

DOT AND KEY WELLNESS PRIVATE LIMITED

FINANCIAL STATEMENTS FOR THE YEAR

ENDED MARCH 31, 2022

## INDEPENDENT AUDITOR'S REPORT

**To the Members of Dot and Key Private Limited.**

### **Report on the Audit of the Financial Statements**

#### **Opinion**

We have audited the accompanying financial statements of **Dot and Key Private 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 Cash Flows and the Statement of Changes in Equity, for the year then ended, and notes to the financial statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations provided to us, the aforesaid financial statements give the information required by the Companies Act, 2013 as amended ("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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit 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 Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's report including Annexures to Board's report but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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 did not receive such other information, hence we have nothing to report in this regard.

### **Responsibilities of Management for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal 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.

### **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 Companies Act, 2013, 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, 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 Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

- (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.
- (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) The Company being a Private Limited Company is eligible for the exemption from reporting on Internal Financial Controls Over Financial Reporting as required under Chapter X, Clause (i) of the sub section (3) of section 143 of the Companies Act as per the notification G.S.R 583(E) issued by MCA dated 13<sup>th</sup> June 2017. Hence reporting on Internal Financial Controls Over Financial Reporting is not required.
- (g) The Company is a Private Limited Company as per the Act. The requirement of payment of managerial remuneration as per section 197 read with Schedule V of the Act is not applicable.
- (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, in our opinion and to the best of our information and according to the explanations provided to us:
- i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - 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(s) or entity(ies) including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
      - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or
      - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
    - b. The Management has represented, that, to the best of 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:
      - 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 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 (a) and (b) above, contain any material misstatement.
- v. The Company has neither declared nor paid any dividend during the year. So compliance with respect to section 123 of the Act is not applicable.

**For V.C. Shah & Co.**  
**Chartered Accountants**  
**Firm Registration No. 109818W**

**A. N. Shah**  
**Partner**  
**Membership No. 42649**  
**UDIN: 22042649AJRVFI5233**

**Place: Mumbai**  
**Date: 26/05/2022**

## **“ANNEXURE A” TO THE INDEPENDENT AUDITOR’S REPORT**

(Referred to in Report on Other Legal and Regulatory Requirements of our Report of even date)

(a) (i)

(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 intangible assets.

(b) The Company has a regular programme of physical verification of its Property, Plant and Equipment and right-of-use assets by which all the assets are verified in a phased manner over a period of three years. In our opinion, periodicity of physical verification is reasonable having regards to the size of the Company and the nature of its assets. Pursuant to the programme, certain Property, Plant and Equipment were physically verified during the year. According to the information and explanations provided to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations provided to us, as the Company owns no immovable properties. Hence, reporting under clause 3(i)(c) of the Order is not applicable

(d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year. Hence, reporting under clause 3(i)(d) of the Order is not applicable.

(e) As represented by the Management, 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. Hence, reporting under clause 3(i)(e) of the Order is not applicable.

(i)

(a) According to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business. The discrepancies noticed on verification between the physical stocks and the book records as at the yearend were not material and have been properly dealt with in the books of account wherever necessary.

(b) The Company has not sanctioned working capital limits in excess of ₹ 5 crore, in aggregate during the year, from banks or financial institutions on the basis of security of current assets. Hence, reporting under clause 3(ii)(b) of the Order is not applicable.

- (ii) According to the information and explanations provided to us, the Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. Hence, clause (iii), (a) to (f) of paragraph 3 of the Order is not applicable.
- (iii) In our opinion and according to the information and explanations provided to us, the Company has not granted any loans or made any investments or provided any guarantees, and securities covered under section 185 and 186 of the Companies Act, 2013. Hence, reporting under clause 3(iv) of the Order is not applicable
- (iv) According to the information given to us and based on the audit procedures performed by us, the Company has not accepted any deposits or amounts which are deemed to be deposits, as per the directives issued by Reserve Bank of India and the provisions of the section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules made thereunder. Hence, reporting under clause 3(v) of the Order is not applicable.
- (v) We are informed that the Central Government has not prescribed maintenance of cost records under sub-section (l) of Section 148 of the Companies Act, 2013 in respect of the activities carried on by the Company. Hence, clause (vi) of paragraph 3 of the Order is not applicable.
- (vi) According to the information and explanations provided to us, in respect of statutory dues:
  - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, cess, Goods & Services Tax and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, cess, Goods & Services Tax 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) According to the information and explanations provided to us, there are no dues of Income-tax or Sales tax or Service tax or Goods and Services tax or duty of Customs or duty of Excise or Value added tax which have not been deposited by the Company on account of disputes.
- (vii) According to the information and explanations provided 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.



(viii)

- (a) Based on our audit procedures and according to the information and explanations provided by the Management, the Company has not defaulted in repayment of loans or borrowings to any lender.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or any other lender.
- (c) In our opinion and according to the information and explanations provided by the Management, the Company has not raised monies by way of term loans. Hence, reporting under clause 3(ix)(c).
- (d) On an overall examination of the financial statements of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) The Company does not have any subsidiary, joint venture or associates. Hence, reporting under clause 3(ix) (e) and (f) of the Order is not applicable

(ix)

- (a) The Company has not raised any money by way of initial public offer / further public offer /debt instruments. 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.

(x)

- (a) To the best of our knowledge and according to the information and explanations provided to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year. Hence, reporting under clause 3(xi)(a) of the Order is not applicable.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) Establishment of vigil mechanism is not mandated for the Company as required under section 177 of the Act. As represented to us by the management, there are no whistle blower complaints received by the Company during the year under the vigil mechanism established by the parent company for the Group.

- (xi) The Company is not a Nidhi Company. Hence, reporting under clause 3(xii)(a), (b) and (c) of the Order is not applicable.
- (xii) Transactions with the related parties are in compliance with section 188 of the Act, where applicable, and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of section 177 are not applicable to the Company and accordingly the requirements to report under clause 3(xiii) of the Order insofar as it relates to section 177 of the Act is not applicable to the Company.
- (xiii)
- (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) In our opinion and according to the information and explanations provided to us, Internal Audit is not applicable to the Company as per Section 138 of the Companies Act, 2013. Hence, clause 3 (xiv) (b) of paragraph 3 of the Order is not applicable.
- (xiv) In our opinion and according to the information and explanations provided to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its Directors and hence provisions of Section 192 of the Act are not applicable.
- (xv)
- (a) In our opinion and according to the information and explanations provided to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, clause (xvi) (a), (b) and (c) of paragraph 3 of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016 and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvi) In our opinion, according to the information and explanation given to us, the Company has incurred cash losses aggregating to Rs.7.38/- Crores during the current financial year and cash profit during the immediately preceding financial year
- (xvii) There has been resignation of the statutory auditors of the Company during the year  
Due to pre-occupation of work, There were no issues, objections or concerns raised by the outgoing auditors
- (xviii) 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.

- (xix) Based on the verification of the details provided, the criteria specified under section 135 of the Act is not fulfilled and hence the requirement of spending on Corporate Social Responsibility is not applicable to the Company. Accordingly, reporting under clause 3(xx)(a) and (b) of the Order is not applicable.

**For V.C. Shah & Co.**  
**Chartered Accountants**  
**Firm Registration No. 109818W**

**A. N. Shah**  
**Partner**  
**Membership No. 42649**  
**UDIN: 22042649AJRVFI5233**

**Place: Mumbai**  
**Date: 26/05/2022**

Dot & Key Private Limited  
- Standalone Financial Statements as on 31 March 2022

**Dot & Key Wellness Private Limited**  
**Standalone Balance Sheet as at 31 March 2022**  
*(All amounts in Rs. unless otherwise stated)*

	Notes	As at 31 March 2022	As at 31 March 2021	As at 1 April 2020
<b>Assets</b>				
<b>Non-current assets</b>				
Property, plant and equipment	4	9,001,469	4,433,966	714,850
Right of use assets	5	9,083,294	3,761,810	-
Intangible assets	6	133,965	85,984	17,541
Intangible assets under development	7	57,000	123,600	-
Financial assets				
Other financial assets	8	301,151,206	1,279,437	-
Deferred tax assets (net)	9	18,728,566	80,804	-
<b>Total non-current assets</b>		<b>338,155,500</b>	<b>9,765,601</b>	<b>732,391</b>
<b>Current assets</b>				
Inventories	10	48,665,648	38,074,279	9,861,447
Financial assets				
Trade receivables	11	40,524,940	38,313,577	5,236,252
Cash and cash equivalents	12	114,146	5,561,753	1,212,547
Bank balance other than cash and cash equivalents	13	74,446,470	-	-
Loans	14	-	-	2,951,826
Investments	15	-	21,098,531	41,537
Other financial assets	16	7,900,186	-	-
Other current assets	17	26,828,650	15,069,547	2,509,119
<b>Total current assets</b>		<b>198,480,040</b>	<b>118,117,687</b>	<b>21,812,727</b>
<b>Total assets</b>		<b>536,635,540</b>	<b>127,883,288</b>	<b>22,545,118</b>
<b>Equity and liabilities</b>				
<b>Equity</b>				
Equity share capital	18	13,571,430	10,000,000	2,000,000
Other equity	19	444,276,815	16,690,753	(901,984)
<b>Total equity</b>		<b>457,848,245</b>	<b>26,690,753</b>	<b>1,098,016</b>
<b>Non-current liabilities:</b>				
Financial liabilities				
Lease Liabilities	20	4,624,919	1,165,500	-
Provisions	21	481,366	287,007	-
<b>Total non-current liabilities</b>		<b>5,106,285</b>	<b>1,452,507</b>	<b>-</b>
<b>Current liabilities:</b>				
Financial liabilities				
Borrowings	22	-	41,242,947	8,420,906
Lease Liabilities	23	4,719,260	2,324,827	-
Trade payables	24			
-Total outstanding dues of Micro enterprise and small enterprise		-	-	-
-Total outstanding dues of creditors other than Micro enterprises and small enterprises		12,256,980	24,035,780	12,023,887
Other financial liabilities	25	25,807,945	18,105,622	854,204
Provisions	26	-	2,980,295	-
Contract Liabilities	27	14,487,380	370,944	-
Other current liabilities	28	16,409,444	10,679,613	148,105
<b>Total current liabilities</b>		<b>73,681,010</b>	<b>99,740,027</b>	<b>21,447,102</b>
<b>Total liabilities</b>		<b>78,787,294</b>	<b>101,192,534</b>	<b>21,447,102</b>
<b>Total equity and liabilities</b>		<b>536,635,540</b>	<b>127,883,288</b>	<b>22,545,118</b>
		0.00	0.01	(0.00)

The accompanying notes are an integral part of the financial statements

As per our report attached  
**For V. C. Shah & Co.**  
Chartered Accountants  
Firm Registration No: 109818W

**For and on behalf of Board of Directors of**  
**Dot & Key Wellness Private Limited**

**A N Shah**  
Partner  
Membership No: 42649

Suyash Saraf  
**Director**  
DIN No.:03574264

Arvind Govind Agarwal  
**Director**  
DIN No.: 02175753

**Place: Kolkata**  
**Date: 26th May, 2022**

**Dot & Key Wellness Private Limited**  
**Standalone Statement of Profit and Loss for the year ended 31 March 2022**  
*(All amounts in Rs. unless otherwise stated)*

	Notes	Year ended 31 March 2022	Year ended 31 March 2021
<b>INCOME</b>			
Revenue from operations	29	308,865,687	267,537,006
Other income	30	12,606,218	624,423
<b>TOTAL INCOME</b>		<b>321,471,905</b>	<b>268,161,429</b>
<b>EXPENSES</b>			
Purchase of traded goods and packaging material	31	104,761,734	96,579,964
(Increase)/decrease in inventories of traded goods	32	(10,591,369)	(28,202,481)
Employee benefits expense	33	31,061,006	7,658,024
Finance costs	34	3,059,261	1,440,785
Depreciation and amortization expense	35	5,656,514	628,335
Administrative and other expenses	36	261,393,621	166,206,502
<b>TOTAL EXPENSES</b>		<b>395,340,768</b>	<b>244,311,130</b>
<b>Profit / (Loss) before Exceptional items and tax</b>		<b>(73,868,863)</b>	23,850,299
Add/(Less): Exceptional items			
Profit on sale of property, plant and equipment			
<b>Profit / (Loss) before tax</b>		<b>(73,868,863)</b>	<b>23,850,299</b>
<b>Tax expense / (benefit) :</b>			
Current tax		-	6,282,366
Deferred tax	9	(18,625,311)	(80,804)
Tax expense relating to earlier years		-	-
<b>Total tax expense /(benefit)</b>		<b>(18,625,311)</b>	<b>6,201,562</b>
<b>Profit / (Loss) after tax</b>		<b>(55,243,552)</b>	<b>17,648,737</b>
<b>Other Comprehensive Income</b>			
<b>A. Items that will not be reclassified to profit or loss</b>			
Remeasurements of defined benefit liability/ (asset)		(89,207)	-
Fair valuation of investments measured through OCI		-	-
Income tax effect on above		22,451	-
<b>Items that will not be reclassified to profit or loss, net of tax</b>		<b>(66,756)</b>	<b>-</b>
<b>Total Comprehensive Income for the year</b>		<b>(55,310,308)</b>	<b>17,648,737</b>
<b>Earnings per share of face value Rs. 10/- each</b>			
Basic earnings per share (in Rs.)	37	<b>(44.54)</b>	<b>27</b>
Diluted earning per share (in Rs.)		<b>(44.54)</b>	<b>27</b>

The accompanying notes are an integral part of the financial statements

As per our report attached  
For V. C. Shah & Co.  
Chartered Accountants  
Firm Registration No: 109818W

For and on behalf of Board of Directors of  
Dot & Key Wellness Private Limited

A N Shah  
Partner  
Membership No: 42649

Suyash Saraf  
Director  
DIN No.:03574264

Arvind Govind Agarwal  
Director  
DIN No.: 02175753

Place: Kolkata  
Date: 26th May, 2022

**Dot & Key Wellness Private Limited**  
**Standalone Statement of Cash Flows for the year ended 31 March 2022**  
*(All amounts in Rs. unless otherwise stated)*

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Operating activities</b>		
<b>Net profit / (loss) before exceptional items and tax</b>	<b>(73,958,070)</b>	<b>23,850,299</b>
<i>Adjustments to reconcile profit / (loss) before tax to net cash flows:</i>		
Depreciation of property, plant & equipment	5,628,895	609,020
Amortisation of intangible assets	27,619	19,315
Interest expense	3,059,261	1,440,785
Unrealised (Gain) /Loss from sale of investments	-	(88,789)
Realised (Gain) /Loss from sale of investments	(276,458)	(14,468)
Interest income	(9,237,167)	(17,362)
Provision for doubtful debts	61,329	675,047
Sundry balance written back	(1,505,370)	(31,968)
<b>Operating profit before working capital changes</b>	<b>(76,199,961)</b>	<b>26,441,880</b>
<i>Working capital Adjustments:</i>		
(Increase)/ decrease in trade receivables	(2,272,691)	(33,752,373)
(Increase)/decrease in inventories	(10,591,369)	(28,212,832)
(Increase)/decrease in current financial asset	-	2,951,826
(Increase)/decrease in non-current financial assets	(299,871,769)	(1,279,437)
(Increase)/decrease in other financial assets	(7,900,186)	-
(Increase)/decrease in other current assets	(3,543,876)	(12,560,428)
Increase/(decrease) in trade payables	(11,778,799)	12,011,893
Increase/(decrease) in current financial liabilities	9,207,693	17,283,386
Increase/(decrease) in short term provisions	(2,980,295)	2,980,295
Increase/(decrease) in contract liabilities	14,116,436	370,944
Increase/(decrease) in other current liabilities	5,729,831	10,430,728
Increase/(decrease) in long term provisions	194,359	287,007
<b>Cash generated from / (used) in operations</b>	<b>(309,690,668)</b>	<b>(29,488,991)</b>
Refund / (payment) of taxes (net)	-	(6,282,366)
<b>Net cash flow from / (used in) operating activities (A)</b>	<b>(385,890,629)</b>	<b>(9,329,477)</b>
<b>Investing activities</b>		
Purchase of Property, Plant and Equipment	(5,504,200)	(4,203,220)
Investment in Fixed deposits	(74,446,470)	-
Investment in Mutual funds	-	(25,000,000)
Proceeds from sale of Investments	21,374,990	4,046,262
Interest income (Finance Income)	1,021,940	17,362
<b>Net cash flows from / (used in) investing activities (B)</b>	<b>(57,553,741)</b>	<b>(25,139,596)</b>
<b>Financing activities</b>		
Proceeds from exercise of share options	3,571,430	8,000,000
Proceeds from Share premium	482,896,370	-
Proceeds from Loans	-	31,579,094
Repayment of loans	(41,242,947)	-
Repayment of Lease liabilities	(4,168,829)	(607,757)
Interest expense	(3,059,261)	(97,058)
<b>Net cash flows from / (used in) financing activities (C)</b>	<b>437,996,763</b>	<b>38,874,280</b>
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>(5,447,607)</b>	<b>4,405,207</b>
Cash and cash equivalents at the beginning of the year	5,561,753	1,212,547
Net foreign exchange differences	-	(0)
<b>Cash and cash equivalents at the year end (refer note 12)</b>	<b>114,146</b>	<b>5,617,753</b>

**Note:**

1 The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard ( Ind AS ) 7 Statement of Cash flow

**2 Component of cash and cash equivalents**

Cash and cash equivalents (refer note 12)	114,146	5,561,753
Add: Bank overdraft/cash credit (refer note 21)	-	-
Total cash and cash equivalents	114,146	5,561,753

**The accompanying notes are an integral part of the financial statements**

As per our report attached  
**For V. C. Shah & Co.**  
Chartered Accountants  
Firm Registration No: 109818W

**For and on behalf of Board of Directors of**  
**Dot & Key Wellness Private Limited**

**A N Shah**  
Partner  
Membership No: 42649

Suyash Saraf  
**Director**  
DIN No.:03574264

**Arvind Govind Agarwal**  
**Director**  
DIN No.: 02175753

Place: Kolkata  
Date: 26th May, 2022

**Dot & Key Wellness Private Limited**

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

(All amounts in Rs. unless otherwise stated)

**a. Share Capital:**

Equity shares of INR 10 each issued, subscribed and fully paid

At 1 April 2020

Share Issued during the Year

At 31 March 2021

Share Issued during the Year

At 31 March 2022

	No. of shares	Amount
At 1 April 2020	200,000	2,000,000
Share Issued during the Year	800,000	8,000,000
At 31 March 2021	1,000,000	10,000,000
Share Issued during the Year	357,143	3,571,430
At 31 March 2022	1,357,143	13,571,430

**b. Other Equity:**

For the year ended 31 March 2021

Particulars	Share application money pending allotment	Reserves & Surplus			Share application money pending allotment	Total other equity
		Surplus/(Deficit) in statement of profit and loss	Other comprehensive income (OCI)	Securities premium		
As at 1st April 2020	-	(901,984)	-	-	-	(901,983.62)
Net Profit / (Loss) for the year	-	17,648,737	-	-	-	17,648,736.96
Other comprehensive income	-	-	-	-	-	-
Shares allotted during the year	-	-	-	-	-	-
Securities premium on issue of shares	-	-	-	-	-	-
<b>Total comprehensive income</b>	-	<b>16,746,753</b>	-	-	-	<b>16,746,753</b>
Dividends ( including DDT)	-	-	-	-	-	-
Addition during the year	-	-	-	-	-	-
Transfer to general reserve	-	-	-	-	-	-
Share allotted during the year	-	-	-	-	-	-
<b>As at 31 March 2021</b>	-	<b>16,690,753</b>	-	-	-	<b>16,690,753</b>
Net Profit / (Loss) for the year	-	(55,243,552)	-	-	-	(55,243,552)
Other comprehensive income	-	-	(66,756)	-	-	(66,756)
<b>Total comprehensive income</b>	-	<b>(38,552,799)</b>	<b>(66,756)</b>	-	-	<b>(38,619,555)</b>
Dividends ( including DDT)	-	-	-	-	-	-
Securities premium on issue of shares	-	-	-	482,896,370	-	482,896,370
Shares allotted during the year	-	-	-	-	-	-
Addition during the year	-	-	-	-	-	-
ESOP lapse/forfeited	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-
<b>As at 31 March 2022</b>	-	<b>(38,552,799)</b>	<b>(66,756)</b>	<b>482,896,370</b>	-	<b>444,276,815</b>

The accompanying notes are an integral part of the financial statements

As per our report attached

For V. C. Shah & Co.

Chartered Accountants

Firm Registration No: 109818W

For and on behalf of Board of Directors of

Dot & Key Wellness Private Limited

A N Shah

Partner

Membership No: 42649

Suyash Saraf

Director

DIN No.:03574264

Arvind Govind Agarwal

Director

DIN No.: 02175753

Place: Kolkata

Date: 26th May, 2022



**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. unless otherwise stated)*

**4 Property, plant and equipment**

	<b>Computers</b>	<b>Furniture &amp; Fixtures</b>	<b>Office equipments</b>	<b>Vehicles</b>	<b>Plant and machinery</b>	<b>Total</b>
<b>Cost or deemed cost (gross carrying amount)</b>						
<b>At 1 April 2020</b>	90,670	301,441	41,816	-	285,054	718,980
Additions	701,191	664,809	402,752	103,046	2,129,964	4,001,762
Disposals/transfers						
<b>At 31 March 2021</b>	791,861	966,249	444,567	103,046	2,415,018	4,720,742
Additions	1,023,191	105,877	120,722	-	4,245,410	5,495,200
Disposals/transfers	-	-	-	-	-	-
<b>At 31 March 2022</b>	1,815,052	1,072,126	565,289	103,046	6,660,428	10,215,942
<b>Accumulated depreciation and impairment losses</b>						
<b>At 1 April 2020</b>	1,571	1,044	285	-	1,230	4,130
Depreciation charge for the year	116,034	47,476	30,240	5,847	83,048	282,645
Disposals						
<b>At 31 March 2021</b>	117,605	48,520	30,525	5,847	84,278	286,775
Depreciation charge for the year	401,460	96,539	101,589	9,789	318,320	927,698
Disposals						
<b>At 31 March 2022</b>	519,065	145,060	132,114	15,636	402,599	1,214,473
<b>Net Book Value</b>						
<b>At 31 March 2022</b>	1,295,988	927,067	433,176	87,409	6,257,829	9,001,469
<b>At 31 March 2021</b>	674,257	917,729	414,042	97,199	2,330,740	4,433,966
<b>At 1 April 2020</b>	89,099	300,396	41,530	-	283,823	714,850

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. unless otherwise stated)*

**5 Right of Use Assets**

	Right of Use Assets	Total
<b>Cost or deemed cost (gross carrying amount)</b>		
<b>At 1 April 2020</b>		
Additions	4,098,084	4,098,084
Disposals/transfers	-	-
<b>At 31 March 2021</b>	4,098,084	4,098,084
Additions	10,022,681	10,022,681
Disposals/transfers	-	-
<b>At 31 March 2022</b>	14,120,765	14,120,765
<b>Accumulated depreciation and impairment losses</b>		
<b>At 1 April 2020</b>	-	-
Depreciation charge for the year	336,274	336,274
Disposals	-	-
<b>At 31 March 2021</b>	336,274	336,274
Depreciation charge for the year	4,701,197	4,701,197
Disposals	-	-
<b>At 31 March 2022</b>	5,037,471	5,037,471
<b>Net Book Value</b>		
<b>At 31 March 2022</b>	9,083,294	9,083,294
<b>At 31 March 2021</b>	3,761,810	3,761,810
<b>At 1 April 2020</b>	-	-

**6 Intangible assets**

	Patent	Total
<b>Gross block</b>		
<b>At 1 April 2020</b>	17,595	17,595
Additions	77,860	77,860
Disposals/transfers	-	-
<b>At 31 March 2021</b>	95,455	95,455
Additions	75,600	75,600
Disposals/transfers	-	-
<b>At 31 March 2022</b>	171,055	171,055
<b>Accumulated amortisation and impairment losses</b>		
<b>At 1 April 2020</b>	54	54
Depreciation charge for the year	9,418	9,418
Disposals	-	-
<b>At 31 March 2021</b>	9,471	9,471
Depreciation charge for the year	27,619	27,619
Disposals	-	-
<b>At 31 March 2022</b>	37,091	37,091
<b>Net Book Value</b>		
<b>At 31 March 2022</b>	133,965	133,965
<b>At 31 March 2021</b>	85,984	85,984
<b>At 1 April 2020</b>	17,541	17,541

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. unless otherwise stated)*

**7 Intangible assets under development**

**Patent**

<b>Particulars</b>	<b>&lt; 1 year</b>	<b>1-2 yrs</b>	<b>2-3 yrs</b>	<b>&gt; 3 yrs</b>	<b>Total</b>
1) Projects in progress	-	57,000	-	-	57,000
2) Progress temporarily Suspended	-	-	-	-	-

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. unless otherwise stated)*

**8 Other Non Current Financial Assets**

	<b>As at 31 March 2022</b>	<b>As at 31 March 2021</b>	<b>As at 1 April 2020</b>
Security Deposits	1,151,206	1,279,437	-
Deposits with Financial Institution with maturity period more than 12 months	300,000,000	-	-
	<b>301,151,206</b>	<b>1,279,437</b>	-

**9 Income Taxes**

The major components of income tax expense for the years ended 31 March 2020 and 31 March 2019 are:

**A Statement of profit and loss:**

	<b>For the year ended 31 March 2022</b>	<b>For the year ended 31 March 2021</b>	<b>For the year ended 31 March 2020</b>
<b>i. Profit or loss section:</b>			
<b>Current income tax:</b>			
Current income tax charge	-	6,282,366	-
Adjustments in respect of current income tax of previous year	-	-	-
<b>Deferred tax:</b>			
Relating to origination and reversal of temporary differences	-18,625,311	(80,804)	
<b>Income tax expense/(income) reported in the statement of profit or loss</b>	<b>(18,625,311)</b>	<b>6,201,562</b>	-
<b>ii. OCI section - Deferred tax related to items recognised in OCI during the year:</b>			
Tax Expenses/(Income) on remeasurements of defined benefit plans	(22,451)	-	-
<b>Income tax expense charged / (credited) to OCI</b>	<b>(22,451)</b>	-	-

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. unless otherwise stated)*

**B Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31 March 2020 and 31 March 2019:**

	For the year ended 31 March 2022	For the year ended 31 March 2021	For the year ended 31 March 2020
<b>Profit before tax</b>	<b>(73,868,863)</b>	<b>23,850,299</b>	<b>(766,339)</b>
<b>Applicable tax rate</b>	25.168%	25.168%	
Tax using the Company's domestic tax rate	-	6,002,643	-
<b>Tax effect of:</b>			-
Expenses allowed /disallowed on payment basis	-	30,100	-
Adjustment of unused tax losses	-	-	-
Others	-	249,623	-
<b>Current tax provision</b>	<b>-</b>	<b>6,282,366</b>	<b>-</b>
<b>Deferred tax reversal /(provision)</b>	<b>(18,625,311)</b>	<b>(80,804)</b>	
<b>Tax expense recognized in the statement of profit and loss</b>	<b>(18,625,311)</b>	<b>6,201,562</b>	<b>-</b>
<b>Effective tax rate</b>		<b>26.00%</b>	<b>-</b>

**C Deferred tax:**

**i. Deferred tax assets and liabilities are attributable to the following:**

Particulars	As at 31 March 2022	As at 31 March 2021	As at 1 April 2020
Impact of brought forward losses and Unabsorbed depreciation	18,701,152		
Impact of difference between tax depreciation and depreciation as per books	(75,842)	80,804	-
<b>Deferred tax assets (A)</b>	<b>18,625,311</b>	<b>80,804</b>	<b>-</b>
<b>Deferred tax liabilities (B)</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Deferred tax assets (net) (C=A-B)</b>	<b>18,625,311</b>	<b>80,804</b>	<b>-</b>

**ii. Reconciliation of deferred tax assets (net):**

	For the year ended 31 March 2022	For the year ended 31 March 2021	For the year ended 31 March 2020
<b>Opening balance as of 1 April</b>	<b>(80,804)</b>	<b>-</b>	
Tax income/(expense) during the period recognised in profit or loss	(18,625,311)	(80,804)	-
Tax income/(expense) during the period recognised in OCI	(22,451)		
<b>Closing balance as at 31 March</b>	<b>(18,728,566)</b>	<b>(80,804)</b>	<b>-</b>

The Company elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognised Provision for Income Tax and re-measured its Deferred tax assets/liabilities basis the rate prescribed in the said section. The impact of this change has been recognised during the current financial year.

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

(All amounts in Rs. unless otherwise stated)

**10 Inventories**

	As at 31 March 2022	As at 31 March 2021	As at 1 April 2020
( Valued at lower of cost and net realisable value)			
Stock in trade	45,292,930	38,074,279	9,861,447
Goods in Transit	3,372,718		
<b>Total</b>	<b>48,665,648</b>	<b>38,074,279</b>	<b>9,861,447</b>

**11 Trade receivables**

	As at 31 March 2022	As at 31 March 2021	As at 1 April 2020
Trade receivables - Considered Good - Unsecured	813,305	654,741	5,236,252
Trade receivables - Considered Good - Secured	40,554,871	38,333,882	-
Less: Provision for expected credit loss	843,238	675,047	-
	<b>40,524,940</b>	<b>38,313,577</b>	<b>5,236,252</b>

( For details of trade receivable with related party refer note 40 related party disclosures)

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person.

Trade receivables are non-interest bearing.

**Trade receivables Ageing Schedule:**

**March 31, 2022**

	Less Than 6 Month	6M -1 Yrs	1-2 Yrs	2-3 Yrs	> 3 Yrs	Total
Undisputed Trade Receivable- Considered Good	40,323,104	157,773	3,578	-	-	40,484,454
Undisputed Trade Receivable- Which Have Significant Increase In Credit Risk	231,767	-	651,955	-	-	883,722
	<b>40,554,871</b>	<b>157,773</b>	<b>655,532</b>	<b>-</b>	<b>-</b>	<b>41,368,176</b>

**March 31, 2021**

	Less Than 6 Month	6M -1 Yrs	1-2 Yrs	2-3 Yrs	> 3 Yrs	Total
Undisputed Trade Receivable- Considered Good	38,179,226	14,174	55,429	-	-	38,248,830
Undisputed Trade Receivable- Which Have Significant Increase In Credit Risk	87,839	103,081	522,439	26,434	-	739,793
	<b>38,267,065</b>	<b>117,256</b>	<b>577,868</b>	<b>26,434</b>	<b>-</b>	<b>38,988,623</b>

**Dot & Key Wellness Private Limited****Notes to the Standalone financial statements for the year ended 31 March 2022***(All amounts in Rs. unless otherwise stated)***12 Cash and cash equivalents**

	As at 31 March 2022	As at 31 March 2021	As at 1 April 2020
Cash in hand	13,135	5,357	34,151
Balances with banks - in current accounts	101,011	5,556,396	1,178,396
	<b>114,146</b>	<b>5,561,753</b>	<b>1,212,547</b>

**13 Bank balance other than cash and cash equivalents**

	As at 31 March 2022	As at 31 March 2021	As at 1 April 2020
Deposits with original maturity for more than 3 months but less than 12 months -With Banks	74,446,470	-	-
	<b>74,446,470</b>	<b>-</b>	<b>-</b>

**14 Loans**

	As at 31 March 2022	As at 31 March 2021	As at 1 April 2020
<b>(Measured at amortised cost, except otherwise stated)</b>			
Loans & Advances to Related Parties	-	-	2,951,826
	<b>-</b>	<b>-</b>	<b>2,951,826</b>

**16 Other financial assets**

	As at 31 March 2022	As at 31 March 2021	As at 1 April 2020
Interest Receivable	7,900,186	-	-
	<b>7,900,186</b>	<b>-</b>	<b>-</b>

**17 Other current assets**

	As at 31 March 2022	As at 31 March 2021	As at 1 April 2020
Advance to suppliers (unsecured, considered good)	2,409,040	2,050,000	161,500
Advance against expenses (unsecured, considered good)	1,009,412	908,903	451,952
Prepaid expenses	777,550	-	-
Balance with statutory / government authorities	22,632,648	12,110,644	1,895,666
	<b>26,828,650</b>	<b>15,069,547</b>	<b>2,509,119</b>

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. unless otherwise stated)*

**15 Investments**

Particulars	As at 31 March 2022		As at 31 March 2021		As at 1 April 2020	
	Units	-	Units	-	Units	-
<b>CURRENT INVESTMENTS</b>						
<b>Stated at Fair Value through profit and loss (Quoted)</b>						
Nippon India Liquid Fund -Direct Plan Growth		-		21,098,531		41,537
<b>Total investments stated at Fair Value through profit and loss</b>		<u>-</u>		<u>21,098,531</u>		<u>41,537</u>
<b>Total Current investments</b>		<u>-</u>		<u>21,098,531</u>		<u>41,537</u>
<b>15.1</b>	The list of investments in subsidiaries, joint ventures and associates along with proportion of ownership interest held and country of incorporation are disclosed under Corporate Information of the Consolidated Financial Statements					
<b>15.2 CATEGORY-WISE INVESTMENT</b>						
Measured at Fair Value Through Profit and Loss (FVTPL)		-		21,098,531		41,537
<b>Total Investments</b>		<u>-</u>		<u>21,098,531</u>		<u>41,537</u>
Aggregate amount of Quoted Investments		-		21,098,531		41,537
Aggregate Market Value of Quoted Investments		-		21,098,531		41,537



**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. unless otherwise stated)*

**18 Share Capital**

**i) Authorised Equity Share Capital (Equity shares of Rs. 10 each)**

**At 1 April 2020**

Increase / (decrease) during the year

**At 31 March 2021**

Increase / (decrease) during the year

**At 31 March 2022**

<u>No. of shares</u>	<u>Amount</u>
200,000	2,000,000
<u>1,050,000</u>	<u>10,500,000</u>
1,250,000	12,500,000
<u>300,000</u>	<u>3,000,000</u>
<b><u>1,550,000</u></b>	<b><u>15,500,000</u></b>

**ii) Authorised Preference Share Capital (Preference shares of Rs. 10 each)**

**At 1 April 2020**

Increase / (decrease) during the year

**At 31 March 2021**

Increase / (decrease) during the year

**At 31 March 2022**

<u>No. of shares</u>	<u>Amount</u>
-	-
<u>-</u>	<u>-</u>
-	-
<u>500,000</u>	<u>5,000,000</u>
<b><u>500,000</u></b>	<b><u>5,000,000</u></b>

**Note**

**i) Terms/ rights attached to equity shares**

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

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Each equity shareholder is entitled to dividends as and when the Company declares and pays dividend after obtaining shareholders' approval.

During the year ended March 31, 2022, the amount of per share dividend recognised as distribution to equity share-holders was Nil ( March 31, 2021 : NIL , April 1, 2020 : Nil)

**ii) Issued share capital**

**a) Issued equity capital**

**Equity shares of INR 10 each issued, subscribed and fully paid**

**At 1 April 2020**

Changes during the year

**At 31 March 2021**

Changes during the year

**At 31 March 2022**

<u>No. of shares</u>	<u>Equity shares</u>	<u>Amount</u>
200,000		2,000,000
<u>800,000</u>		<u>8,000,000</u>
1,000,000		10,000,000
<u>357,143</u>		<u>3,571,430</u>
<b><u>1,357,143</u></b>		<b><u>13,571,430</u></b>

iii) Details of shareholders holding more than 5% shares in the company

As at 31 March 2022				
Particulars	Promoter Name	No. of shares	% of total shares	% of change during the year
Equity Shares of Rs. 10 each	FSN E-Commerce Ventures Limited	692,143	51%	100%
Equity Shares of Rs. 10 each	Anisha Saraf	195,067	14%	-10%
Equity Shares of Rs. 10 each	Ashok Saraf	166,328	12%	-3%
Equity Shares of Rs. 10 each	Rekha Saraf	102,333	8%	-10%
Equity Shares of Rs. 10 each	Suyash Saraf	201,272	15%	-10%
		<b>1,357,143</b>		

As at 31 March 2021				
Particulars	Promoter Name	No. of shares	% of total shares	% of change during the year
Equity Shares of Rs. 10 each	Suhel Saraf HUF	3,300.00	0.33%	100%
Equity Shares of Rs. 10 each	Anisha Saraf	292,365.00	29%	129%
Equity Shares of Rs. 10 each	Ashok Saraf	198,336.00	20%	67%
Equity Shares of Rs. 10 each	Rekha Saraf	204,333.00	20%	100%
Equity Shares of Rs. 10 each	Suyash Saraf	301,666.00	30%	133%
Equity Shares of Rs. 10 each	Suhel Saraf	-	100%	100%
		<b>1,000,000</b>		

\*\*shares are held through Family Trusts, which were held individually in preceding financial year.

Equity shares of Rs 10 each fully paid

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

iv) Promotor Share Holding

As at 31st March, 2022

Sr no	Description	Promoter name	No. of shares at the beginning of the year	% of Total Shares	No. of shares at the end of the year	% of total shares	% of change during the year
1	Equity Shares of Rs. 10 each	Suyash Saraf	301,666	150.83	201,272	14.83	-33.28
2	Equity Shares of Rs. 10 each	Anisha Saraf	292,365	146.18	195,067	14.37	-33.28
3	Equity Shares of Rs. 10 each	Rekha Saraf	204,333	102.17	102,333	7.54	-49.92
4	Equity Shares of Rs. 10 each	Ashok Saraf	198,336	99.17	166,328	12.26	-16.14
5	Equity Shares of Rs. 10 each	Suhel Saraf HUF	3,300	1.65	-	-	-100.00
			<b>1,000,000</b>		<b>665,000</b>		

As at 31st March, 2021

Sr no	Description	Promoter name	No. of shares at the beginning of the year	% of Total Shares	No. of shares at the end of the year	% of total shares	% of change during the year
1	Equity Shares of Rs. 10 each	Suyash Saraf	35,000	17.50	301,666	30.17	761.90
2	Equity Shares of Rs. 10 each	Anisha Saraf	35,000	17.50	292,365	29.24	735.33
3	Equity Shares of Rs. 10 each	Rekha Saraf	-	-	204,333	20.43	100.00
4	Equity Shares of Rs. 10 each	Ashok Saraf	65,000	32.50	198,336	19.83	205.13
5	Equity Shares of Rs. 10 each	Suhel Saraf	65,000	32.50	-	-	-100.00
		Suyash Saraf HUF	-	-	3,300	0.33	-
			<b>200,000</b>		<b>1,000,000</b>		

v) Neither bonus shares issued nor shares issued for consideration other than cash during the period of Two years immediately preceding the reporting date

**Dot & Key Wellness Private Limited****Notes to the Standalone financial statements for the year ended 31 March 2022***(All amounts in Rs. unless otherwise stated)***19 Other equity**

	<u>As at 31 March 2022</u>	<u>As at 31 March 2021</u>
<b>a Securities premium</b>		
<b>Opening balance</b>	-	-
Add : Additions during the year	482,896,370	-
<b>Closing balance</b>	<u>482,896,370</u>	-
<b>b Retained earnings</b>		
<b>Opening balance</b>	16,690,753	(901,984)
Add: Profit / (Loss) during the year	(55,243,552)	17,648,737
Less: Transfer during the year	-	(56,000)
<b>Closing balance</b>	<u>(38,552,799)</u>	<u>16,690,753</u>
<b>c Other comprehensive income</b>		
<b>Opening balance</b>	-	-
Add : Additions during the year	(66,755.52)	-
Less: Transfer during the year	-	-
<b>Closing balance</b>	<u>(66,755.52)</u>	-

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

Where the Company issues shares at a premium, whether for cash or otherwise, a sum equal to the aggregate amount of the premium received on those shares is transferred to "Securities Premium".

The securities premium can be utilised only in accordance with the provisions of the Companies Act 2013.

**Retained earnings:**

Retained Earnings are the profits / (losses) that the Company has earned till date, less any dividends or other distributions paid to

**Other Comprehensive Income:**

This Represents The Cumulative Gains And Losses Arising On Remeasurement of Defined Employee Benefit Plan

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

(All amounts in Rs. unless otherwise stated)

**20 Non Current Lease Liabilities**

	<u>As at 31 March 2022</u>	<u>As at 31 March 2021</u>	<u>As at 1 April 2020</u>
Payable for operating lease liabilities*	4,624,919	1,165,500	-
	<u><b>4,624,919</b></u>	<u><b>1,165,500</b></u>	<u><b>-</b></u>

\*The effective interest rate for lease liabilities is 10.50% as on March 31, 2022 (10.50% as on March 31, 2021)

**21 Non current - Provisions**

	<u>As at 31 March 2022</u>	<u>As at 31 March 2021</u>	<u>As at 1 April 2020</u>
<b>Provisions for Employee Benefits</b>			
Provision for Gratuity - refer note 36	425,636	215,554	-
Provision for Compensated Leave	55,730	71,453	-
	<u><b>481,366</b></u>	<u><b>287,007</b></u>	<u><b>-</b></u>

**22 Borrowings - current**

	<u>As at 31 March 2022</u>	<u>As at 31 March 2021</u>	<u>As at 1 April 2020</u>
<b>(Unsecured- carried at amortized cost)</b>			
Loan from related Party	-	41,242,947	8,420,906
	<u><b>-</b></u>	<u><b>41,242,947</b></u>	<u><b>8,420,906</b></u>

**Note**

21.1 Maximum amount of loan outstanding during the year was INR NIL (31 March 2021 - INR 41242947)

**23 Current Lease Liabilities**

	<u>As at 31 March 2022</u>	<u>As at 31 March 2021</u>	<u>As at 1 April 2020</u>
Payable for lease liabilities*	4,719,260	2,324,827	-
	<u><b>4,719,260</b></u>	<u><b>2,324,827</b></u>	<u><b>-</b></u>

\*The effective interest rate for lease liabilities is 9.50% as on 31 March 2022 (9.5% as on 31 March 2021)

**24 Trade payables**

	<u>As at 31 March 2022</u>	<u>As at 31 March 2021</u>	<u>As at 1 April 2020</u>
<b>(Carried at amortized cost)</b>			
Total outstanding dues of micro enterprises and small			
Total outstanding dues of trade payables other than	12,256,980	24,035,780	12,023,887
micro enterprises and small enterprises			
	<u><b>12,256,980</b></u>	<u><b>24,035,780</b></u>	<u><b>12,023,887</b></u>

( For details of trade Payable with related party refer note 40 related party disclosures)

No trade or other Payable are due from directors or other officers of the company either severally or jointly with any other person.

Trade Payables are non-interest bearing.

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. unless otherwise stated)*

**Trade Payable Ageing Schedule:**

**March 31, 2022**

	<b>Less than 1 year</b>	<b>1-2 Yrs</b>	<b>2-3 Yrs</b>	<b>&gt; 3 Yrs</b>	<b>Total</b>
Undisputed Trade Payable- Considered Good	12,256,981				12,256,981
Undisputed Trade Payable- Which Have Significant Increase In Credit Risk					-
	<b>12,256,981</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>12,256,981</b>

**March 31, 2021**

	<b>Less than 1 year</b>	<b>1-2 Yrs</b>	<b>2-3 Yrs</b>	<b>&gt; 3 Yrs</b>	<b>Total</b>
Undisputed Trade Payable- Considered Good	24,035,780				24,035,780
Undisputed Trade Payable- Which Have Significant Increase In Credit Risk					-
	<b>24,035,780</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>24,035,780</b>

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. unless otherwise stated)*

**25 Other financial liabilities-Current**

	<u>As at 31 March 2022</u>	<u>As at 31 March 2021</u>	<u>As at 1 April 2020</u>
<b>A. Financial Liabilities at amortised cost</b>			
Employee related liabilities	3,543,059	1,103,404	-
Creditors for Expenses	22,264,886	17,002,218	854,204
<b>Total other financial liabilities at amortised cost</b>	<b><u>25,807,945</u></b>	<b><u>18,105,622</u></b>	<b><u>854,204</u></b>

( For details of Advance from customers and Employee related liabilities with related parties refer note 37 on related party disclosures)

**26 Current Provisions**

	<u>As at 31 March 2022</u>	<u>As at 31 March 2021</u>	<u>As at 1 April 2020</u>
Provisions for Taxation	-	2,980,295	-
<b>Total</b>	<b><u>-</u></b>	<b><u>2,980,295</u></b>	<b><u>-</u></b>

**27 Contract Liabilities**

	<u>As at 31 March 2022</u>	<u>As at 31 March 2021</u>	<u>As at 1 April 2020</u>
Advance from Customers	8,999	-	-
Unbilled Revenue	13,195,795	-	-
Deferred revenue (Provision for Reward points)	1,282,585	370,944	-
<b>Total</b>	<b><u>14,487,380</u></b>	<b><u>370,944</u></b>	<b><u>-</u></b>

**28 Other current liabilities**

	<u>As at 31 March 2022</u>	<u>As at 31 March 2021</u>	<u>As at 1 April 2020</u>
Statutory dues	1,286,115	1,162,094	148,105
Provisions for Expenses	15,123,329	9,517,519	
<b>Total</b>	<b><u>16,409,444</u></b>	<b><u>10,679,613</u></b>	<b><u>148,105</u></b>

**Dot & Key Wellness Private Limited****Notes to the Standalone financial statements for the year ended 31 March 2022***(All amounts in Rs. unless otherwise stated)***29 Revenue from Contracts with Customers**

	<u>For the year ended 31 March 2022</u>	<u>For the year ended 31 March 2021</u>
<b>Sale of products</b>		
Sales	356,949,666	376,236,722
Less : Trade Discount	(48,083,980)	(108,699,716)
	<u><b>308,865,687</b></u>	<u><b>267,537,006</b></u>

**A Disaggregation of revenue from contracts with customers**

The Company derives its major revenue from sale of products, which is a single line of business.

**B Contract Balances**

<b>Particulars</b>	<u>As at 31 March 2022</u>	<u>As at 31 March 2021</u>	<u>As at 1 April 2020</u>
<b>Trade Receivables</b>	40,524,940.04	38,313,577.20	5,236,252.02

**C Performance Obligation:**

The Company enters into contract with majority of its customers to sale products for a consideration on a cost plus mark-up basis and which constitute a single performance obligation that the company satisfies over time.

**D Transaction price:****Sale of products**

Contract price is determined as per the terms agreed with the customer, and no further adjustments are made to the same. As such, there are no reconciling items and hence the reconciliation of the contract price is not disclosed.

**E Costs to obtain the contract:**

The Company does not incur material costs to obtain contracts with customers and contract fulfilment costs are generally

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. unless otherwise stated)*

**30 Other income**

	<b>For the year ended 31 March 2022</b>	<b>For the year ended 31 March 2021</b>
<b>Interest Income on:</b>		
Security Deposit	87,379	17,362
Fixed Deposit	9,149,788	-
	<u>9,237,167</u>	<u>17,362</u>
<b>Net gain / (loss) of financial assets carried at fair value through profit and loss</b>		
Realised gain / (loss)	-	88,789
	<u>-</u>	<u>88,789</u>
Shipping & COD Charges	1,290,518	282,583
Other Income	573,164	203,721
Net Sundry balance written back	1,505,370	31,968
	<u><b>12,606,218</b></u>	<u><b>624,423</b></u>

**31 Purchase of traded goods and packing material**

	<b>For the year ended 31 March 2022</b>	<b>For the year ended 31 March 2021</b>
Purchases of traded goods and Packing Material	104,761,734	96,579,964
	<u><b>104,761,734</b></u>	<u><b>96,579,964</b></u>

**32 Changes in inventories**

	<b>For the year ended 31 March 2022</b>	<b>For the year ended 31 March 2021</b>
<b>Traded Goods</b>		
Opening balance	38,074,279	9,861,447
Closing balance	48,665,648	38,063,928
	<u><b>-10,591,369</b></u>	<u><b>-28,202,481</b></u>
	<u><b>-10,591,369</b></u>	<u><b>-28,202,481</b></u>

**33 Employee benefits expense**

	<b>For the year ended 31 March 2022</b>	<b>For the year ended 31 March 2021</b>
Salaries, Wages and Bonus	30,134,637	7,265,878
Contribution to provident fund	554,438	33,247
Gratuity expenses (refer note 36)	105,152	287,007
Staff welfare expenses	266,780	71,892
	<u><b>31,061,006</b></u>	<u><b>7,658,024</b></u>

**34 Finance costs**

	<b>For the year ended 31 March 2022</b>	<b>For the year ended 31 March 2021</b>
Interest expenses on borrowings	2,005,479	1,343,727
Interest cost on lease liabilities	1,027,678	57,448
Interest on statutory dues	26,104	39,610
	<u><b>3,059,261</b></u>	<u><b>1,440,785</b></u>



**Dot & Key Wellness Private Limited****Notes to the Standalone financial statements for the year ended 31 March 2022***(All amounts in Rs. unless otherwise stated)***35 Depreciation and amortization expense**

	<u>For the year ended 31 March 2022</u>	<u>For the year ended 31 March 2021</u>
Depreciation of property, plant and equipment (refer note 4)	927,698	272,746
Depreciation of Right-of-use assets (refer note 5)	4,701,197	336,274
Amortisation of Intangible assets (refer note 6)	27,619	19,315
	<u><b>5,656,514</b></u>	<u><b>628,335</b></u>

**36 Administrative and Other expenses**

	<u>For the year ended 31 March 2022</u>	<u>For the year ended 31 March 2021</u>
Administrative & Other Expenses	961,504	892,195
Selling Expenses	52,080,592	39,163,065
Rates & Taxes	935,559	185,303
Rent	4,460,167	1,921,324
Consumption of Packing Materials	3,216,470	1,466,928
Payment Gateway Charges	433,875	183,252
Marketing & Advertisement Expenses	181,610,927	113,161,243
Web & Technology Expenses	4,881,931	1,768,547
Repairs & Maintenance - Others	2,586,669	3,016,824
Electricity Charges	790,797	113,336
Travelling & Conveyance Expenses	879,197	288,621
Communication Expenses	168,456	58,172
Foreign Exchange Gain/Loss	12,682	1,914
Insurance Expenses	71,797	215,201
Legal and Professional Fees	6,762,459	2,580,726
Recruitment Charges	209,904	-
Bank charges	294,307	152,306
Auditors Remuneration :		
Audit fees	300,000	270,000
Taxation Matters	175,000	92,500
Others	500,000	
ECL Provision	61,329	675,047
	<u><b>261,393,621</b></u>	<u><b>166,206,502</b></u>

## Dot & Key Wellness Private Limited

### Notes to the Standalone financial statements for the year ended 31 March 2022

(All amounts in Rs. unless otherwise stated)

#### 37 Earnings per share (EPS)

	<u>For the year ended 31 March 2022</u>	<u>For the year ended 31 March 2021</u>
<b>Basic and diluted EPS</b>		
Profit/ (Loss) after tax as per statement of profit and loss (A)	(55,243,552)	17,648,737
Calculation of weighted average number of equity shares of Rs 10 each:		
Total number of shares outstanding during the year	<u>1,357,143</u>	<u>1,000,000</u>
Weighted average number of equity shares outstanding during the year (B)	1,240,260	646,027
Add: Dilution impact of employee stock options and Optionally Convertible Redeemable Preference Shares	-	-
Number of Equity Shares used as denominator for calculating Diluted Earnings Per Share ( C)	<u>1,240,260</u>	<u>646,027</u>
Basic earning per share (D= A/B)	(45)	27
Diluted earning per share (E = A/C)	(45)	27

**Dot & Key Wellness Private Limited****Notes to the Standalone financial statements for the year ended 31 March 2022***(All amounts in Rs. unless otherwise stated)***38 Leases****The Company as lessee**

The Company has lease contracts for premises obtained for stores, offices, warehouse etc. Leases of premises generally have lease terms between 2 to 5 years

The Company's obligations under its leases are secured by the lessor's title to the leased assets.

There are several lease contracts that include extension and termination options and variable lease payments, which are further discussed below.

Refer note 5 for carrying value of right of use assets.

Set out below are the carrying value of lease liabilities and the movement during the period:

	<b>As at 31 March 2022</b>	<b>As at 31 March 2021</b>
As at 1 April	3,490,327	
<b>Add</b> Addition	10,022,681	3,794,679
<b>Add</b> Accretion of interest	1,027,678	57,448
<b>Less</b> Payments	5,196,507	361,800
Closing balance as on March 31	<u>9,344,179</u>	<u>3,490,327</u>
Current	4,719,260	2,324,827
Non-current	<u>4,624,919</u>	<u>1,165,500</u>
	<u>9,344,179</u>	<u>3,490,327</u>

The following amount are recognised in profit and loss

	<b>For the year ended 31 March 2022</b>	<b>For the year ended 31 March 2021</b>
Depreciation expenses of right of use assets	4,701,197	336,274
Interest expenses on lease liabilities	1,027,678	57,448
	<u>5,728,875</u>	<u>393,722</u>

The Company had total cash outflow for leases of INR 51.96 Lacs ( March 21 : INR 3.62 Lacs)

**Dot & Key Wellness Private Limited****Notes to the Standalone financial statements for the year ended 31 March 2022***(All amounts in Rs. lakhs, unless otherwise stated)***39 Gratuity and post-employment benefit plan:****I) Defined Contribution Plan**

During the year, the Company has made contribution/provision to provident fund stated under defined contribution plan amounting to INR (previous year INR ) and the same has been recognized as an expense in the statement of profit and loss.

**II) Defined Benefit Plans**

The Company operates a defined benefit gratuity plan for its employees. Under the gratuity plan, every employee who has completed at least five years of service gets a gratuity on departure @ 15 days of last drawn salary for each completed year of service.

The Company has provided for gratuity based on actuarial valuation done as per projected unit credit method.

**A. The following tables set out the funded status of the gratuity plans and the amounts recognised in the Company's financial statements as at 31 March 2022, 31 March 2021 and 1 April 2020:**

**i. Amount to be recognised in balance sheet**

Particulars	At 31 March 2022	At 31 March 2021	At 1 April 2020
Present value of defined benefit obligation	425,636	215,554	-
Less: Fair value of plan assets	-	-	-
Funded status – deficit / (surplus)	-	-	-
Net liability recognised in balance sheet	425,636	215,554	-

**ii. Changes in the present value of defined benefit obligation**

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Opening defined benefit obligation</b>		
Defined Benefit Obligation	215,554	215,554
Current service cost	196,620	-
Interest cost	13,462	-
Remeasurement gain/loss	234,031	-
<b>Closing defined benefit obligations</b>	659,667	215,554

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. lakhs, unless otherwise stated)*

**B Amount for the year ended 31 March 2021 and 31 March 2020 recognised in the Statement of Profit and Loss under employee benefit expenses and other comprehensive income**

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Current service cost		
Net Interest expenses		
<b>The total amount recognised in profit and loss account</b>	-	<b>(0)</b>
Actuarial (Gains)/Losses in obligation for year ended due to changes in demographic/financial assumptions		
Actuarial (Gains)/Losses in obligation for year ended due to changes in Experience adjustments		
<b>The total amount recognised in other comprehensive income (OCI)</b>	-	-

**C The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:**

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Mortality Table	IALM (2012-14)	IALM (2012-14)
Discount rate:	5.95%	6.25%
Future salary increases*	8.00% until year 1 then 6.50%	6.50%
Withdrawal rates	20.64%-30.54% across all levels	
IALM - Indian Assured Lives Mortality (Ultimate)	IALM (2012-14)	IALM (2012-14)

The discount rate is based on the prevailing market yields of Government of India Bonds as at the Balance Sheet date for the estimated terms of the obligations.

\*The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

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 reporting date.

**D The following payments are expected contributions to the defined benefit plan in future years:**

	At 31 March 2022	At 31 March 2021
Within the next 12 months (next annual reporting period)	1,424	
Between 2 and 5 years	350,098	
Between 6 and 9 years	361,301	
10 years and following years	314,135	
<b>Total expected payments</b>	<b>1,026,958</b>	<b>0</b>

The weighted average duration of the defined benefit plan obligation at the end of the reporting period is 7 years (31 March 2019: Nil years).

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. lakhs, unless otherwise stated)*

**E Sensitivity analysis**

The sensitivity analysis of significant actuarial assumption as of end of reporting period is shown below.

Particulars	At 31 March 2022	At 31 March 2021
<b>Discount rate (-/+ 1%)</b>		
Decrease by 50 basis points		
Increase by 50 basis points		
<b>Future salary increase (-/+ 1%)</b>		
Decrease by 100 basis points		
Increase by 100 basis points		

The sensitivity analysis above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period and assuming there are no other changes in the market conditions. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis.

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

**(A) Investment risk** – The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds; if the return on plan asset is below this rate, it will create a plan deficit.

(B) Interest risk - A decrease in the discount rate will increase the plan liability.

**(C) Longevity risk** – The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

**(D) Salary risk** – The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. lakhs, unless otherwise stated)*

**40 Related party transactions**

**A. Names of the related parties**

**- Key Management Personnel (KMP)**

a) Mr Ashok Saraf	Director
b) Mr Suyash Saraf	Chief Executive Officer
c) Mrs Anisha Saraf	Chief Innovative Officer

**- Relative of Key Management Personnel (KMP)**

Mrs Aastha Agarwal Saraf  
Mrs Rekha Saraf

**-Company in which key management personnel have significant influence**

Sugam Griha Nirmaan Limited  
Sugam Park  
Sugam Serenity LLP  
Suhel Saraf (HUF)  
Suyash Saraf (HUF)  
RSH Global Pvt. Ltd.  
FSN E-Commerce Ventures Limited  
Nykaa E-Retail Private Limited

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

(All amounts in Rs. lakhs, unless otherwise stated)

**B. Transactions with Related party**

Particulars	Nature of transactions	Transactions during the year ended 31 March 2022	Outstanding balances as on 31 March 2022	Transactions during the year ended 31 March 2021	Outstanding balances as on 31 March 2021	Outstanding balances as on 1 April 2020
<b>- Key Management Personnel*</b>						
Mr Ashok Saraf	(i) Sales	-	-	26,388	-	-
	(ii) Loan Taken	-	-	150,000	-	-
	(iii) Loan repaid	-	-	150,000	-	-
	(iv) Loans & Advances Recovered	-	-	920,692	-	920,692
	(v) Share application received	-	-	1,333,360	-	-
Mr Suyash Saraf	(i) Employee Cost & reimbursements	-	-	-	-	-
	(ii) Loan Taken	-	-	663,537	-	-
	(iii) Loan repaid	-	-	663,537	-	-
	(iv) Loan given	-	-	300,000	-	-
	(v) Loans & Advances Recovered	-	-	731,257	-	431,257
	(vi) Share application received	-	-	1,626,660	-	-
	(vii) Sales	-	-	2,425	-	-
Mrs Anisha Saraf	(i) Loans & Advances Recovered	-	-	688,970	-	679,185
	(ii) Loan given	-	-	9,785	-	-
<b>- Relative of Key Management Personnel (KMP)</b>						
Mrs Aastha Agarwal Saraf	(i) Share application received	-	-	693,330	-	-
Mrs Rekha Saraf	(i) Share application received	-	-	1,350,000	-	-
	(ii) Sales	10,398	-	-	-	-
<b>Company in which key management personnel have significant influence</b>						
Sugam Griha Nirmaan Limited	(i) Loan taken	-	-	40,579,094	(41,242,947)	(8,420,906)
	(ii) Loan repaid	43,047,879	-	9,100,780	-	-
	(iii) Interest paid	1,804,932	-	1,343,727	-	69,337
	(iv) Sales	-	-	18,958	-	-
Sugam Park	(i) Loans & Advances Recovered	-	-	37,920	-	37,920
Sugam Serenity LLP	(i) Prior Period Income	-	-	13,462	-	-
Suhel Saraf (HUF)	(i) Share application received	-	-	650,000	-	-



**Dot & Key Wellness Private Limited****Notes to the Standalone financial statements for the year ended 31 March 2022***(All amounts in Rs. lakhs, unless otherwise stated)*

Suyash Saraf (HUF)	(i) Share application received	-	-	33,000	-	-
	(ii) Shares Transferred	33,000	-	-	-	-
RSH Global Pvt. Ltd.	(i) Sales	6	-	2	-	-
	(ii) Purchases	110,824,059	120,817,067	112,300,151	(23,672,375)	(9,281,080)
	(iii) Packing Material	2,004,361	-	84,412	-	-
	(iv) Sundry Balance w/o	-	-	7,918	-	-
	(v) General Expenses (incl GST)	-	-	80,995	-	-
FSN E-Commerce Ventures Limited	(i) Sales	467,705	374,607	-	-	-
	(ii) Product Promotion Expense	9,207	-	-	-	-
Nykaa E-Retail Private Limited	(i) Sales	72,132,755	19,707,284	-	-	-
	(ii) Product Promotion Expense	11,298,108	-	-	-	-
	(iii) Advertisement Expense	21,820,700	-	-	-	-

*Figures in brackets indicates receivables***Terms and conditions of transactions with related parties**

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables

\* The Company do not have any other transaction with key managerial person than that is disclosed above.

Amount paid to KMP do not include the provisions made for gratuity as it is determined on an actuarial basis for the Company as a whole. Similarly, expenses for leave encashment are not included in the above table as the same is also determined on an actuarial basis for the Company as a whole.

**Dot & Key Wellness Private Limited****Notes to the Standalone financial statements for the year ended 31 March 2022***(All amounts in Rs. unless otherwise stated)***41 Commitments and contingent liabilities****A Commitments**

The Company does not have any contract remaining to be executed on capital account and not provided for (net of advances) - INR Nil lakh as at 31 March 2022 (31 March 2021 – Nil, 1 April 2020 – Nil)

The Company does not have lease contracts that have not yet commenced as at 31 March 2020.

**42 Fair value measurement hierarchy**

The fair values of financial assets and liabilities are included at the amount at which the instrument can be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- a. Carrying values of financial assets i.e. cash and cash equivalents, trade receivables, others financial assets and of financial liabilities i.e. trade and other payables, working capital loan borrowing and other financial liabilities are reasonable approximations of their fair values due to the short maturities of these instruments.

Particulars	Level	Carrying value as of		Fair value as of March 31,	
		March 31, 2022	March 31, 2021	2022	March 31, 2021
<b>Financial Assets:</b>					
Fair Value through other comprehensive income					
Non-current investme Level 2					
<b>Amortised cost</b>					
Current investments		-	21,009,743	-	21,098,531
Loans		-	-	-	-
Trade receivables		40,524,940	38,313,577	40,524,940	38,313,577
Cash and cash equivalents		114,146	5,561,753	114,146	5,561,753
Other financial assets		7,900,186	-	7,900,186	-
Bank balance other than cash and cash		74,446,470	-	74,446,470	-
<b>Financial Liabilities:</b>					
<b>Amortised cost</b>					
Borrowings		-	41,242,947	-	41,242,947
Lease liabilities		4,719,260	2,324,827	4,719,260	2,324,827
Other financial liabilities		25,807,945	18,105,622	25,807,945	18,105,622
Trade payables		12,256,980	24,035,780	12,256,980	24,035,780

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. unless otherwise stated)*

- b. The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques:
- Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.
  - Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.
  - Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Fair value measurement hierarchy of the Company's financial assets and liabilities measured at FVTPL. There are no financial assets and liabilities measured at FVTOCI. During the period ending March 31, 2022 and March 2021, there were no transfers between Level 1 and Level 2 fair value measurement

**43 Segment information:**

The Company is engaged in the business of selling, distributing of beauty, wellness, fitness, personal health care, skin care, hair care product. All the activities of the Company revolve around this main business. The Chief Operating decision maker (CODM) monitors the operating results of the business as a whole for the purpose of making decision about resource allocation and performance assessment.

Therefore management views Company's business activity as a single segment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements. The Company operates in a single geographical environment i.e. in India.

## Dot & Key Wellness Private Limited

### Notes to the Standalone financial statements for the year ended 31 March 2022

(All amounts in Rs. unless otherwise stated)

#### 44 Capital management

The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to its shareholders.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2020 and 31 March 2019.

The net gearing ratio at end of the reporting period was as follows.

		As at 31 March 2022	As at 31 March 2021	As at 1 April 2020
Gross debt		16,409,444	51,922,560	8,569,011
Less: Cash and cash equivalents		(114,146)	(5,561,753)	(1,212,547)
Net debt	(A)	16,295,298	46,360,807	7,356,464
Total Equity	Z	457,848,245	26,690,753	1,098,016
Net gearing ratio	(A)/(B)	0.04	1.74	6.70

#### 45 Financial risk management objectives and policies

The Company's principal financial liabilities comprises loan from bank, working capital loan, trade and other payables . The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Board of Directors review and agree policies for managing each of these risks, which are summarised 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 mainly comprises currency risk, product price risk and interest rate risk

##### A.1 Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities denominated in foreign currency and thus the risk of changes in foreign exchange rates relates primarily to trade payables. Since the Company's overall foreign currency exposure is not significant, the Company does not hedge its foreign currency payables.

##### Foreign currency sensitivity

Since the business of the Company doesn't involves material foreign currency transactions, its exposure to foreign currency changes is not material.

##### A.2 Product price risk

In a potentially inflationary economy, the Company expects periodical price increases across its product lines. Product price increases which are not in line with the levels of customers' discretionary spends, may affect the business/ sales volumes. In such a scenario, the risk is managed by offering judicious product discounts to customers to sustain volumes. The Company negotiates with its vendors for purchase price rebates such that the rebates substantially absorb the product discounts offered to the customers. This helps the Company to protect itself from significant product margin losses. This mechanism also works in case of a downturn in the retail sector, although overall volumes would get affected.

##### A.3 Interest rate risk

The Company is not exposed to interest rate risk .

**Dot & Key Wellness Private Limited****Notes to the Standalone financial statements for the year ended 31 March 2022***(All amounts in Rs. unless otherwise stated)***B 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 is exposed to credit risk from its operating activities (primarily trade receivables)

**Trade receivables**

The Company's retail business is predominantly on 'cash on delivery', the credit risk on such collections is minimal. The Company has adopted a policy of dealing with only credit worthy counterparties in case of institutional customers and the credit risk exposure for institutional customers is managed by the Company by credit worthiness checks.

The Company's experience of delinquencies and customer disputes have been minimal. Further, Trade and other receivables consist of a large number of customers, hence, the Company is not exposed to concentration risks.

**Security Deposits**

The Company also carries credit risk on lease deposits with landlords for properties taken on leases, for which agreements are signed and property possessions are taken for operations. The risk relating to refunds after vacating the premises is managed through successful negotiations or appropriate legal actions, where necessary.

**Financial instruments and cash deposits**

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Company's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments.

**C Liquidity risk**

Liquidity risk is a risk that the Company may not be able to meet its financial obligations on a timely basis through its cash and cash equivalents, and funds available by way of committed credit facilities from banks. Management manages the liquidity risk by monitoring rolling cash flow forecasts and maturity profiles of financial assets and liabilities. This monitoring includes financial ratios and takes into account the accessibility of cash and cash equivalents and additional undrawn financing facilities.

Particulars	Carrying value	Less than 1 year	1 to 5 years	> 5 years	Total
<b>As at March 31, 2022</b>					
Borrowings	-	-	-	-	-
Trade payables	12,256,980	12,256,981	-	-	12,256,981
Other financial liabilities	25,807,945	25,807,945	-	-	25,807,945
Lease liabilities	9,344,179	4,719,260	4,624,919	-	9,344,179
<b>Total</b>	<b>47,409,104.68</b>	<b>42,784,186.18</b>	<b>4,624,919.11</b>	<b>-</b>	<b>47,409,105.29</b>
<b>As at March 31, 2021</b>					
Borrowings	41,242,947	41,242,947	-	-	41,242,947
Trade payables	24,035,780	24,035,780	-	-	24,035,780
Other financial liabilities	18,105,622	16,688,955	1,416,667	-	18,105,622
Lease liabilities	3,490,327	2,324,827	1,165,500	-	3,490,327
<b>Total</b>	<b>86,874,675.95</b>	<b>84,292,509.24</b>	<b>2,582,166.82</b>	<b>-</b>	<b>86,874,676.06</b>

**Dot & Key Wellness Private Limited**

**Notes to the Standalone financial statements for the year ended 31 March 2022**

*(All amounts in Rs. unless otherwise stated)*

**46 First-time adoption of Ind AS**

These financial statements, for the year ended 31 March 2022, are the first the Company has prepared in accordance with Ind AS. For periods up to and including the year ended 31 March 2021, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP). Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on 31 March 2022, together with the comparative period data as at and for the year ended 31 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 1 April 2020, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at 1 April 2020 and the financial statements as at and for the year ended 31 March 2021.

**Reconciliations between Previous GAAP and Ind AS**

## Reconciliations between Previous GAAP and Ind AS

Reconciliation of the assets and liabilities presented in the balance sheet prepared as per Previous GAAP and as per Ind AS at 1 April 2020 is as follows:

Particulars	Note	Indian GAAP	Adjustments	Ind AS
<b>Assets</b>				
<b>Non-current assets</b>				
Property, plant and equipment		714,850	-	714,850
Right of use assets		-	-	-
Intangible assets		17,541	-	17,541
Capital work in progress		-	-	-
Deferred tax assets		-	-	-
Financial assets		-	-	-
Investments		-	-	-
Loans and advances		-	-	-
Other non-current assets		-	-	-
		<b>732,391</b>	<b>-</b>	<b>732,391</b>
<b>Current assets</b>				
Inventories		9,861,447	-	9,861,447
Financial Assets		-	-	-
Trade receivables	<b>1</b>	5,343,114	(106,862)	5,236,252
Cash and cash equivalents		1,212,547	-	1,212,547
Bank balance other than included in Cash and cash equivalents above		-	-	-
Investments		41,537	-	41,537
Loans		2,951,826	-	2,951,826
		-	-	-
Other current assets		2,509,119	-	2,509,119
		<b>21,919,589</b>	<b>(106,862)</b>	<b>21,812,727</b>
<b>Total assets</b>		<b>22,651,980</b>	<b>(106,862)</b>	<b>22,545,118</b>
<b>Equity and liabilities</b>				
<b>Equity</b>				
Equity share capital		2,000,000	-	2,000,000
Other equity		(795,121)	(106,862)	(901,984)
<b>Total equity</b>		<b>1,204,879</b>	<b>(106,862)</b>	<b>1,098,016</b>
<b>Non-current liabilities</b>				
Financial Liabilities				
Lease liabilities		-	-	-
Provisions		-	-	-
		-	-	-
<b>Current liabilities</b>				
Financial Liabilities				
Borrowings		8,420,906	-	8,420,906
Trade payables		12,023,887	-	12,023,887
Other financial liabilities		854,204	-	854,204
Provisions		-	-	-
Other current liabilities		148,105	-	148,105
<b>Total liabilities</b>		<b>21,447,102</b>	<b>0</b>	<b>21,447,102</b>
<b>Total equity and liabilities</b>		<b>22,651,981</b>	<b>(106,862)</b>	<b>22,545,118</b>

Reconciliation of the assets and liabilities presented in the balance sheet prepared as per Previous GAAP and as per Ind AS at 1 April 2021 is as follows:

	Note	Indian GAAP	Adjustments	Ind AS
<b>Assets</b>				
<b>Non-current assets</b>				
Property, plant and equipment	7	4,433,966	-	4,433,966
Intangible assets	7	85,984	-	85,984
Intangible assets under development		123,600	-	123,600
Right of use assets	2,3	(0)	3,761,810	3,761,810
Financial Assets		-	-	-
Loans and advances	3	1,565,480	(286,043)	1,279,437
Deferred tax assets	7	8,570	72,234	80,804
Other non-current assets		-	-	-
		<b>6,217,600</b>	<b>3,548,001</b>	<b>9,765,601</b>
<b>Current assets</b>				
Inventories		38,074,279	-	38,074,279
Financial Assets		-	-	-
Trade receivables	1	39,095,487	(781,910)	38,313,577
Cash and cash equivalents		5,561,753	-	5,561,753
Bank balance other than cash and cash		-	-	-
Loans		-	-	-
Investments	4	21,009,742	88,789	21,098,531
Other current assets		15,069,547	-	15,069,547
		<b>118,810,808</b>	<b>(693,121)</b>	<b>118,117,687</b>
<b>Total assets</b>		<b>125,028,408</b>	<b>2,854,880</b>	<b>127,883,288</b>
<b>Equity and liabilities</b>				
<b>Equity</b>				
Equity share capital		10,000,000	-	10,000,000
Other equity		17,984,151	(1,293,398)	16,690,753
<b>Total equity</b>		<b>27,984,151</b>	<b>(1,293,398)</b>	<b>26,690,753</b>
<b>Non-current liabilities</b>				
Financial Liabilities				
Lease Liabilities	2	-	1,165,500	1,165,500
Provisions		-	287,007	287,007
		-	<b>1,452,507</b>	<b>1,452,507</b>
<b>Current liabilities</b>				
Financial Liabilities				
Borrowings		41,242,947	-	41,242,947
Lease Liabilities	2	-	2,324,827	2,324,827
Trade payables		24,035,780	-	24,035,780
Other financial liabilities		18,105,622	-	18,105,622
Provisions		2,980,295	-	2,980,295
Contract Liabilities	5	0	370,943	370,944
Other current liabilities		10,679,613	-	10,679,613
		<b>97,044,257</b>	<b>2,695,771</b>	<b>99,740,027</b>
<b>Total liabilities</b>		<b>97,044,257</b>	<b>4,148,278</b>	<b>101,192,534</b>
<b>Total equity and liabilities</b>		<b>125,028,407</b>	<b>2,854,880</b>	<b>127,883,288</b>



**Reconciliation of the income and expenses presented in the statement of profit and loss prepared as per Indian GAAP and as per Ind AS for the year ended 31 March 2021**

	Note	Indian GAAP*	Adjustments	Ind AS
<b>Continuing operations</b>				
Revenue from operations	1	267,907,949	(370,943)	267,537,006
Other income	3,4	518,272	106,151	624,423
<b>Total Income</b>		<b>268,426,221</b>	<b>(264,793)</b>	<b>268,161,429</b>
Cost of materials consumed				
Purchase of traded goods and packaging material		96,579,964	-	96,579,964
(Increase)/decrease in inventories of traded goods		(28,202,481)	-	(28,202,481)
Employee benefits expense		7,371,017	287,007	7,658,024
Depreciation and amortization expense	6	292,061	336,274	628,335
Finance costs	2	1,383,337	57,448	1,440,785
Administrative and other expenses	1,2	166,519,749	(313,247)	166,206,502
<b>Total expense</b>		<b>243,943,647</b>	<b>367,482</b>	<b>244,311,130</b>
<b>Profit before exceptional items</b>		<b>24,482,574</b>	<b>(632,275)</b>	<b>23,850,299</b>
Add/(Less): Exceptional items				
<b>Profit / (loss) before tax</b>		<b>24,482,574</b>	<b>(632,275)</b>	<b>23,850,299</b>
Tax expense / (benefit) :				
Current tax		6,282,366		6,282,366
Deferred tax	7	(8,570)	(72,234)	(80,804)
Tax expense relating to earlier years				
Income tax expense		<b>6,273,796</b>	<b>(72,234)</b>	<b>6,201,562</b>
<b>Profit / (loss) after tax</b>		<b>18,208,778</b>	<b>(560,041)</b>	<b>17,648,737</b>
<b>Other comprehensive income</b>				
<b>Other comprehensive income not to be reclassified to profit or loss in subsequent periods:</b>				
Re-measurement gains/ (losses) on defined benefit plans		-		
Fair value in the value of investments				
Income tax effect on above				
<b>Net other comprehensive income not to be reclassified to profit or loss in subsequent periods</b>		<b>-</b>	<b>-</b>	<b>-</b>
<b>Other comprehensive income for the year, net of tax</b>		<b>-</b>	<b>-</b>	<b>-</b>
<b>Total comprehensive income for the year</b>		<b>18,208,778</b>	<b>(560,041)</b>	<b>17,648,737</b>

\* The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

**Dot & Key Wellness Private Limited****Notes to the Standalone financial statements for the year ended 31 March 2022***(All amounts in Rs. unless otherwise stated)***47 First-time adoption of Ind AS****Reconciliation of equity as per previous GAAP and IND AS**

Ind AS 101 requires an entity to reconcile equity and total comprehensive income for prior periods. The following tables represent the reconciliations from previous GAAP to Ind AS.

Particulars	Note	As at 1 April 2020	As at 31 March 2021
<b>Net Worth under Indian GAAP</b>		<b>1,204,878.66</b>	<b>27,984,151.35</b>
<b>Summary of Ind AS adjustments</b>			
Fair value adjustments:			
Investment in mutual funds	4		88,789
Security deposits	3		(286,043)
Recognition of right of use assets on account of Ind AS 116	2	-	3,761,810
Recognition of lease liability on account of Ind AS 116	2	-	(3,490,327)
Allowance of expected credit losses on trade Payables	1	(106,862)	(781,910)
Contract Liabilities	5		(370,943)
Others	6		(287,007)
Income Tax Effect Of As Per Ind As 12 On Account Of Above Adjustments	7		72,234
<b>Net Worth under Ind AS</b>		<b>1,098,016.64</b>	<b>26,690,753.79</b>

**Reconciliation of total comprehensive income for the year ended March 31, 2021:**

Particulars		For the year ended 31 March 2021
<b>Net profit after tax as reported under Indian GAAP</b>		<b>18,208,778</b>
<b>Nature of adjustments</b>		
<b>Fair Value Adjustments:</b>		
Investment in Mutual funds	4	88,789
Security deposits	3	17,362
Contract Liabilities	5	(370,944)
Employee benefit Expenses		(287,007)
Adjustment on account of depreciation on RoU	2	(336,274)
Adjustment on account of interest obligation on lease liability	2	(57,448)
Adjustment on account of rent expense as per lease accounting	2	(361,800)
Expected credit losses on trade receivables and unbilled revenue	1	675,047
Other		-
Income tax effect of profit and loss adjustments	7	72,234
<b>Net profit before tax as per Ind AS</b>		<b>-</b>
Re-measurement losses on defined benefit plans (net of tax)		-
<b>Total Comprehensive income as per Ind AS</b>		<b>17,648,737</b>

## Reconciliation of Cash Flow for the year ended March 31, 2021:

Description	As per Previous GAAP	Ind AS adjustments	As per Ind AS
Net cash flow from operating activities	(9,346,839)	(17,362)	(9,329,477)
Net cash flow from investing activities	(25,139,596)	-	(25,139,596)
Net cash flow from financing activities	38,891,642	17,362	38,874,280
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>4,405,207</b>	<b>-</b>	<b>4,405,207</b>
Cash and cash equivalents at the beginning of the year	1,212,547		1,212,547
<b>Cash and cash equivalents at the year end (refer note 12)</b>	<b>5,617,753</b>		<b>5,617,753</b>

### Footnotes to the reconciliation of equity as at 1 April 2020 and 31 March 2021 and profit or loss for the year ended 31 March 2021

#### Note: 1 Allowance of expected credit losses on trade receivables and unbilled revenue

Under previous GAAP, the Group has created provision for impairment of receivables and unbilled revenue based on the incurred loss model. Under Ind AS, impairment loss has been determined as per Expected credit loss (ECL) model. The difference between the provision amount as per previous GAAP and Ind AS - ECL is recognised in the statement of profit and loss account.

#### Note: 2 Lease accounting as per Ind AS 116

Under previous GAAP, lessee classified a lease as an operating or a finance lease based on whether or not the lease transferred substantially all risk and rewards incidental to the ownership of an asset. Operating lease were expensed in the statement of profit and loss. Pursuant to application of Ind AS - 116, for operating leases other than those for which the Group has opted for short-term or low value exemption, the Group has recorded a right of-use assets and lease liability. Right-of-use (ROU) asset is amortised over the lease term or useful life of the leased assets whichever is lower and lease liability is subsequently measured at amortised cost and interest expense is recognised.

#### Note: 3 Security Deposits

Under previous GAAP, interest free security deposits are recognised at their transaction value. Under Ind AS - 109, these deposits are initially recognised at fair value and subsequently measured at amortised cost at the end of each reporting period. Accordingly, the difference between the transaction value and fair value of these deposits is recognised as right-of-use assets and is amortised over the period of the lease term. Further, interest is accrued on the present value of these security deposits

#### Note: 4 Investment

Under previous GAAP, the Group was carrying their current investment at the lower of carrying amount and fair value. Under Ind AS, these investments are required to be measured at fair value. Accordingly, the difference between the transaction value and fair value is measured to FVTPL

**Note: 5 Contract Liability**

The Company has a reward points programme which allows customers to accumulate points that can be redeemed against future purchases of products at discounted prices. Under Ind AS, consideration received from a customer is allocated between the goods sold and the reward points issued on a relative stand-alone selling price basis. Fair value of the points is determined by applying a statistical analysis. The fair value allocated to the points issued is deferred and recognised as revenue when the points are redeemed.

**Note: 6 PPE and Intangible assets**

Management has decided to change the method depreciation from WDV to SLM. Changes in method of depreciation is change in an accounting estimate as per INDAS 8 (accounting policy, changes in accounting estimate and errors) and shall have an prospective effect in the financials. Consequent to this change, the amount of Depreciation/ amortiation reduced by INR 3,90,892/- on 31 March 2021.

**Note: 7 Deferred Tax**

Under previous GAAP, deferred tax accounted using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. 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 was not required under Indian GAAP. In addition, the various transitional adjustments lead to temporary differences. According to the accounting policies, the Company has to account for such differences. Deferred tax adjustments are recognised in correlation to the underlying transaction either in retained earnings or a separate component of equity. The deferred tax asset is increased by INR 72,234/- on 31 March 2021.

**Dot & Key Wellness Private Limited****Notes to the Standalone financial statements for the year ended 31 March 2022***(All amounts in Rs. unless otherwise stated)***48 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006**

The identification of Micro, Small and Medium Enterprises is based on the Management's knowledge of their status. Disclosure of trade payables under the current liabilities is based on the information available with the Company regarding the status of the suppliers as defined under 'The Micro, Small and Medium Enterprises Development Act, 2006'.

**49 Event after reporting dates**

There have been no event after reporting dates that require disclosure in this financial statements.

**50 Impact of Covid 19**

The global outbreak of COVID-19 in early 2020 is causing major disruptions to both social and economic activities. Its is reasonably possible that COVID-19 may have an adverse impact on the revenues and results of the company for next financial year, the extent of which will depend on how long the outbreak lasts and when the economies recover.

The management has evaluated the situation and currently feels that this COVID-19 situation does not have any material impact on current financial statements.

**51 Social Security Code**

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

**52 Ratio Analysis and its elements**

Sr No	Ratio	Numerator	Denominator	Mar-22	Mar-21	% Change
1	Current Ratio	Current Asset	Current Liabilities	6.74	1.13	496.71%
2	Debt- Equity	Total Debt	Share holder's Equity	-	1.77	-100.00%
3	Debt Service coverage ratio	Earnings for debt service = Net profit after taxes + Non- cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	-	0.40	-100.00%
4	Return on equity	Net Profits after taxes	Average Shareholder's Equity	(0.12)	0.61	-118.91%
5	Inventories T/O ratio	Cost of goods sold	Average Inventory	6.41	6.94	-7.62%
6	Trade Receivable T/O	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	7.70	6.90	11.63%
7	Trade payables T/O	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payable	25.45	10.99	-56.81%
8	Net Capital T/O ratio	Net sales = Total sales - sal	Working capital = Current assets – Current liabilities	0.68	11.31	-93.96%
9	Net Profit ratio	Net Profit	Net sales = Total sales - sales return	(0.22)	0.08	-381.49%
10	Return on Capital employed	Earnings before interest an	Capital Employed = Tangible Net Worth + Total Debt	(0.15)	0.89	-116.56%
11	Return on Investment	Interest income on fixed deposit	Average investment in fixed deposit	-	0.68	-100.00%

As per our report attached

**For V. C. Shah & Co.**  
**Chartered Accountants**  
**Firm Registration No: 109818W**

**For and on behalf of Board of Directors of**  
**Dot & Key Wellness Private Limited**

**A N Shah**  
Partner  
Membership No: 42649

**Suyash Saraf**  
Director  
DIN No.:03574264

**Arvind Govind Agarwal**  
Director  
DIN No.: 02175753

Place: Kolkata  
Date: 26th May, 2022

**Dot & Key Wellness Private Limited****Notes to the Standalone financial statements for the year ended 31 March 2022***(All amounts in Rs. unless otherwise stated)*

53 Disclosure as per the requirement of regulation 34 of the Securities and Exchange Board of India (Listing obligations and disclosure requirements) regulations, 2015:

The amount at the year end and the maximum amount of loans and advances outstanding during the year is as follows:

Name of the Company	As at 31st March,2022		As at 31st March,2021	
	Outstanding Balance	Maximum Amount Outstanding during the year	Outstanding Balance	Maximum Amount Outstanding during the year
<b>Related Party</b>				
Sugam Griha Nirmaan Limited	-	-	41,242,947	41,242,947
<b>Total</b>	-	-	<b>41,242,947</b>	<b>41,242,947</b>