction with the Group's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.8 Financial instruments

Financial assets and financial liabilities are recognised in the Balance sheet when the Group becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. The financial assets include equity and debt securities, trade and other receivables, loans and advances, cash and bank balances and derivative financial instruments.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in the following categories:

1) At amortised cost,
2) At fair value through other comprehensive income (FVTOCI), and
3) At fair value through profit or loss (FVTPL).

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR.

Equity investments

All equity investments in the scope of Ind AS 109 are measured at fair value except in case of investment in subsidiary carried at deemed cost and associate carried at cost.

Equity instruments included within the FVTPL category, if any, are measured at fair value with all changes recognized in profit or loss. The

Group may make an irrevocable election to present in OCI subsequent changes in the fair value.

The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. When the fair value has been determined based on level 3 inputs, the difference between the fair value at initial recognition and the transaction price is deferred and after initial recognition deferred difference is recognised as gain or loss to the extent it arises from change in input to valuation technique. If the Group decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in OCI.

There is no recycling of the amounts from OCI to profit or loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

De-recognition

The Group derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

2.9 Employees Benefits

(i) 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 are recognized as an expense as the related service is rendered by employees.

(ii) Post employment benefits

Defined contribution plans*:*

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 Group makes specified monthly contributions towards provident fund. The Group's contribution is recognized as an expense in the statement of profit and loss during the period in which employee renders the related service.

Defined benefit plan:

The Group's gratuity benefit scheme is a defined benefit plan. The Group'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, and the fair value of any plan assets is deducted.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to 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 the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the balance sheet date.

When the calculation results in a benefit to the Group, the recognized asset is limited to the net total of any unrecognized actuarial losses and past service costs and the present value of any future refunds from the plan or reductions in future contributions to the plan.

Actuarial gains and losses are recognized in the other comprehensive income

(iii) Long term employment benefits

The Group's net obligation in respect of long-term employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. The obligation is calculated using the projected unit credit method and is discounted to its present value and the fair value of any related assets is deducted. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the balance sheet date.

(iv) Compensated absences

The employees can carry-forward a portion of the unutilized accrued compensated absences and utilize it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Group records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

Short term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit & Loss for the year in which the related service is rendered.

(V) Estimation of Defined benefit obligations

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each financial year end. The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans, the actuary considers the interest rates of government bonds. The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

2.10 Borrowing Costs

Borrowing costs attributable to the qualifying assets are capitalized up to the period such assets are ready for the intended use and commenced commercial production. All other borrowing cost is charged to the Statement of Profit & Loss in the period in which they are incurred.

2.11 Foreign Currency Transactions and Translations

a) Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of transaction. Monetary items denominated in foreign currency at the year end are translated at year end rates.

b) Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

c) In respect of monetary items which are covered by forward exchange contracts, the difference between the year end and the rate on the date of contract is recognized as exchange difference and the premium on such forward contracts is recognized over the life of the forward contract.

d) The exchange differences arising on settlement/translation are recognized in the Statement of Profit and Loss.

2.12 Taxes on Income

(a) **Current Tax**

Tax on income for the current period is determined on the basis of taxable income computed in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which give future economic benefit in the form of adjustment to future income tax liability is considered as an asset to the extent there is convincing evidence that the Group will pay normal income tax.

(b) Deferred Tax

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

Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of an asset or liability in a transaction (other than a business combination) affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets are recognised for the carry forward of unused tax losses and unused tax credit to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits 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 measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the

manner in which the Group expects, at the end of reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax liabilities are generally recognised on all taxable temporary differences.

2.13 Impairment of Non-financial Assets

(i) No financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

(ii) An impairment loss is recognised for the amount by which the assets' carrying amount exceeds its recoverable amount, costs of disposal and value in use.

(iii) For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash inflows from other assets or group of assets (cash generating units).

(iv) Non financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.14 Leases

Following Ind AS 17 till 31.03.2019, the assets acquired as leases where a significant portion of the risks and rewards of the ownership retained by the lessor are classified as operating leases. Lease rentals are charged to the Statement of Profit & Loss on accrual basis. With effect from 01.04.2019, the Ind AS 116 has been applied by the Group.

2.15 Provisions, Contingent Liabilities and Contingent Assets

(i) Provision is recognized in respect of obligations where, based on the evidence available, their existence at the Balance Sheet date is considered probable.

(ii) Provision is recognized in the accounts in respect of present probable obligations, the amount of which can be reliably estimated.

(iii) Provisions are not recognised for future operating losses.

(iv) Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence is confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Group.

(v) A contingent asset is not recognized in the financial statements.

(vi) Provisions and contingent liabilities are reviewed at each balance sheet date.

2.16 Segment Reporting

Primary Segment

Based on the guiding principles given in the Ind AS-108 "Segment Reporting" issued by ICAI, the Group's segments are running of amusement parks, restaurants and food and trading in earthing & lightning protection systems.

Revenue and expenses have been accounted for on the basis of their relationship to the operating activities of the respective segment.

Segment Identification

Business segments have been identified on the basis of the nature of products/ services, the risk return profile of individual business, the organizational structure and the internal reporting system of the Group.

The operating segments are reported after taken into consideration of aggregation criteria and quantitative threshold as mentioned in Para 12 and 13 of Ind AS 108.

2.17 Earnings Per Share

Basic earnings per share is computed by dividing the profit/ (loss) after tax (including the post tax effect of extra ordinary items, if any) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit/ (loss) after tax (including the post tax effect of extra ordinary items, if any) by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares which could be issued on the conversion of all dilutive potential equity shares.

2.18 Cash and Cash Equivalents

Cash and cash equivalents in the Balance sheet comprise cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of changes in value.

For the purpose of the Cash Flow Statement, Cash and cash equivalents consist of Cash and cash equivalents, as defined above and net of outstanding book overdrafts as they are considered an integral part of the Group's cash management.

2.19 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payment and item of income or expenses associated with investing or financing flows. The cash flows operating, investing and financing activities of the Group are segregated.

2.20 Investment Property:

An investment property shall be measured initially at its cost. Transaction costs shall be included in the initial measurement.

The cost of a purchased investment property comprises its purchase price and any directly attributable expenditure. Directly attributable expenditure includes, for example, professional fees for legal services, property transfer taxes and other transaction costs.

Cost model after initial recognition, an entity shall measure all of its investment properties in accordance with Ind AS 16's requirements for cost model, other than those that meet the criteria to be classified as held for sale (or are included in a disposal group that is classified as held for sale) in accordance with Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations. Investment properties that meet the criteria to be classified as held for sale (or are included in a disposal group that is classified as held for sale) shall be measured in accordance with Ind AS 105.

When measuring the fair value of investment property in accordance with Ind AS 113, an entity shall ensure that the fair value reflects, among other things, rental income from current leases and other assumptions that market participants would use when pricing investment property under current market conditions.

This Standard requires all entities to measure the fair value of investment property, for the purpose of disclosure even though they are required to follow the cost model. An entity is encouraged, but not required, to measure the fair value of investment property on the basis of a valuation by an independent valuer who holds a recognized and relevant professional qualification and has recent experience in the location and category of the investment property being value.

2.21 Estimated fair value of unlisted securities

The fair values of financial instruments that are not traded in an active market and cannot be measured based on quoted prices in active markets is determined using valuation techniques including the net assets value (NAV) model. The Group uses its judgment to select a variety of method / methods and make assumptions that are mainly based on market conditions existing at the end of each financial year. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

2.22 Insurance claims and liquidated damages

Insurance claims are accounted as and when admitted/settled. Subsequent changes in value, if any, are provided for.

2.23 Ind AS 116: Leases

Effective April 01, 2019, the Group has adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019 using the modified retrospective method. Accordingly, the Group recognizes right-of-use asset at the date of initial application. The right-of-use asset is measure equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognized in the balance sheet immediately before the date of initial application.

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

A lease that transfers substantially all the risks and rewards incidental to ownership to the lessee is classified as a finance lease. All other leases are classified as operating leases.

Group as a lessee

The Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception 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 less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. 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 estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Group 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 Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the Group, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Group recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in statement of profit and loss.

The Group has elected not to apply the requirements of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

Group as a lessor

At the inception of the lease the Group classifies each of its leases as either an operating lease or a finance lease. The Group recognises lease payments received under operating leases as income on a straight- line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Group is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

Impact of Ind AS 116:

Ind AS 116 Leases was notified by MCA on 30th March 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17.

The Group has adopted the new standard on the required effective date using the modified retrospective method. Accordingly, the Group has not restated comparative information, instead, the right-of-use asset is recognized at the date of initial application. The right-of-use asset is measure equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognized in the balance sheet immediately before the date of initial application.

NOTE - 3

Fixed assets : Property, Plant and Equipment **(₹ in lakhs)**

Description	Plant and Machinery	Building	Vehicle	Furniture & Fixtures	Office Equipment	Computers	Total
Gross Carrying value as at April 1, 2020	183.46	85.79	1.50	80.30	42.04	9.45	402.54
Additions	-	-	-	11.36	5.22	1.49	18.07
Addition through business transfer	-	-	-	-	-	-	-
Deduction	-	-	-	-	(0.60)	-	(0.60)
Gross Carrying value as at March 31, 2021	**183.46**	**85.79**	**1.50**	**91.66**	**47.85**	**10.94**	**421.20**
Gross Carrying Value as at April 1, 2021	183.46	85.79	1.50	91.66	46.66	10.94	420.01
Additions	-	-	8.37	14.03	9.63	1.26	33.30
Addition through business transfer	-	-	-	-	-	-	-
Deduction	-	-	-	-	-	-	-
Gross Carrying value as at March 31, 2022	**183.46**	**85.79**	**9.87**	**105.69**	**56.29**	**12.21**	**453.30**
Accumulated Depreciation & Impairment							
Accumulated depreciation as at April 1, 2020	181.03	80.79	1.12	42.38	28.52	8.36	342.20
Depreciation for the year	1.03	2.21	0.05	15.72	6.69	1.04	26.74
Adjustments	-	-	-	-	-	-	-
Deduction	-	-	-	-	(0.60)	-	(0.60)
Accumulated depreciation as at March 31, 2021	**182.07**	**83.00**	**1.17**	**58.10**	**35.80**	**9.41**	**369.54**
Accumulated depreciation as at April 1, 2021	182.07	83.00	1.17	58.10	34.61	9.41	368.34
Depreciation for the year	0.02	0.29	0.61	16.83	8.27	1.51	27.53
Adjustments	-	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2022	**182.08**	**83.29**	**1.78**	**74.93**	**42.87**	**10.92**	**395.87**
Net Carrying Value							
As at 31st March, 2021	1.39	2.79	0.33	33.57	12.05	1.53	51.67
As at 31st March, 2022	**1.37**	**2.51**	**8.09**	**30.76**	**13.41**	**1.29**	**57.43**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

NOTE - 3a

Right-of-use assets: **(₹ in lakhs)**

Description	Right of Use Asset	Total
Gross Carrying value as at April 1, 2020	182.39	182.39
Additions	171.39	171.39
Addition through business transfer	-	-
Deduction	-	-
Gross Carrying value as at March 31, 2021	**353.79**	**353.79**
Gross Carrying Value as at April 1, 2021	353.79	353.79
Additions	87.88	87.88
Addition through business transfer	-	-
Deduction	(104.11)	(104.11)
Gross Carrying value as at March 31, 2022	**337.55**	**337.55**
Accumulated Depreciation & Impairment		
Accumulated depreciation as at April 1, 2020	65.88	65.88
Depreciation for the year	46.32	46.32
Adjustments	-	-
Deduction	-	-
Accumulated depreciation as at March 31, 2021	**112.20**	**112.20**
Accumulated depreciation as at April 1, 2021	112.20	112.20
Depreciation for the year	44.19	44.19
Adjustments	-	-
Accumulated depreciation as at March 31, 2022	**156.39**	**156.39**
Net Carrying Value		
As at 31st March, 2021	241.59	241.59
As at 31st March, 2022	**181.17**	**181.17**

Note : 3 (B)

Intangible Assets **(₹ in lakhs)**

Description	Software	Total
GROSS BLOCK		
Gross Carrying value as at April 1, 2020	-	-
Additions	0.20	0.20
Addition through business transfer	-	-
Deduction	-	-
Gross Carrying value as at March 31, 2021	**0.20**	**0.20**
Gross Carrying Value as at April 1, 2021	0.20	0.20
Additions	0.41	0.41
Addition through business transfer	-	-
Deduction	-	-
Gross Carrying value as at March 31, 2022	**0.61**	**0.61**
Accumulated Depreciation & Impairment		
Accumulated depreciation as at April 1, 2020	-	-
Depreciation for the year	0.06	0.06
Adjustments	-	-
Deduction	-	-
Accumulated depreciation as at March 31, 2021	**0.06**	**0.06**
Accumulated depreciation as at April 1, 2021	0.06	0.06
Depreciation for the year	0.05	0.05
Adjustments	-	-
Accumulated depreciation as at March 31, 2022	0.11	0.11
Net Carrying Value		
As at 31 March 2021	0.14	0.14
As at 31 March 2022	**0.50**	**0.50**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021
Note - 4 Loans		
Unsecured		
Considered Good		
Inter-Corporate Loan to Subsidary	-	125.07
Security Deposit (MCK)	0.40	0.40
Security Deposit for Telephone	0.05	0.05
Security Deposit KESCO (KNP)	0.20	0.20
Total	**0.65**	**125.72**
NOTE - 5 Investment		
A - Non current -Fully paid up		
Investment in equity instruments:		
Unquoted		
(At fair value through OCI)		
50,000 Equity Shares of Rs.10/- each of Indhra Dhan Agro Products Ltd.	-	-
15,00,000 Equity Shares of Rs.10/- each of Hotline Electronics Ltd.	-	-
3 Equity Shares of Rs.1/- each of Reliance Commercial Finance Ltd. (formerly Reliance Media works Ltd.)	0.00	0.00
35,000 Equity Shares of Rs.100/- each of Alok Fintrade Private Limited	8.61	8.61
7,359 Equity Shares (P.Y.2,261) of Rs.10/- each of Chai Thela Private Limited (at amortized cost)	-	8.87
Total	**8.61**	**17.48**
Total Non-Current Investment	**8.61**	**17.48**
Note - 6 Other Financial Assets		
(unsecured, considered good unless otherwise stated)		
UCO Bank Current Account SAEL Group Gratuity Scheme	0.13	0.13
Deposit with U P Vat Authorities	0.50	-
Security Deposit Rent	27.02	-
Total	**27.65**	**0.13**

Note -7 Deferred Tax Asset (₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021
Deferred Tax		
a. Deferred Tax Liabilities		
- Depreciation on Fixed Asstes	**(18.39)**	**(1.38)**
b. Deferred Tax Assets		
- Employee Benefits	**2.27**	**0.85**
- Provision for bad & doubtful debts	**-**	**0.72**
Net Deferred Tax Liabilities/ (Asset)	**(20.66)**	**(2.95)**

(₹ in lakhs)

	As at 31st March 2020	Provided during the Year	As at 31st March 2021	Provided during the Year	As at 31st March 2022
Deferred tax liability:					
Related to Fixed Assets (Depreciation)	(0.09)	(1.30)	(1.38)	(18.41)	**(19.80)**
Others	-	-	-	-	**-**
Total deferred tax liability (A)	(0.09)	(1.30)	(1.38)	(18.41)	**(19.80)**
Deferred tax assets:					
Carry forward Business Loss / Unabsorbed Depreciation	0.37	-	0.37	-	**0.37**
43B Disallowances etc.	-	-	-	-	**-**
Others	-	-	-	-	**-**
Provision for leave encashment and Others	1.22	(0.03)	1.19	(0.70)	**0.48**
Revaluations of FVTOCI investments to fair value	0.02	-	0.02	-	**0.02**
Total deferred tax assets (B)	1.60	(0.03)	1.57	(0.70)	**0.87**
Deferred Tax Liability/ (Asset) (Net) (A - B)	(1.69)	(1.26)	(2.95)	(17.71)	**(20.66)**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021
Note -8 Inventories		
Stock in Trade	22.56	15.37
Music album	0.00	0.00
Total	**22.56**	**15.37**
Note - 9 Loan		
Loan	-	-
Total	**-**	**-**

Note 10 (b) (ii) Trade Receivables

(unsecured, considered good unless otherwise stated) **(₹ in lakhs)**

Particulars	As at 31st March, 2022	As at 31st March, 2021
Trade Receivables	**15.35**	28.21
Total	**15.35**	**28.21**

Particulars	As at 31st March, 2022						As at 31st March, 2021					
	Outstanding for following periods from due date of payment						Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	12.44	-	2.91	-	-	**15.35**	9.68	12.78	5.60	-	0.15	**28.21**
(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	-	-	-	-	-	**-**	-	-	-	-	-	**-**

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021
Note-11 Cash and Cash Equivalents		
Cash on hand	0.90	0.81
Balance with Bank		
In current account	4.45	81.43
Deposit with Bank less than 3 months	-	-
Total	**5.35**	**82.24**
Note -11A Bank Balances		
Deposit with bank more than 3 month upto 12 months	280.00	370.00
Interest Accrued on Fixed Deposit	13.94	19.66
Fixed Deposit with original maturity of more than 12 months against short term borrowing	53.09	53.09
Grand Total	**347.03**	**442.75**
Note -12 Other Financial Assets		
(unsecured, considered good unless otherwise stated)		
Security Deposits	-	-
Advance to staff	0.35	-
Deferred Cost towards Staff Loan	-	-
Total	**0.35**	**-**
Note-13 Current Tax Assets (Net)		
(unsecured, considered good unless otherwise stated)		
Income Tax Receivable	4.05	4.11
Total	**4.05**	**4.11**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

(₹ in lakhs)

PARTICULARS	As at 31st March 2022	As at 31st March 2021
Note-14 Other current assets		
(unsecured, considered good unless otherwise stated)		
Advance to Suppliers	3.92	4.14
Prepaid Expenses	10.24	0.23
Other	8.61	3.29
Total	**22.77**	**7.66**

Note - 15 Equity Share Capital (₹ in lakhs)

Particulars	As at 31st March 2022		As at 31st March 2021	
Authorised				
50,00,000 Equity Shares of Rs.10/- each		**500.00**		**500.00**
		500.00		500.00
Issued, Subscribed & Paid up				
40,00,000 Equity Shares of Rs.10/- each	**400.00**		**400.00**	
(i) Less: Calls-in -Arrears-by others	**0.09**	**399.91**	**0.10**	399.91
		399.91		399.91

a. Reconciliation of shares outstanding at the beginning and at the end of the reporting year

Equity Shares	As at 31st March 2022		As at 31st March 2021	
	No. of Shares	(₹ in lakhs)	No. of Shares	(₹ in lakhs)
At the beginning of the year	**40,00,000**	**399.91**	**40,00,000**	**399.91**
Issued during the year	**-**	**-**	**-**	**-**
(ii) Outstanding at the end of the year	**40,00,000**	**399.91**	**40,00,000**	**399.91**

b. Terms/rights attached to equity shares

The Company has one class of equity shares having a par value of Rs.10 each (previous year: having a par value of Rs.10 each). Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holder of the equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all the preferential amounts. However, no such preferential amounts exists currently. The distribution will be in proportion to the number of equity shares held by the shareholders. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting.

c. Details of shareholders holding more than 5% shares in the company

Particulars	As at 31st March 2022		As at 31st March 2021	
	No. of shares	% of holding	No. of shares	% of holding
VLS Capital Ltd.*	**23,84,289**	**59.61**	**23,84,289**	**59.61**
The Dhampur Sugar Mills Ltd.	**2,50,000**	**6.25**	**2,50,000**	**6.25**

d. Details of shares held by Holding Company

23,84,289 (Previous Year 23,84,289) Equity Shares held by VLS Capital Limited*

*Holding Company since 03.02.2015

Disclosure of shareholding of promoters

Shareholding of promoters as at 31st March, 2022

Promoter Name	Category*	As at 31st March 2022		As at 31st March 2021		
		No. of shares held	% of holding	No. of shares held	% of holding	% Change during the year
Mr. Mahesh Prasad Mehrotra	P	1	-	1	-	-
Ms. Divya Mehrotra	PG	58,673	1.47	58,673	1.47	-
Mr. Ramji Mehrotra	PG	10	-	10	-	-
Mahesh Prasad Mehrotra - HUF	PG	1	-	1	-	-
VLS Capital Ltd.	PG	23,84,289	59.61	23,84,289	59.61	-
VLS Commodities Pvt. Ltd.	PG	1	-	1	-	-
Mr. Vikas Mehrotra	PG	1	-	1	-	-
Total		**24,42,976**	**61.08**	**24,42,976**	**61.08**	-

Shareholding of promoters as at 31st March, 2021

Promoter Name	Category*	As at 31st March 2021		As at 31st March 2020		
		No. of shares held	% of holding	No. of shares held	% of holding	% Change during the year
Mr. Mahesh Prasad Mehrotra	P	1	-	1	-	-
Ms. Divya Mehrotra	PG	58,673	1.47	58,673	1.47	-
Mr. Ramji Mehrotra	PG	10	-	10	-	-
Mahesh Prasad Mehrotra - HUF	PG	1	-	1	-	-
VLS Capital Ltd.	PG	23,84,289	59.61	23,84,289	59.61	-
VLS Commodities Pvt. Ltd.	PG	1	-	1	-	-
Mr. Vikas Mehrotra	PG	1	-	1	-	-
Total		**24,42,976**	**61.08**	**24,42,976**	**61.08**	-

* P = Promotor, PG = Promoter Group

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

(₹ in lakhs)

PARTICULARS		As at 31st March 2022	As at 31st March 2021
Note-16 Other Equity			
Securities premium			
As per Last Balance Sheet		600.00	600.00
Less: Calls Unpaid - by other		(0.26)	(0.29)
Balance as at end of the year	**Total (A)**	**599.74**	**599.71**
General reserve			
Balance at the beginning of the year		184.89	184.89
Balance as at end of the year	**Total (B)**	**184.89**	**184.89**
Retained earnings			
Balance at the beginning of the year		(291.01)	(279.85)
Add: Profit/(loss) during the year		(92.68)	(11.16)
Transfer from Other Comprehensive Income		-	-
Balance as at end of the year	**Total (C)**	**(383.69)**	**(291.01)**
Fair value gain on equity instruments carried through other comprehensive income			
Balance at the beginning of the year		(182.51)	(182.51)
Add: Other Comprehensive Income during the year (net of tax)		-	-
Transfer from retained earnings		-	-
Balance as at end of the year	**Total (D)**	**(182.51)**	**(182.51)**
Remeasurement of Defined Benefit Plans			
Balance at the beginning of the year		(1.35)	(1.44)
Add: Other comprehensive income (net of tax)		(0.23)	0.09
Balance as at end of the year	**Total (E)**	**(1.58)**	**(1.35)**
TOTAL (A+B+C+D+E)		**216.85**	**309.73**
Non Controlling Interest			
(a) Equity Share capital		0.48	-
(b) Other Equity		(131.09)	-
Balance as at end of the year	**Total (F)**	**(130.61)**	**-**
TOTAL (A+B+C+D+E+F)		**86.24**	**309.73**
Note-17 Non-current liabilities			
a) Financial Liabilities			
Borrowings			
Related Patrties		70.00	-
*Secured against Pledge of Fixed Deposit		-	-
Others		-	-
	Total	**70.00**	**-**
Note- 17a Lease Liability			
Lease Liability		117.29	-
	Total	**117.29**	**-**
Note-18 Provisions			
Provision for Employees Benefits		1.74	1.05
	Total	**1.74**	**1.05**
Note-19 Current Liabilities			
a) Financial Liabilities			
(i) Borrowings			
Related Parties		1.00	-
*Secured against Pledge of Fixed Deposit		0.06	-
Others		0.32	-
	Total	**1.38**	**-**
Note-20 Lease Liability			
Lease Liability		63.88	-
	Total	**63.88**	**-**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

Note 21 (a) (iii) (ii) Trade Payables **(₹ in lakhs)**

Trade Payables	As at 31st March, 2022	As at 31st March, 2021
a)Total outstanding dues of Micro Enterprises and Small Enterprises	**55.67**	-
b)Total Outstanding dues of Creditors other than Micro Enterprises and Small Enterprises	-	3.48
Total	**55.67**	**3.48**

Particulars	As at 31st March, 2022					As at 31st March, 2021				
	Outstanding for following periods from due date of payment					Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-	-	-	-	-	-
(Ii) Others	52.67	-	-	3.00	55.67	0.48	-	-	3.00	3.48
(iii) Disputed dues-MSME	-	-	-	-	-	-	-	-	-	-
(IV) Disputed dues- Others	-	-	-	-	-	-	-	-	-	-

(₹ in lakhs)

PARTICULARS		As at 31st March 2022	As at 31st March 2021
Note - 22 Other Financial Liabilities			
Others Payables		49.73	11.42
	Total	**49.73**	**11.42**
Note- 23 Other Current Liabilities			
Advance from customer		-	-
Statutory dues		1.03	0.38
Interest - Related Parties		0.45	-
Liability for Expenses		25.80	4.08
	Total	**27.28**	**4.46**
Note-24 Provisions			
Provision for Employees Benefits		1.88	2.17
	Total	**1.88**	**2.17**

(₹ in lakhs)

PARTICULARS		For the year ended 31st March 2022	For the year ended 31st March 2021
Note - 25 Revenue From Operations			
Sale of Goods			
- Traded Goods		12.01	51.52
- Restaurants		272.21	-
Sale of Services			
- Park Receipts		1.05	7.44
- Income from Installation, Erection & Supervision		1.17	11.65
	Total	**286.43**	**70.61**
Note - 26 Other Income			
Interest Income			
On fixed deposit		18.43	32.84
Interest on Income Tax Refund		0.02	0.14
Insterest Income Loan		6.06	0.77
Dividend Income		0.00	-
Other Operating Revenue			
Income from Rent		0.85	0.85
Income from Shop Rent		-	0.38
Frenchies Fee		13.38	-
Misc. Balances Written Back		9.15	-
Excess provision written back		1.17	-
Miscellaneous Income		0.65	0.07
	Total	**49.72**	**35.05**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

(₹ in lakhs)

PARTICULARS	For the year ended 31st March 2022	For the year ended 31st March 2021
Note - 27 Change in inventories of Stock in Trade		
Stock -in - Trade		
At the beginning of financial year	15.37	20.49
At the end of financial year	22.56	15.37
Net ((Increase)/Decrease)	**(7.19)**	**5.12**
Note - 28 Employee Benefits Expenses		
Salaries and Wages	67.91	27.80
Staff Welfare Expenses	3.13	0.66
Contribution to Provident and other Funds	5.88	3.27
Total	**76.92**	**31.73**
Note - 29 Finance Costs		
Interest on overdraft with Bank	0.95	0.38
Interest on Term Loan	6.15	-
Interest on Financial Liabilities using effective interest rate	(7.35)	0.14
Total	**(0.25)**	**0.52**
Note - 30 Other Expenses		
Repair & Maintenance:		
- Building	0.01	0.13
- Machinery	0.17	0.16
- Others	4.45	0.86
Power and Fuel	22.87	2.14
Lease Rent & Hire Charges	36.48	0.60
Park Running & Maintenance	1.51	1.27
Rent	2.84	0.21
Rates & Taxes	3.58	3.11
Consultation & Professional Charges	20.71	20.73
Postage & Telephone	0.16	0.11
Advertising & Selling Expenses	2.54	0.66
Travelling Expenses	11.75	2.13
Commission of Sales	9.57	-
Director's Sitting Fee	4.28	4.31
Auditor's Remuneration		
- Statutory Audit	0.65	0.35
- Tax Audit	0.35	0.25
- For expenses	-	-
Insurance Charges	0.03	-
Miscellaneous Expenses	16.70	4.13
Freight - Inward / Outward	1.08	0.83
Man Power Resources	61.97	-
Installation & Supervision Expenses	0.37	7.95
Bank Charges	1.13	0.15
Security Deposit Written Off	10.91	-
Sundry Balance Written Off	0.68	-
Provision for doubtful debts	-	-
Total	**214.79**	**50.08**
Note - 31 Earnings per equity share		
Net profit attributable to equity shareholders [A]	(99.74)	(11.07)
Weighted average number of equity shares issued [B] (face value of Rs. 10 each) (In numbers)	40.00	40.00
Basic earnings per share [A/B]	**(2.49)**	**(0.28)**
Net Profit attributable to equity shareholders [C]	**(99.74)**	**(11.07)**
Less : Impact on net profit due to exercise of diluted potential equity shares [D]		
Net profit attributable to equity shareholders for calculation of diluted EP S [C-D]	**(99.74)**	**(11.07)**
Weighted average of equity shares issued (face value of Rs 10 each) (In numbers) [E]	40.00	40.00
Weighted number of additional equity shares outstanding for diluted EPS (In numbers) [F]	-	-
Weighted number of equity shares outstanding for diluted EPS (In numbers) [E+F]	**40.00**	**40.00**
Diluted earnings per share	**(2.49)**	**(0.28)**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

Note - 32

Tax Reconcilation

(a) Income tax expense:

The major components of income tax expenses for the year ended 31st March, 2022 and 31st March, 2021 are as follows:

(i) Profit or loss section

(₹ in lakhs)

Particulars	As at 31st March 2022	As at 31st March 2021
Current tax expense	-	-
Deferred tax expense	(8.91)	(1.56)
Total income tax expense recognised in statement of Profit & Loss	**(8.91)**	(1.56)

(ii) OCI Section

Particulars	As at 31st March 2022	As at 31st March 2021
Net (gain) on remeasurement of defined benefit plans	0.43	0.30
Unrealised (gain)/loss on FVTOCI equity securities	-	-
Income tax charged to OCI	**0.43**	0.30
Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31st March, 2022 and 31st March, 2021:	**As at 31st March 2022**	**As at 31st March 2021**
Accounting profit before tax from continuing operations	(108.65)	(12.63)
Accounting profit before tax from discontinuing operations	-	-
Accounting profit before income tax	**(108.65)**	(12.63)
At India's statutory income tax rate of 26**%** (31st March, 2021: 26**%**)	-	-
Add: Non-deductible expenses for tax purposes:	-	-
Less: Non-taxable income	-	-
Add: Depreciation as provided under the provisions	-	-
Add: Bonus not allowable	-	-
Add: Provision for Leave Encashment / Gratuity	-	-
Less: Carry forward of Losses allowable	-	-
At the effective income tax rate of 26% (31st March, 2021: 26%)	**-**	**-**
Income tax expense reported in the statement of profit and loss	**-**	-

The Company offsets tax assets and liabilities if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Details of income tax assets and liabilities as of 31st March, 2022 and 31st March, 2021 are as follows:

Particulars	As at 31st March 2022	As at 31st March 2021
Income Tax Assets	**4.05**	**4.11**
Current income tax liabilities	**-**	-
Net Current Income Tax Assets/(Liabilities) at the end	**4.05**	**4.11**

33.01 **Financial risk management objectives and policies**

The Company's principal financial liabilities include Trade payable and other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include Trade receivables, Cash and cash equivalents and other financial assets that derive directly from its operations. The Company is exposed to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of these risks and the appropriate financial risk governance framework for the Company. The senior management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

The Board of Directors reviewed policies for managing each of these risks, which are summarized below:

a) **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 risks, such as regulatory risk and commodity price risk.

(i) **Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowings obligations with floating interest rates but the financial implication is not material.

(ii) **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 foreign currency denominated payables on account of import and receivables of export value but the financial implication is not material.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

(iii) **Regulatory risk**

There is no regulatory risk in the business operations of the company.

(iv) **Commodity price risk**

Prices of commodity are subject to fluctuation. The earthing material price is subject to some fluctuation but it is not a regular feature. Its prices are more or less stable. The Company mitigates this risk by properly planning of stock in hand and sale orders.

(v) **Credit risk**

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company has a follow up policy in place with parties, thereby the credit default risk is significantly mitigated.

The impairment for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each balance sheet date. Financial assets are written off when there is no reasonable expectation of recovery, however, the Company continues to attempt to recover the receivables. Where recoveries are made, these are recognized in the Statement of Profit and Loss.

Description	As at 31st March 2022	As at 31st March 2021	Remarks
Up-to 6 months	-	-	
6 to 12 Months	12.44	18.54	-
More than 12 months	5.67	12.43	-
More than 12 months	2.76	2.76	Less: Alloawances for expected credit loss
Total	**15.35**	**28.21**	

Management is of view that certain amounts are beyond credit period so provision for expected credit loss has been made in books of accounts.

(vi) **Trade receivables**

Trade receivables are non-interest bearing and are generally on credit terms of 30 to 90 days. An impairment analysis is performed at each balance sheet date on an individual basis for major clients.

(vii) **Liquidity Risk**

Liquidity risk refers to the probability of loss arising from a situation where there will not be enough cash and/or cash equivalents to meet the needs of depositors and borrowers, sale of illiquid assets will yield less than their fair value and illiquid assets will not be sold at the desired time due to lack of buyers. The primary objective of liquidity management is to provide for sufficient cash and cash equivalents at all times and any place in the world to enable us to meet our payment obligations. The company is maintaining cash credit limit to a reasonable level to meet out the current obligation.

The Company's objective is to meet the funding requirement and maintain flexibility in this respect through the use of cash credit facilities, short term loans and commercial papers. The table below summarises the maturity profile of the Company's financial liabilities:

The table below summarises the maturity profile of the Company's financial liabilities:

Liabilities	Amount	Less than 1 Year	1 to 5 years	More than 5 years
31st March, 2022				
Borrowing	1.38	1.38	-	-
Financial Liabilities	77.01	77.01	-	-
Trade Payable	55.67	52.67	3.00	-
Total	**134.06**	**131.06**	**3.00**	**-**
31st March, 2021				
Borrowing	-	-	-	-
Financial Liabilities	15.88	15.88	-	-
Trade Payable	3.48	3.48	-	-
Total	**19.35**	**19.35**	**-**	-

33.02 **Disclosures as per IND AS 33 "EARNINGS PER SHARE"**

PARTICULARS	As at 31st March 2022	As at 31st March 2021
Profit for the year attributable to the owners of the Company used as numerator (basic and diluted) (Amount in INR):		
: from continuing operations	(99.74)	(11.07)
: from discontinued operations	-	-
: from continuing and discontinued operations	-	-
Profit attributable to equity holders adjusted for dilution effect	(99.74)	(11.07)
Weighted Average number of equity shares used as denominator (basic and diluted)	40.00	40.00
Earnings per Equity Share (basic & diluted), face value Rs.10 each:		
: for continuing operations	(2.49)	(0.28)
: for discontinued operations	-	-
: for continuing and discontinued operations	(2.49)	(0.28)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

33.03 **Commitments:**

Estimated number of contracts remaining to be executed on capital account and not provided for Rs. Nil (Previous Year Rs. Nil).

33.04 **Contingent liabilities in respect of:**

Counter Guarantee given against Bank Guarantees – Nil (Previous Year- Rs.Nil)

33.05 **Related Party Disclosures:**

List of Related Party and Relationships with whom transactions have been done during the year:

Holding Company	: VLS Capital Ltd.
Key Managerial Personnel (KMP) and Directors :	: Shri T. B. Gupta (Managing Director of South Asian Enterprises Ltd. and VLS Capital Ltd.)
	: Shri Anupam Mehrotra (Whole-Time Director of South Asian Enterprises Ltd.)
	: Shri Ramesh Chandra Pandey (Company Secretary of South Asian Enterprises Ltd.)
	: Shri M.P. Mehrotra (Director of South Asian Enterprises Ltd. and VLS Capital Ltd.)
	: Dr. (Mrs.) Neeraj Arora (Director of South Asian Enterprises Ltd.)
	: Shri R K Goswami (Independent Director of South Asian Enterprises Ltd.)
	: Shri Priya Brat (Independent Director of South Asian Enterprises Ltd.)
	: Dr. Rajeev Lochan Bishnoi (Independent Director of South Asian Enterprises Ltd. and VLS Capital Ltd.)
	: Shri Manish Ranjan (Additional Director and CEO of Chai Thela Pvt. Ltd.)
	: Ms. Divya Mehrotra (Additional Director of Chai Thela Pvt. Ltd. and Director of VLS Capital Ltd.)
	: Shri Pankaj Judge (Director of Chai Thela Pvt. Ltd.)
	: Ms. Ritu Ranjan (Director of Chai Thela Pvt. Ltd.)
Relative of Director	: Ms. Sakshi Jhalani (Relative of Shri Rajesh Jhalani, Director of Chai Thela Pvt. Ltd.)

Entities controlled by Directors or their relatives (with whom transactions entered during the financial year): Shri Sai Kripa Events

Summary of transactions with the above related parties is as follows:

Particulars	VLS Capital Ltd. - Holding Company		Key Managerial Personnel	
	As at 31st March 2022	As at 31st March 2021	As at 31st March 2022	As at 31st March 2021
Remuneration to Key Managerial Personnel	**-**	-		
Shri T. B Gupta			4.80	4.80
Shri R. C. Pandey			0.60	0.60
Shri Anupam Mehrotra			5.60	5.60
Relatives of KMP			-	-
Ms. Sakshi Jhalani			2.03	-
No. of equity shares of Rs.10/- each fully paid up held in the company	**23.84**	23.84	-	-

Sitting Fee paid	Particulars	As at 31st March 2022	As at 31st March 2021
	Mr. M .P. Mehrotra	0.40	0.50
	Mrs. (Dr.) Neeraj Arora	0.55	0.60
	Mr. R. K. Goswami	1.13	0.91
	Mr. Priya Brat	1.10	1.15
	Dr. Rajeev Lochan Bishnoi	1.10	1.15

Transaction with related parties during the year:

S. No.	Particulars	Nature of Relation	Nature of Transaction	As at 31.03.2022	As at 31.03.2021
1	Pankaj Judge	Director	Loan Taken	-	10.75
2	Pankaj Judge	Director	Loan Repaid	9.00	0.75
3	VLS Capital Ltd.	Ultimate Holding Company (post 23.08.2021)	Loan Taken	70.00	-
4	VLS Capital Ltd.	Ultimate Holding Company (post 23.08.2021)	Interest Paid	0.50	-
7	Ms. Divya Mehrotra	Director	Loan Taken	10.00	-
8	Ms. Divya Mehrotra	Director	Loan Repaid	10.00	-
9	Ms. Divya Mehrotra	Director	Interest Paid	0.13	-
10	Ms. Divya Mehrotra	Director	Commission Paid	0.75	-
11	Shri Sai Kripa Events	Entity controlled by Ms. Ritu Ranjan	Commission Paid	4.49	-
12	Mr. Manish Ranjan	Director	Reimbursement of Expenses	0.98	-

Closing balances of related parties during the year: **(₹ in lakhs)**

S. No.	Particulars	Nature of Relation	Nature of Transaction	As at 31.03.2022	As at 31.03.2021
1	Pankaj Judge	Director	Borrowings	1.00	10.00
2	VLS Capital Ltd.	Ultimate Holding Company	Borrowings	70.00	-
3	VLS Capital Ltd.	Ultimate Holding Company	Interest Payable	0.50	-
6	Ms. Divya Mehrotra	Director	Deposit taken	15.00	-
7	Ms. Divya Mehrotra	Director	Commission Payable	0.29	-
8	Sri Sai Kripa Events	Controlled by Director	Amount Payable	7.23	-
9	Mr. Manish Rajan	Director	Reimbursement of expenses	0.23	-
10	Mrs. Ritu Ranjan	Director	Security Deposit	2.00	-

Terms and Conditions of transactions with Related Parties

(i) Transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

(ii) The remuneration and staff loans to Key Managerial Personnel are in line with the service rules of the Company.

33.06 **Operating Lease: Ind AS 116**

The Company has taken Land on lease for setting up parks from Local Development Authorities. The lease rental expense under such operating leases is Rs.3,80,000/- (Previous Year Rs.3,80,000/-). Future minimum lease payments on non-cancellable lease agreements as at 31.03.2022 are as follows:

Particulars	As at 31st March 2022	As at 31st March 2021
	Amount (in Rs.)	Amount (in Rs.)
Not later than 1 year	**3.80**	3.80
Later than 1 year and not later than 5 years	**-**	**-**
Later than 5 years and above	**-**	**-**
Total	**3.80**	3.80

Kanpur Park lease has expired on 30/06/2021 and applied for renewal to authority.

33.07 **Segment Reporting: Ind AS 116**

Based on the guiding principles given in the Ind AS-108 "Segment Reporting" issued by ICAI, the management has identified the Company's segments as running of amusement parks and trading in earthing & lightning protection systems.

Particulars	2021 – 2022	2020 – 2021
Segment Revenue		
a) Entertainment	**1.05**	7.44
b) Restaurants	**272.21**	-
c) Trading	**13.17**	63.17
d) Others	**49.72**	35.05
Total	**336.15**	**105.66**
Segment Results		
Profit/ (Loss) before interest and tax		
a) Entertainment	**(38.79)**	(46.78)
b) Restaurants	**(98.42)**	-
c) Trading	**(21.40)**	(0.40)
d) Others	**49.72**	35.05
Total Profit/ (Loss) before interest and tax	**(108.90)**	**(12.13)**
Less: Interest	**(0.25)**	0.52
Other Un-allocable expenditure net off	**-**	-
Net Profit before Tax	**(108.65)**	**(12.65)**
Less/(Add): Taxes expenses (credits)	**8.91**	1.56
Net Profit after Tax	**(99.74)**	**(11.09)**
Segment Assets		
a) Entertainment	**48.25**	40.48
b) Restaurants	**443.20**	-
c) Trading	**12.34**	46.34
d) Others	**371.21**	645.40
Total Assets	**875.00**	**732.22**
Segment Liabilities		

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

Particulars	2021 – 2022	2020 – 2021
a) Entertainment	**19.89**	19.10
b) Restaurants	**365.52**	-
c) Trading	**3.44**	3.48
d) Others	**-**	-
Total Liabilities	**388.85**	**22.58**

33.08 The management has technically appraised the recoverable amount of the cash generating assets being used at its amusement parks and is of the opinion that considering the future cash flow expected to arise, impairment loss is NIL on assets as required by the Indian Accounting Standard - 36 on "Impairment on Assets" issued by the Institute of Chartered Accountants of India (ICAI) and no further provision is required.

33.09 **Employees Benefits**

The actuarial valuation was done in respect of defined benefit plan of gratuity.

Defined Contribution Plans:

Amount of PF and ESI 5.84 Lakh (31.03.2021 2.82 Lakh). contributed to provident funds, Employees' State Insurance is recognized as an expense and included in Contribution to EPF, ESI, gratuity etc.' under 'Employee Cost in the Statement of Profit and Loss.

Defined benefit plan

Long term employee benefits in the form of gratuity and leave encashment are considered as defined benefit plan

The present value of obligation is determined based on actuarial valuation using projected unit credit method as at the balance sheet date. The amount of defined benefits recognized in the balance sheet represent the present value of obligation as adjusted for unrecognized past service cost as reduced by the fair value of plan assets. In accordance with the Ind AS-19, actuarial valuation was done in respect of gratuity and leave encashment defined benefits plans and details of the same are given below:

Actuarial Assumptions	Gratuity As at 31.03.2022 (Funded)	Gratuity As at 31.03.2021 (Funded)	Leave Encashment As at 31.03.2022	Leave Encashment As at 31.03.2021
Discount rate (per annum)	7.00%	7.00%	6.50%	7.00%
Future salary increase	5.00%	5.00%	5.00%	5.00%
Mortality	IALM 2012-14	IALM 2012-14	IALM 2012-14	IALM 2012-14
I. Expenses recognized in statement of profit and loss				
Current service cost	2.00	0.87	0.27	0.09
Interest cost	0.89	1.35	0.06	0.17
Expected return on plan assets	(1.08)	(1.21)	-	-
Net expenses recognized	**1.82**	**1.01**	**0.33**	**0.27**
II. Other comprehensive (income)/ expenses (Premeasurement)				
Cumulative unrecognized actuarial (gain)/loss opening. B/F	2.13	4.26	0.01	0.25
Actuarial (gain)/loss –obligation	(2.71)	(0.93)	(0.42)	(0.25)
Actuarial (gain)/loss – plan assets	0.02	0.04	-	-
Total Actuarial (gain)/loss	0.25	(0.89)	(0.42)	(0.25)
Cumulative total actuarial (gain)/loss. C/F	**(0.56)**	**3.36**	**(0.41)**	**1,430.00**
III. Net liability/(assets) recognized in the balance sheet at the year end				
Present value of obligation at the end of period	17.89	18.66	0.82	1.12
Fair value of the plan asset at the end of period	15.29	16.55	-	-
Funded status [(surplus/(deficit)]	2.60	2.11	0.82	1.12
Net asset/(liability) as at 31st March, 2022	**(2.60)**	**(2.11)**	**(0.82)**	**(1.12)**
IV. Change in present value of obligation during the year				
Present value of obligation at the beginning of period	20.02	19.33	1.12	1.35
Current service cost	1.58	0.87	0.26	0.17
Interest cost	1.31	1.35	0.07	0.09
Benefits paid	(2.32)	(1.97)	-	(0.25)
Actuarial loss/ (gain) on obligations	(2.71)	(0.93)	(0.42)	(0.25)
Present value of obligation at the year end*	**17.89**	**18.66**	**1.02**	**1.12**
V. Change in present value of fair value of plan assets				
Fair value of plan assets as at the beginning of period	16.55	17.34	-	-
Expected return on plan assets	1.08	1.21	-	-
Contributions	-	-	-	-
Benefits paid	(2.32)	(1.97)	-	-
Actuarial loss/ (gain)	(0.02)	(0.04)	-	-
Fair value of plan assets at the year end	**15.29**	**16.55**	**-**	**-**
VI. Present Benefit Obligation at the end of the year				
Current Liability (Amount due within one year)	6.75	6.70	0.06	0.07
Non-Current Liability (Amount due over one year)	11.14	11.96	0.96	1.05
	17.89	**18.66**	**1.02**	**1.12**

*Gratuity: LIC of India

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

Maturity profile of defined benefit obligation

Particulars	As on: 31/03/2022	As on: 31/03/2021
Weighted average duration (based on discounted cash flows) in years	27	5

Sensitivity Analysis: Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate and expected salary increase rate. Effect of change in mortality rate is negligible. Please note that the sensitivity analysis presented below may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. The results of sensitivity analysis are given below:

Period	As on: 31/03/2022
Defined Benefit Obligation (Base)	17.89 @ Salary Increase Rate: 5%, and discount rate : 6.50%
Liability with x% increase in Discount Rate	17.23; x=1.00% [Change (3)%]
Liability with x% decrease in Discount Rate	18.61; x=1.00% [Change 4%]
Liability with x% increase in Salary Growth Rate	18.61; x=1.00% [Change 4%]
Liability with x% decrease in Salary Growth Rate	17.22; x=1.00% [Change (3)%]
Liability with x% increase in Withdrawal Rate	17.89; x=1.00% [Change 0%]
Liability with x% decrease in Withdrawal Rate	17.88; x=1.00% [Change 0%]

33.10 **a) Value of Imports calculated on CIF basis:**

Particulars	As at 31st March 2022	As at 31st March 2021
	(₹ in lakhs)	(₹ in lakhs)
CIF Value of Import (Stock-in-Trade)	**0.38**	**1.98**

b) Earnings in Foreign Exchange:

Particulars	As at 31st March 2022	As at 31st March 2021
	(₹ in lakhs)	(₹ in lakhs)
FOB Value of Export (Stock-in-Trade)	-	**2.28**
Freight on Sale in India	-	-
Courier Charges on Sale	-	-
Total	-	**2.28**

33.11 **Dues to Micro and Small Suppliers**

Under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) which came into force from 02 October 2006, certain disclosures are required to be made relating to MSME. This has been determined to the extent the status of such parties could be identified on the basis of information available with the Company.

There are no dues outstanding of an entity, which is registered as the Micro, Small and Medium Enterprises defined under “The Micro, Small and Medium Enterprises Development Act, 2006”.

Particulars	As at 31st March 2022	As at 31st March 2021
The principal amount and the interest due thereon remaining unpaid to supplier as at the end of the year:		
: Principal amount due to micro and small enterprises	-	-
: Interest due	-	-
The amount of interest paid by the buyer in terms of Section 16 of MSMED Act, 2006 along with the amounts of the payment made to the supplier 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 MSMED 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 MSMED Act, 2006.	-	-

33.12 Details of Investments made pursuant to requirements of Section 186(4) of the Companies Act, 2013 are given in Note No.5.

33.13 **Capital Management**

For the purpose of the Company’s capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company’s capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company’s policy is to keep the gearing ratio between 3% and 10%. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and short term deposits.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

(₹ in lakhs)

Particulars	As at 31.03.2022	As at 31.03.2021
Borrowings	71.38	-
Other Liabilities	77.01	15.88
Trade and other payables	55.67	3.48
Lease Liability	181.17	-
Less: Cash and short- term deposits	(5.38)	(82.25)
Net debts	**379.85**	**(62.89)**
Equity	400.39	399.91
Other Equity	85.76	309.73
Total Capital	**486.15**	**709.64**
Capital and net debt	**866.00**	**646.75**
Gearing ratio (%)	**43.86%**	**-9.72%**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

Dividend Distribution Policy

In view of the working capital requirements and for expansion of the Company, your directors have not recommended any dividend for the financial year ended 31 March 2022.

33.14 **Fair value**

i) Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	Carrying value		Fair value	
	As at 31-Mar-22	As at 31-Mar-21	As at 31-Mar-22	As at 31-Mar-21
Financial assets				
FVOCI financial instruments:	-	-	-	-
Unquoted equity shares	8.61	17.48	8.61	17.48
Quoted equity Shares	-	-	-	-
Total	**8.61**	**17.48**	**8.61**	**17.48**
Financial liabilities				
Obligation under finance lease	-	-	-	-
Fixed rate borrowings	-	-	-	-
Floating rate borrowings	-	-	-	-

a) The management assessed that cash and cash equivalents, other bank balances, trade receivables and trade payables approximate their carrying amounts largely due to the short-term maturities of these instruments.

b) The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

c) Long-term fixed-rate and variable-rate receivables / Borrowings are evaluated by the company based on parameters such as interest Rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.

d) Non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. In addition to being sensitive to a reasonably possible change in the forecast cash flows or the discount rate, the fair value of the equity instruments is also sensitive to a reasonably possible change in the growth rates. The valuation requires management to use unobservable inputs in the model, of which the significant unobservable inputs are disclosed in the tables below. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.

e) The fair values of the unquoted equity shares have been estimated using a net asset value method.

f) The fair values of the Company's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non-performance risk as at 31 March 2022 was assessed to be insignificant.

ii) **Fair value hierarchy**

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities

Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2022:

(₹ in lakhs)

			Fair value measurement using		
Particulars	**Date of valuation**	**Total**	**Quoted prices in active markets**	**Significant observable inputs**	**Significant unobservable inputs**
			(Level 1)	**(Level 2)**	**(Level 3)**
Assets measured at fair value					
FVOCI financial					
FVOCI financial instruments:					
Unquoted equity shares	31-Mar-22	8.61	-	-	8.61
Quoted Equity Shares	31-Mar-22	-	-	-	-

Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2021:

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

(₹ in lakhs)

Particulars	Date of valuation	Fair value measurement using			
		Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value					
FVOCI financial					
FVOCI financial instruments:					
Unquoted equity shares	31-Mar-21	17.48	-	-	17.48
Quoted Equity Shares	31-Mar-21	-	-	-	-

iii) **Description of significant unobservable inputs to valuation:**

The significant unobservable inputs used in the fair value measurement categorized within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at 31 March 2022, 31 March 2021 are as shown below.

S. No.	Description	Valuation technique	Significant unobservable inputs	Range (weighted average)	Sensitivity of the input to fair value
1	FVTOCI assets in unquoted equity shares	Net Asset Value	-	-	-

33.15 Estimation uncertainty relating to the global health pandemic on COVID-19

In assessing the recoverability of different assets, the Company has considered internal and external information up to the date of approval of these financial statements including credit reports and economic forecasts. The Company has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

33.16 The Taxation Laws (Amendment) Ordinance, 2019 contain substantial amendments in the Income Tax Act 1961 and the Finance (No.2) Act, Sec 115BAA of the Income Tax Act, 1961 provide an option to domestic companies to pay income tax at a concessional rate. However, the Group has elected to continue with the old tax rates as there is no current tax liability for the current year.

33.17 The company has acquired 60.34% share capital of Chai Thela Private Limited (CTPL) comprising 7359 equity shares of Rs.10/- each at an investment value of 28.85 Lakh and it has become the subsidiary of the company with effect from 23rd August, 2021. The Company had earlier approved to provide a term loan of 265 Lakh in the year 2021 at an interest rate of 7% to CTPL for its business activities, which has been completely disbursed during the year. CTPL is engaged in the business of selling tea and other food items through their restaurants, cafes, kiosks / counters, carts etc. for last more than 5 years. The company intends to make more investments by acquiring more equity in CTPL and also to extend financial assistance to meet their expansion plans along with their working capital needs.

33.18 : Maturity Analysis of Assets and Liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

(₹ in lakhs)

Assets	31st March 2022			31st March 2021		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Current assets						
Cash and cash equivalents	299.29	53.09	352.38	471.90	53.09	524.99
Trade receivables	12.44	2.91	15.35	18.54	9.68	28.21
Other receivables	-	-	-	-	-	-
Loans	-	-	-	-	-	-
Inventories	14.07	8.48	22.56	-	15.37	15.37
Current Tax assets	-	4.05	4.05	-	4.11	4.11
Other Current Asset	10.04	12.73	22.77	-	-	
Other financial assets	-	0.35	0.35	-	7.65	7.65
Total	**335.84**	**81.61**	**417.46**	**490.44**	**89.90**	**580.34**
Non-Current assets						
Loans	-	0.65	0.65	-	125.72	125.72
Investments	-	8.61	8.61	-	17.48	17.48
Property, plant and equipment	-	57.43	57.43	-	5.60	5.60
Goodwill on Consolidation	-	160.87	160.87	-	-	-
Right of Use Asset	63.88	117.29	181.17	-	-	-
Deferred Tax Assets	-	20.66	20.66	-	2.95	2.95
Intangible assets under development	-	-	-	-	-	-
Other Intangible assets	-	0.50	0.50	-	-	-
Other non-financial assets	24.35	3.30	27.65	-	0.13	0.13
Total	**88.23**	**369.31**	**457.54**	**-**	**151.88**	**151.88**
Assets held for sale						
Total Assets	**424.07**	**450.93**	**875.00**	**490.44**	**241.77**	**732.21**
Liabilities						
Current Liabilities						
Trade payables	-	-	-	-	-	-

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

Other payables	55.67	-	55.67	3.48	-	3.48
Lease Liability	63.88	-	63.88	-	-	
Debts	-	-	-	-	-	-
Borrowings	1.38	-	1.38	-	-	-
Provisions	1.88	-	1.88	2.17	-	2.17
Deposits	-	-	-	-	-	-
Other financial liabilities	77.01	-	77.01	15.88	-	15.88
Total	**199.82**	**-**	**199.82**	**21.53**	**-**	**21.53**
Non Current Liabilities						
Current tax liabilities (net)	-	-	-	-	-	-
Lease Liability	-	117.29	117.29	-	-	
Provisions	-	1.74	1.74	1.05	-	1.05
Borrowings	-	70.00	70.00	-	-	
Defered tax liabilities	-	-	-	-	-	-
Other non financial liabilities	-	-	-	-	-	-
Total	**-**	**189.03**	**189.03**	**1.05**	**-**	**1.05**
Liabilities held for sale	-	-	-	-	-	-
Total Liabilities	**199.82**	**189.03**	**388.85**	**22.58**	**-**	**22.58**

Note: 33.19 LIST OF STRUCK OFF COMPANIES HOLDING SHARES OF SAEL AS ON 31/03/2022
SHAREHOLDERS OF SOUTH ASIAN ENTERPRISES LIMITED

Sl. No.	FOLIO ID	CIN NO.	NAME OF THE COMPANY	NATURE OF TRANSACTION					RELATIONSHIP (IF ANY)
				INVESTMENT IN SECURITIES OF SUCH COMPANY	RECEIVABLES	PAYABLES	SHARES HELD BY SUCH COMPANY	OTHER O/S: UNPAID DIVIDEND	
1	IN30011810076306	U65993JK1969-PLC000341	LYCA INVESTMENT LIMITED	-	-	-	100	-	NIL
2	0016403	U65910DL1994-PTC058657	TSEKEL LEASING & FINANCE PVT. LTD. (TSEKAL LEASING AND FINANCE PRIVATE LIMITED)	-	-	-	500	-	NIL
3	0021236	U65924DL1991-PLC045063	N R I FINANCIAL SERVICES LIMITED (N.R.I. FINANCIAL SERVICES LIMITED)	-	-	-	100	-	NIL
			BALANCE OUTSTANDING	**-**	**-**	**-**	**700**	**-**	**-**

33.20 : Ratio Analysis **(₹ in lakhs)**

S. No.	Ratio as per Schedule III requirements	As at 31st March 2022	As at 31st March 2021
1	**Current Ratio = Current Assets/Current Liabilities)**	2.09	26.96
	Current Assets	417.46	580.34
	Current Liabilities	199.82	21.53
2	**Debt Equity Ratio = Total Debt/Shareholders Equity)**	0.15	-
	Total Debt	71.38	-
	Total Equity	486.16	709.64
3	**Debt Service Coverage ratio = a/b)**		
	Profit for the year	(100.96)	(12.51)
	Add: Non cash operating expense and finance cost		
	Depreciation and amortization expense	46.85	6.36
	Finance cost	(0.25)	0.52
	a. Earnings available for debt servicing	(54.36)	(5.64)
	Interest cost on borrowings	(0.25)	0.52
	Principal repayments (including certain prepayments)	-	-
	b. Total Interest and principal repayments	(0.25)	0.52
4	**Return on Equity Ratio / Return on Investment Ratio = Net profit after tax divided by Equity**	-21%	-2%
	Profit for the year	(100.96)	(12.51)
	Total Equity	486.16	709.64
5	**Inventory Turnover Ratio = Cost of materials consumed divided by closing inventory**	4.72	1.93
	Cost of material consumed	106.49	29.62
	Closing Inventory	22.56	15.37
6	**Trade Receivables turnover ratio = Credit Sales divided by Closing trade receivables**	7.98	2.64
	Credit sales	122.43	74.55
	Closing Trade Receivables	15.35	28.21
7	**Trade payables turnover ratio = Credit purchases divided by closing trade payables**	6.16	51.59
	Credit Purchase	342.72	179.30
	Closing Trade Payables	55.67	3.48

8	**Net capital Turnover Ratio =Revenue from Operations divided by Net Working capital whereas net working capital= current assets - current liabilities**	1.32	0.13
	Revenue from Operations	286.43	70.62
	Net Working Capital	217.64	558.81
9	**Net profit ratio = Net profit after tax divided by Revenue from operations**	-38%	-18%
	Profit for the year	(108.65)	(12.63)
	Revenue from Operations	286.43	70.62
10	**Return on Capital employed- pre cash (ROCE)=Earnings before interest and taxes(EBIT) divided by Capital Employed- pre cash**	-24%	-7%
	Change		
	Profit/(Loss) for the year	(108.65)	(12.63)
	Finance costs	(0.25)	0.52
	Other Income	49.72	35.05
	EBIT : Operating Profit/(Loss)	(158.62)	(47.17)
	Capital employed - pre cash	-	-
	Total assets	875.01	732.21
	Current Liabilities	199.82	21.53
	Current Investments	-	-
	Cash and Cash equivalent	5.35	5.35
	Bank balances other than cash and cash equivalents	-	-
	Total	669.84	705.34
	*** Not Comparable since previous year's figures are standalone figures because subsidiary was acquired w.e.f. 23.08.2021**		

33.20A Statement containing salient features of Financial Statements of Subsidiaries or Associate companies or Joint Venture
[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)]

Part A: Subsidiaries: **(Rupees in Lakhs)**

Sl. No.	Name of the Subsidiary	Chai Thela Pvt. Limited*
		As at 31.03.2022
1	Share Capital	1.22
2	Other Equity	(322.30)
3	Total Assets	311.18
4	Total Liabilities	632.26
5	Investments	-
6	Turnover/Total Income	388.51
7	Profit/(Loss) Before Taxation	(169.34)
8	Provision for Tax (expense)/credit (net): #	5.88
9	Profit/(Loss) After Taxation	(163.46)
10	Other Comprehensive Income	(0.38)
11	Total Comprehensive Income	(163.84)
12	Proposed Dividend	-
13	**% of Shareholding**	**60.34%**
14	Name of subsidiaries which are yet to commence operations	**-**
15	Name of subsidiaries which have been liquidated or sold during the year.	**-**

*Chai Thela Private Limited has become a subsidiary of the company with effect from 23.08.2021. The reporting period of subsidiary is same as that of Holding Company.
This amount represent Deferred Tax Asset computed as per applicable Regulations

Part B: Associates and Joint Ventures:

Not Applicable as the Company does not have any Associate/Joint Venture.

33.21 Previous year's figures have been regrouped/reclassified / restated wherever necessary to correspond with current year's classification/disclosure.

As per our report of even date
For **Agiwal & Associates**
Chartered Accountants
FRN: 000181N

P. C. Agiwal
Partner
Membership No. 080475

Place: New Delhi
Date: 30/05/2022

For & on behalf of the Board

T. B. Gupta
Managing Director
DIN: 00106181

M. P. Mehrotra
Director
DIN:00016768

R. C. Pandey
Company Secretary
PAN: AJRPP6072H

S. C. Jain
Chief Financial Officer
PAN: AANPJ7826N

Notes

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