



# **Carol Info Services Limited**

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**ANNUAL REPORT  
2020-21**



# Carol Info Services Limited

## BOARD OF DIRECTORS

### AKHTAR SHAMSI

Chairman & Independent Director

### DEEPAK MADNANI

Managing Director

### SATISH AGRAWAL

Executive Director and CFO

### STEPHEN D'SOUZA

Non-Executive Director

### VIJAYA NAIR

Independent Director

### BANKERS

Axis Bank Limited  
IDBI Bank Ltd.

### AUDITORS

M/s. Haribhakti & Co. LLP,  
Chartered Accountants

### REGISTERED OFFICE

Wockhardt Towers,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 051  
Tel.: +91 22 2653 4444  
Fax: +91 22 2652 3905  
Email: investorrelations@carolinfoservices.com  
CIN: U74999MH1979PLC021942  
Website: www.carolinfoservices.com

### REGISTRAR & TRANSFER AGENTS

Link Intime India Private Limited  
Unit: Carol Info Services Limited  
C-101, 247 Park, Lal Bahadur Shastri Marg,  
Vikhroli (West), Mumbai - 400 083  
Tel.: +91 22 4918 6270  
Fax: +91 22 4918 6060  
E-mail: rnt.helpdesk@linkintime.co.in  
Website: www.linkintime.co.in

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## BOARD'S REPORT

Dear Members,

The Board of Directors take pleasure in presenting the Forty-First Annual Report of the Company along with the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2021.

### FINANCIAL RESULTS AND HIGHLIGHTS

(₹ in Thousand)

| Particulars  | Year ended<br>31 <sup>st</sup> March, 2021 | Year ended<br>31 <sup>st</sup> March, 2020 |
|--|--|--|
| <b>Standalone</b>                                  |  |  |
| Revenue from Operations                            | 925,770                                    | 910,949                                    |
| Other Income                                       | 754,245                                    | 936,328                                    |
| Total Revenue                                      | 1,680,015                                  | 1,847,277                                  |
| Total Expenses                                     | 442,811                                    | 1,087,598                                  |
| Profit Before Tax                                  | 1,237,204                                  | 759,679                                    |
| Provision for Tax (Expense)/Credit                 | (574,871)                                  | (253,619)                                  |
| Profit After Tax before Other Comprehensive Income | 662,333                                    | 506,060                                    |
| Other Comprehensive Income/(Loss)                  | 2  | (1,378,885)                                |
| Total Comprehensive Income/(Loss)                  | 662,335                                    | (872,825)                                  |
| <b>Consolidated</b>                                |  |  |
| Revenue from Operations                            | 925,770                                    | 910,949                                    |
| Other Income                                       | 575,247                                    | 596,623                                    |
| Total Revenue                                      | 1,501,017                                  | 1,507,572                                  |
| Total Expenses                                     | 449,568                                    | 782,265                                    |
| Profit Before Tax                                  | 1,051,449                                  | 725,307                                    |
| Provision for Tax (Expense)/Credit                 | (433,588)                                  | (163,652)                                  |
| Profit After Tax before Other Comprehensive Income | 580,266                                    | 560,487                                    |
| Other Comprehensive Income/(Loss)                  | (739)                                      | (1,378,888)                                |
| Total Comprehensive Income/(Loss)                  | 579,527                                    | (818,401)                                  |

### STATE OF COMPANY'S AFFAIRS

During the financial year ended 31<sup>st</sup> March, 2021, in standalone financial results, the Company registered Total Revenue from Operations of ₹ 925,770 thousand, thereby showing an increase of 1.63% as compared to the previous year. The Total Comprehensive Income increased from ₹ (872,825) thousand to ₹ 662,335 thousand, thereby registering an increase of 175.88%.

During the financial year ended 31<sup>st</sup> March, 2021, in consolidated financial results, the Company registered Total Revenue from Operations of ₹ 925,770 thousand, thereby showing an increase of 1.63% as compared to the previous year. The Total Comprehensive Income increased from ₹ (818,401) thousand to ₹ 579,527 thousand, thereby registering an increase of 170.81%.

During the financial year ended 31<sup>st</sup> March, 2021, Standalone Profit Before Tax increased by 62.86% at ₹ 1,237,204 thousand as against ₹ 759,679 thousand in the previous year, whereas Consolidated Profit Before Tax increased by 44.97% at ₹ 1,051,449 thousand as against ₹ 725,307 thousand in the previous year.

## **DIVIDEND AND RESERVES**

In order to conserve the resources, the Board has not recommended dividend on the equity shares of the Company for the financial year ended 31<sup>st</sup> March, 2021.

No amount is recommended to be transferred to the General Reserves of the Company out of the profits for the year.

## **SHARE CAPITAL**

The paid up Equity Share Capital of the Company as on 31<sup>st</sup> March, 2021 was ₹ 354,365 thousand. The Company has neither issued shares with differential rights as to dividend, voting or otherwise nor issued shares to the Employees or Directors of the Company under any Scheme.

## **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Pursuant to the provisions of The Companies Act, 2013 ("the Act") Section 152 of the Act, Mr. Stephen D'Souza, Director (DIN: 00045812) retires by rotation as Director at the ensuing AGM and being eligible, offers himself for re-appointment. The Board recommends his re-appointment. A brief resume and other details of Mr. Stephen D'Souza seeking re-appointment are provided in the Notice of AGM.

In accordance with the provisions of Section 2(51) and 203 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Deepak Madhani, Managing Director, Mr. Satish Agrawal, Executive Director and Chief Financial Officer and Mr. Jeevan Mondkar, Company Secretary are the Key Managerial Personnel ('KMP') of your Company.

Mr. Satish Agrawal resigned as the Executive Director and Chief Financial Officer w.e.f. close of working hours of 27<sup>th</sup> August 2021. The Board sincerely appreciates and places on record the contribution of Mr. Satish Agrawal during his tenure.

The Board will appoint the successor in his place.

Mr. Akhtar Shamsi is the Non-Executive Chairman of the Board.

### **Independent Directors:**

The Independent Directors hold office for a fixed term of 5 (five) years and are not liable to retire by rotation.

### **Declarations of Independence from the Independent Directors:**

During the year under review, all the Independent Directors have furnished Declaration of Independence stating that they meet the criteria of independence as provided under Section 149(6) of the Act and there has been no change in the circumstances which may affect their status as Independent Directors during the year.

The Independent Directors have also confirmed that they have registered themselves in the databank of persons offering to become Independent Directors.

None of the directors are disqualified under Section 164(2) of the Act. Further, they are not debarred from holding the office of Director pursuant to order of any competent authority.

## **BOARD AND BOARD COMMITTEES**

The Board has constituted following committees: i) Audit Committee ii) Nomination and Remuneration Committee iii) Corporate Social Responsibility Committee iv) Stakeholders Relationship Committee

# Carol Info Services Limited

The number and dates of meetings of the Board of Directors and Committees of Directors held during the financial year 2020-21 are as follows:

| Type of Meeting                           | Number of Meetings | Dates of Meeting   |
|---|--------------------|--|
| Board                                     | 6                  | 8 <sup>th</sup> April, 2020, 26 <sup>th</sup> June, 2020, 27 <sup>th</sup> August, 2020, 2 <sup>nd</sup> November, 2020, 5 <sup>th</sup> January, 2021 and 30 <sup>th</sup> March, 2021. |
| Audit Committee                           | 4                  | 8 <sup>th</sup> April 2020, 26 <sup>th</sup> June 2020, 27 <sup>th</sup> August 2020 and 30 <sup>th</sup> March 2021.  |
| Stakeholders Relationship Committee       | 2                  | 11 <sup>th</sup> September, 2020 and 2 <sup>nd</sup> November, 2020.   |
| Nomination and Remuneration Committee     | 1                  | 27 <sup>th</sup> August, 2020.   |
| Corporate Social Responsibility Committee | 2                  | 2 <sup>nd</sup> November, 2020 and 30 <sup>th</sup> March, 2021.   |

The above Board and Board Committee Meetings were attended by all the Directors and members concerned respectively.

## AUDIT COMMITTEE

The Board has constituted an Audit Committee as required under the provisions of Section 177 of the Act.

The Audit Committee, inter alia, reviews the major findings of the Internal Audits and corrective measures taken thereon to ensure the efficacy of the Internal Control process. The Audit Committee assists the Board in its responsibility for overseeing the quality and integrity of the accounting, auditing and reporting practices of the Company and its compliance with the legal and regulatory requirements. The recommendations made by the Audit Committee were accepted by the Board of Directors of the Company.

Further, the Committee has carried out the role assigned to it. The Audit Committee has additional oversight in the area of financial risks and controls.

## DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134 of the Act:

- in the preparation of Annual Accounts for the year ended 31<sup>st</sup> March, 2021, the applicable Accounting Standards have been followed and that no material departures have been made from the same;
- such Accounting Policies as mentioned in the Notes to the Financial Statements for the year ended 31<sup>st</sup> March, 2021 have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year ended 31<sup>st</sup> March, 2021;
- proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Annual Accounts for the year ended 31<sup>st</sup> March, 2021 have been prepared on a going concern basis;
- the internal financial controls to be followed by the Company have been laid down and that such internal financial controls are adequate and operating effectively; and
- proper systems to ensure compliance with the provisions of all applicable laws have been devised and that such systems are adequate and operating effectively.

## STATUTORY AUDITORS AND AUDITORS' REPORT

M/s. Haribhakti & Co. LLP, Chartered Accountants ICAI Firm Registration No.: 103523W / W100048, were appointed as the Statutory Auditors of the Company at the Annual General Meeting ('AGM') of the Company held on 26<sup>th</sup> September, 2019, for a term of five years i.e. till the conclusion of the 44<sup>th</sup> AGM (to be held during calendar year 2024).

The reports of the Statutory Auditors on Standalone and Consolidated Ind AS Financial Statements forms part of this Annual Report.

The Auditors' Report does not contain any qualification, reservation, adverse remark, disclaimer or emphasis of matter. Further, there are no instances of any fraud reported by the Auditors to the Audit Committee or to the Board pursuant to Section 143(12) of the Act.

## COMPLIANCE WITH SECRETARIAL STANDARDS

During the year under review, your Company has complied with all the mandated Secretarial Standards issued by the Institute of Company Secretaries of India.

## ANNUAL RETURN

The Annual Return as on 31<sup>st</sup> March 2021 has been placed on the Company's website and can be accessed at <http://www.carolinfoservices.com>.

## CORPORATE SOCIAL RESPONSIBILITY (CSR)

Pursuant to provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the CSR Committee, the Board has approved CSR Policy and the same is available on the website of the Company at [http://www.carolinfoservices.com/carol%20CSR%20policy\\_new.pdf](http://www.carolinfoservices.com/carol%20CSR%20policy_new.pdf)

The Company has undertaken/sponsored various programs under its CSR Policy in the areas of health, education, skill development and livelihood for marginalized and disadvantaged groups. During the financial year ended 31<sup>st</sup> March, 2021, the Company incurred CSR Expenditure of ₹ 95 Lacs (Rupees Ninety Five Lakhs only). The CSR initiatives of the Company were under the thrust area of health & hygiene, education and supporting the needy during the Covid pandemic.

The Annual Report on CSR activities as required under Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time, is annexed as **Annexure I** to this Report.

## POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS

The Company has been following well laid down policy on appointment and remuneration of Directors, Key Managerial Personnel (KMP) and Senior Management. The salient features of the Remuneration Policy on appointment and remuneration of Directors and KMP is provided below:

- The appointment of Directors/KMP shall be made pursuant to the recommendation of Nomination and Remuneration Committee ('NRC').
- The remuneration of Whole-time Director/Managing Director/Manager shall comprise of Basic Salary, Perquisites and Allowances as may be decided by the NRC/Board subject to overall ceiling as specified under the Act, Rules and Schedules made thereunder.  
Further, approval of shareholders shall be sought for the appointment and payment of remuneration to the Whole-time Director/Managing Director/Manager.
- The remuneration to Non-Executive Directors shall comprise of sitting fees and commission, if any. During the year under review, the Company has not paid any commission to the Non-Executive Directors. Apart from above, Non-Executive Directors shall also be entitled to reimbursement of expenses incurred by them in connection with attending the board meetings, committee meetings, general meetings and in relation to the business of the Company towards hotel accommodation, travelling and other out-of-pocket expenses.
- The remuneration of KMP shall be such as decided by the NRC/Board from time to time. The Nomination & Remuneration Policy is directed towards rewarding performance. It is aimed at attracting and retaining high potential talent.

The Remuneration Policy is available on the website of the Company at <http://www.carolinfoservices.com/RemunerationPolicy.pdf>

NRC have also formulated criteria for determining qualifications, positive attributes and independence of a Director and the same have been annexed as part of **Annexure II** to this Report.

## STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Board has also constituted the Stakeholders Relationship Committee as required under the provisions of Section 178 of the Act.

The Committee is empowered to look into redressal of shareholders'/investors' grievance such as complaints relating to transfer/transmission of shares, change of address, issue of duplicate share certificate, stop transfer request, non-receipt of Annual Reports, effective exercise of voting rights by shareholder, service standards for Registrar and Share Transfer Agent, etc.

# Carol Info Services Limited

## PERFORMANCE EVALUATION OF DIRECTORS

The Nomination and Remuneration Committee of the Board of Directors of the Company have laid down criteria of performance evaluation of the Board of Directors including Independent Directors.

Evaluation of performance of all Directors is undertaken annually. The Company has implemented a system of evaluating performance of the Board of Directors and of its Committees and the Non-Executive Directors on the basis of a structured questionnaire based on certain parameters.

Pursuant to the requirement of the Act, the Board has carried out the annual performance evaluation for the financial year 2020-21 for entire Board, Committees and all the individual Directors including Independent Directors based on the parameters subject to the condition that the Director who is subject to evaluation should not participate. The criteria for performance evaluation of Directors, Board etc. cover the areas relevant to the functioning of the Directors.

The criteria for performance evaluation was based on parameters which *inter alia* included attendance of Directors, decision taken in the interest of the organization objectively; monitoring performance of organization based on agreed goals & financial performance; fulfillment of the independence criteria as prescribed and their independence from the management; and active participation in the affairs of the Company as Board/Committee members. The Board evaluation for financial year 2020-21 was completed and summary of findings and recommendations were discussed by the Board of Directors.

## SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed Mr. Virendra Bhatt, Practicing Company Secretary to undertake the Secretarial Audit of the Company for the Financial Year 2020-21. The Secretarial Audit Report for the Financial Year 2020-21, is annexed as a part of **Annexure III** to this report. The Secretarial Audit Report issued by Mr. Virendra Bhatt does not contain any qualification, reservation or adverse remark.

## INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

The Internal Financial Controls designed and implemented by the Company are adequate. These controls include well defined policies, guidelines, Standard Operating Procedures ('SOPs'), authorization & approval procedures and technology intensive processes. The internal financial controls of the Company are designed to ensure the accuracy and completeness of the accounting records, timely preparation of reliable financial information, prevention and detection of frauds and errors, safeguarding of the assets and that the business is conducted in an orderly and efficient manner.

During the year under review, there were no instances of fraud reported by the Auditors under Section 143(12) of the Act to the Audit Committee or the Board of Directors.

## RISK MANAGEMENT

The Company has defined and adopted a Risk Management Policy, which not only assesses the risks but also helps in timely ratification and minimization of these risks associated with strategic, operational, financial and compliance operations across all business operations. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. At present, in the opinion of the Board of Directors, there are no risks which may threaten the existence of your Company.

## PARTICULARS OF LOANS, INVESTMENTS AND GUARANTEES UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided under Note No. 35 to the Standalone Financial Statement.

## **PARTICULARS OF CONTRACTS/ARRANGEMENT WITH RELATED PARTIES**

All contracts, arrangements and transactions entered by the Company with related parties during financial year 2020-21 were in the ordinary course of business & on an arm's length basis and the same were reviewed and approved by the Audit Committee. No transaction with any related party was in conflict with the interest of the Company. The Company did not enter into any related party transaction with its KMP.

During the year under review, the Company did not enter into any contract, arrangement or transaction with related parties that could be considered material under the provisions of the Act except those disclosed in Form AOC-2 which is provided in **Annexure IV** to this Report.

## **MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN END OF FINANCIAL YEAR AND DATE OF REPORT**

There are no material changes and commitments which have occurred after the end of the financial year till the date of this Report which may affect the financial position of the Company.

## **WHISTLE BLOWER/VIGIL MECHANISM**

Pursuant to requirement laid down under Section 177 of the Act, the Company has well laid down Vigil Mechanism. The Whistle Blower Policy/Vigil Mechanism has been formulated for stakeholders to communicate and report genuine concerns about unethical behavior or practices, actual or suspected fraud. The Company has an adequate vigil mechanism system. The said Policy provides adequate safeguard against victimization of Directors/Employees who avail such mechanism and it also provides direct access to the Chairman of the Audit Committee in exceptional cases. Further, it is affirmed that no person has been denied access to the Audit Committee. The Whistle Blower Policy has been placed on the website of the Company [www.carolinfoservices.com](http://www.carolinfoservices.com)

## **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

The Company does not have any employee posted and working in a country outside India.

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

### **A. CONSERVATION OF ENERGY**

The Company is not engaged in manufacturing activity and thus its operations are not energy intensive. During the year, the Company is primarily engaged in renting its immovable property which does not result in consumption of power and energy. Hence, energy conservation measures are not relevant to the Company.

### **B. TECHNOLOGY ABSORPTION**

During the year, the Company's main line of business is renting of its immovable property. There is no usage of any particular technology or process. Hence, the question of technology absorption and importation of any technology does not arise. Further, there was no expenditure on Research and Development during the previous year.

### **C. FOREIGN EXCHANGE EARNINGS AND OUTGO**

There was no foreign exchange earnings and outgo during the financial year 2020-21.

## **SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANY**

Banneret Trading Private Limited continues to be a wholly owned subsidiary of the Company and Wockhardt Hospitals Limited is an Associate Company of the Company.

During the year under review the company has invested in 161,290 0.1% Optionally Convertible Cumulative Redeemable Preference Shares ('OCCRPS') of Wockhardt Hospitals Limited at ₹ 31 (Face Value of ₹ 10 and premium of ₹ 21) per share amounting to ₹ 4,999,990 based on the valuation report of Mr. Harshil Patel, a registered valuer.

There were no companies who ceased to be subsidiaries of the Company during the financial year under review.

Pursuant to Section 129(3) of the Act read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing salient features of the subsidiary of the Company is disclosed in Form AOC-1 which is provided in **Annexure V** to this Report.



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## CONSOLIDATED FINANCIAL STATEMENT

The Consolidated Financial Statement of your Company for the financial year 2020-21 are prepared in compliance with applicable provisions of the Act read with the Rules issued thereunder and applicable Accounting Standards.

A copy of the Audited Financial Statement of the subsidiary shall be made available for inspection at the Registered Office of the Company during business hours. The Audited Financial Statement of the Company including Consolidated Financial Statement are also available on the Company's website [www.carolinfoservices.com](http://www.carolinfoservices.com). Further, any shareholder interested in obtaining a copy of the Financial Statement of the subsidiary may make specific request in writing to the Company Secretary and the same shall be furnished on request. A statement containing the salient features of the subsidiaries, associates in the prescribed form AOC-1.

## DEPOSITS

During financial year 2020-21, the Company did not accept any deposit within the meaning of Sections 73 and 74 of the Act read together with the Companies (Acceptance of Deposits) Rules, 2014.

## SIGNIFICANT AND MATERIAL ORDERS

During the year under review, no significant and material orders were passed by the Regulators or Courts or Tribunals which could impact the going concern status of the Company and its future operations.

## EXPLANATION OR COMMENTS ON THE QUALIFICATIONS, RESERVATION, ADVERSE REMARK MADE BY THE STATUTORY AUDITORS

During the year under review, there is no qualification, reservation or adverse remark or disclaimer made by the Statutory Auditor appointed under Section 139 of the Act. Hence, the need for explanation or comments by the Board does not arise. The report of the Statutory Auditor forms part of the financial statements.

During the year under review, there were no material or serious instances of fraud falling within the purview of Section 143 (12) of the Act and rules made there under by officers or employees reported by the Statutory Auditors of the Company during the course of the audit conducted and therefore no details are required to be disclosed under Section 134 (3)(ca) of the Act.

## GENERAL

1. During the year under review, share capital of the Company remains unchanged. Further, there was no issue of equity shares with differential voting rights as to dividend, voting or otherwise and issue of sweat equity shares.
2. During the year under review, the provisions relating to requirement of Cost Audit was not applicable to the Company.
3. Your Directors further state that provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is not applicable to the Company.
4. There was no revision to the financial statements for the year under review.

## ACKNOWLEDGEMENTS

The Directors also take this opportunity to place on record their appreciation to all the stakeholders of the Company for the support received from them during the year under review.

**For and on behalf of the Board of Directors**

**Akhtar Shamsi**  
Chairman  
DIN:00045731

Place : Mumbai

Date : 27<sup>th</sup> August, 2021

## ANNEXURE I TO THE BOARD'S REPORT

### REPORT ON CSR ACTIVITIES/INITIATIVES

[Pursuant to Section 135 of the Companies Act, 2013 and Rules made thereunder]

**1. A brief outline of the Company's CSR policy, including overview of the projects or programs proposed to be undertaken and reference to the web-link to the CSR Policy and projects or programs:**

The CSR initiatives of the Company aim towards inclusive development of the community at large.

Pursuant to the requirement of the Companies Act, 2013 (the "Act") and the Rules made thereunder, the Company has framed a CSR Policy and the same is placed on the Company's website and a weblink thereto is: [http://www.carolinfoservices.com/carol%20CSR%20policy\\_new.pdf](http://www.carolinfoservices.com/carol%20CSR%20policy_new.pdf)

The Company's CSR vision & mission is to contribute to the social, economic and environmental development of the community in which the Company operates. The Company may undertake any one or more CSR activities as specified in the CSR Policy.

**2. The Composition of the CSR Committee:**

| Sl. No. | Name of Director    | Designation/Nature of Directorship                | Number of meetings of CSR Committee held during the year | Number of meetings of CSR Committee attended during the year |
|---------|---------------------|---|--|--|
| 1.      | Mr. Stephen D'Souza | Non-Executive Non-Independent Director (Chairman) | 2  | 2  |
| 2.      | Mr. Deepak Madnani  | Managing Director (Member)                        | 2  | 2  |
| 3.      | Mr. Akhtar Shamsi   | Independent Director (Member)                     | 2  | 2  |
| 4.      | Ms. Vijaya Nair     | Independent Director (Member)                     | 2  | 2  |

**3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:**

Composition of CSR committee - [http://www.carolinfoservices.com/corporate\\_new.htm](http://www.carolinfoservices.com/corporate_new.htm)

CSR Policy - [http://www.carolinfoservices.com/carol%20CSR%20policy\\_new.pdf](http://www.carolinfoservices.com/carol%20CSR%20policy_new.pdf)

CSR projects - <https://www.wockhardtoundation.org/programmes>

**4. Provide the details of Impact assessment of CSR projects carried in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):** **N.A**

**5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:** **NIL**

| Sl. No. | Financial Year | Amount available for set-off from preceding financial years (in ₹) | Amount required to be setoff for the financial year, if any (in ₹) |
|---------|----------------|--|--|
| 1       |                |  |  |
| 2       |                |  |  |
|         | TOTAL          |  |  |

**6. Average Net Profit of the Company for last 3 financial years: Average Net Profit of the Company for the last three financial years as per Section 198 of the Companies Act, 2013 was ₹ 472,180,288**

**7. a) Two percent of average net profit of the company as per section 135(5) : ₹ 9,443,606**

b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: **NIL**

c) Amount required to be set off for the financial year, if any: **NIL**

d) Total CSR obligation for the financial year (7a+7b-7c): ₹ 9,443,606

**8. a) CSR amount spent or unspent for the financial year:**

# Carol Info Services Limited

| Total amount Spent for the Financial Year (in ₹) | Amount Unspent (in ₹)   |                  |   |        |                  |
|--|---|------------------|---|--------|------------------|
|  | Total Amount transferred to Unspent CSR Account as per section 135(6) |                  | Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5) |        |                  |
|  | Amount  | Date of transfer | Name of the Fund  | Amount | Date of transfer |
| 95,00,000  | N.A   | N.A              | N.A   | N.A    | N.A              |

b) Details of CSR amount spent against ongoing projects for the financial year:

| Sl. No. | Name of the Project | Item from the list of activities in Schedule VII to the Act | Local area (Yes/No) | Location of the project |                | Project duration         | Amount allocated for the Project (in ₹) | Amount spent in the current financial Year (in ₹) | Amount transferred to Unspent CSR Account for the project | Mode of Implementation - Direct (Yes/No) | Mode of Implementation - Through Implementing Agency | Implementing Agency Name | CSR Registration number |
|---------|---------------------|---|---------------------|-------------------------|----------------|--------------------------|---|---|---|--|--|--------------------------|-------------------------|
|         |                     |   |                     | State                   | District       |                          |   |   |   |  |  |                          |                         |
| 1.      | Anaaj plus          | Health  | Yes                 | Maharashtra             | Mumbai         | 01/04/2020 to 31/03/2021 | 38,00,000                               | N.A   | No  | Implementing Agency                      | Wockhardt Foundation                                 | CSR00000161              |                         |
| 2.      | Mobile 1000         | Health  | Yes                 | Maharashtra             | Aurangabad Van | 01/04/2020 to 31/03/2021 | 57,00,000                               | N.A   | No  | Implementing Agency                      | Wockhardt Foundation                                 | CSR00000161              |                         |
|         | TOTAL               |   |                     |                         |                |                          | 95,00,000                               |   |   |  |  |                          |                         |

c) Details of CSR amount spent against other than ongoing projects for the financial year: **N.A**

| (1)     | (2)                 | (3)   | (4)                 | (5)                     | (6)                                 | (7)                                      | (8)  |                         |
|---------|---------------------|---|---------------------|-------------------------|-------------------------------------|--|--|-------------------------|
| Sl. No. | Name of the Project | Item from the list of activities in schedule VII to the Act | Local area (Yes/No) | Location of the project | Amount spent for the project (in ₹) | Mode of implementation - Direct (Yes/No) | Mode of implementation - Through implementing agency |                         |
|         |                     |   |                     | State                   | District                            |  | Name   | CSR registration number |
| 1.      |                     |   |                     |                         |                                     |  |  |                         |
| 2.      |                     |   |                     |                         |                                     |  |  |                         |
| 3.      |                     |   |                     |                         |                                     |  |  |                         |
|         | TOTAL               |   |                     |                         |                                     |  |  |                         |

d) Amount spent in Administrative Overheads: **N.A**

e) Amount spent on Impact Assessment, if applicable: **N.A**

f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹ 95,00,000

g) Excess amount for set off, if any: **N.A**

| Sl. No. | Particular  | Amount (in ₹) |
|---------|---|---------------|
| (i)     | Two percent of average net profit of the company as per section 135(5)                                      | 9,443,606     |
| (ii)    | Total amount spent for the Financial Year   | 95,00,000     |
| (iii)   | Excess amount spent for the financial year [(ii)-(i)]   | 56,394        |
| (iv)    | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any | NIL           |
| (v)     | Amount available for set off in succeeding financial years [(iii)-(iv)]                                     | 56,394        |

9. a) Details of Unspent CSR amount for the preceding three financial years: **N.A.**

| Sl. No. | Preceding Financial Year | Amount transferred to Unspent CSR Account under section 135 (6) (in ₹) | Amount spent in the reporting Financial Year (in ₹) | Amount transferred to any fund specified under Schedule VII as per section 135(6), if any |               |                  | Amount remaining to be spent in succeeding financial years. (in ₹) |
|---------|--------------------------|--|---|---|---------------|------------------|--|
|         |                          |  |   | Name of the Fund  | Amount (in ₹) | Date of transfer |  |
| 1.      |                          |  |   |   |               |                  |  |
| 2.      |                          |  |   |   |               |                  |  |
| 3.      |                          |  |   |   |               |                  |  |
|         | TOTAL                    |  |   |   |               |                  |  |

b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s) **NIL**

| (1)     | (2)        | (3)                 | (4)   | (5)              | (6)   | (7)  | (8)  | (9)  |
|---------|------------|---------------------|---|------------------|---|--|--|--|
| Sl. No. | Project ID | Name of the Project | Financial Year in which the project was commenced | Project duration | Total amount allocated for the project (in ₹) | Amount spent on the project in the reporting Financial Year (in ₹) | Cumulative amount spent at the end of reporting Financial Year. (in ₹) | Status of the project - Completed/ Ongoing |
| 1.      |            |                     |   |                  |   |  |  |  |
| 2.      |            |                     |   |                  |   |  |  |  |
| 3.      |            |                     |   |                  |   |  |  |  |
|         | TOTAL      |                     |   |                  |   |  |  |  |

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details)

- Date of creation or acquisition of the capital asset(s): **N.A**
- Amount of CSR spent for creation or acquisition of capital asset: **N.A**
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: **N.A**
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): **N.A**

11. Specify the reason(s), if the company has failed to spend two percent of the average net profit as per section 135(5): **N.A**

**Deepak Madhani**  
Managing Director  
DIN:07679855

**Stephen D'Souza**  
Chairman of CSR committee  
DIN:00045812

Place: Mumbai  
Date: 27<sup>th</sup> August, 2021

## ANNEXURE II TO THE BOARD'S REPORT

### Criteria for Determining Qualifications, Positive Attributes and Independence of Director

#### Qualifications:

- a) The Director shall be free from any disqualifications as stipulated under the Companies Act, 2013 and rules made thereunder as amended from time to time;
- b) The Director shall possess appropriate expertise, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations, risk management or such other areas related to the Company's business as determined by Nomination and Remuneration Committee.

#### Positive Attributes:

The Director shall

- a) uphold ethical standards of integrity and probity;
- b) act objectively and constructively;
- c) exercise responsibilities in a bona-fide manner in the interest of the Company;
- d) assist the Company in implementing the best corporate governance practices.

#### Independence Criteria:

- a) An Independent Director shall meet the criteria of independence as stipulated under the Companies Act, 2013 and rules made thereunder as amended from time to time;
- b) An Independent Director shall be under the obligation to inform the Board of Directors of any change in circumstances which may affect his/her independence.

## ANNEXURE III TO THE BOARD'S REPORT

Form No.: MR-3

### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.: 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

#### **Carol Info Services Limited**

I have conducted the secretarial audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by Carol Info Services Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provides me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's statutory registers, minute books, forms and returns filed with the Registrar of Companies ('the ROC'), soft copy of the various records sent over mail as provided by the Company and other relevant records maintained by the Company and also the information provided by the Company, its officers and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2021 ("audit period"), has prima facie complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the statutory registers, minute books, forms and returns filed with the ROC and other relevant records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2021 according to the provisions of:

- (i) The Companies Act, 2013 ("the Act") and the rules made there under;
- (ii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iii) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment – applicable only to the extent of Foreign Direct Investments and Overseas Direct Investment;
- (iv) I further report that, based on the Compliance Report of various Laws submitted by the Department Heads of the Company, I am of the opinion that the Company has prima facie proper system to comply with the applicable laws.
- (v) I have also examined compliance with the applicable clauses and I am of the opinion that the Company has prima facie complied with the applicable provisions of the Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India.

During the audit period, I am of the opinion that the Company has prima facie complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

#### **I further report that:**

1. I have not examined the Financial Statements, financial Books & related financial Act like Income Tax, Sales Tax, Value Added Tax, Goods and Service Tax Act, ESIC, Provident Fund & Professional Tax, Related Party Transactions etc. For these matters, I rely on the report of statutory auditor's and their observations, if any, and notes on accounts in Financial Statement for the year ended 31<sup>st</sup> March, 2021.
2. The Board of Directors of the Company is constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the audit period were prima facie carried out in compliance with the provisions of the Act.
3. As per the information provided the Company has prima facie given adequate notice to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance.
4. I was informed and I observed from the minutes of the Board and Committee Meetings that all the decisions at the Meetings were prima facie carried out unanimously.
5. There are prima facie adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines subject to observations and qualifications, if any made by the Statutory Auditors in their report.
6. The management is responsible for compliances of all business laws. This responsibility includes maintenance of statutory registers/ records required by the concerned authorities and internal control of the concerned department.
7. The Company has given interest free loan to the Subsidiary Company and as informed by the Company, the loan was given prior to enactment of the Companies Act, 2013.
8. During the audit period, the Company has prima facie filed forms within time, few forms with the additional fees and few under the Companies Fresh Start Scheme, 2020.

# Carol Info Services Limited

9. During the audit period, there were no instances of:
- i) Public/ Rights/ debentures/ sweat equity etc.;
  - ii) Buy-back of securities;
  - iii) Major decisions taken by the Members in pursuance to the Section 180 of the Companies Act, 2013 which would have major bearing on the Company's affairs;
  - iv) Merger / reconstruction etc.;
  - v) Foreign Technical Collaborations.

**I further report that my report is to be read with following notes:**

1. Maintenance of Secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these Secretarial Records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Secretarial records. I believe that the processes and practices, I followed, provide a reasonable basis for my opinion.
3. Wherever required, I have obtained the Management Representation Letter about the compliance of Laws, Rules and Regulations and happening of events etc.
4. I have not verified the correctness and appropriateness of financial records and Books of Accounts of Company.
5. The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the Management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.
7. I have conducted online verification and examination of records, as facilitated by the Company due to Covid-19 and subsequent lockdown situation for the purpose of issuing this Report.

**Virendra G. Bhatt**  
Practicing Company Secretary  
ACS No.: 1157 / COP No.: 124  
Peer Review Cert. No.: 491/2016

Place: Mumbai  
Date: 27<sup>th</sup> August, 2021

UDIN: A001157C000847301

## ANNEXURE IV TO THE BOARD'S REPORT

### Form No. AOC – 2

[Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]

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

1. **Details of contracts or arrangements or transactions not at arm's length basis: Nil**
2. **Details of material contracts or arrangement or transactions at arm's length basis**

|     |  |   |
|-----|--|---|
| (a) | Name(s) of the related party and nature of relationship                                    | Wockhardt Limited ('WL'), Enterprise over which individuals having direct or indirect control over the Company have significant influence/control (Please refer Note No. (i) below) |
| (b) | Nature of contracts / arrangements / transactions  | Leasing of property   |
| (c) | Duration of the contracts / arrangements / transactions                                    | Continuous basis  |
| (d) | Salient terms of the contracts or arrangements or transactions including the value, if any | During the year 2020-2021, there was transactions relating to lease/rent income from WL aggregating to ₹ 949,778 thousand   |
| (e) | Date(s) of approval by the Board, if any   | Please refer Note No. (ii) below  |
| (f) | Amount paid as advances, if any  | Nil   |

#### Note:

- (i) WL is not a related party of the Company pursuant to Section 2(76) of the Companies Act, 2013. However, it is termed as 'Enterprise over which individuals having direct or indirect control over the Company have significant influence/control' under Ind AS 24.
- (ii) During the year 2020-21, transaction with WL may be considered material pursuant to Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014. However, no board's and shareholder's approval was required as the transaction was at arm's length basis and in the ordinary course of business.

**For and on behalf of the Board of Directors**

**Deepak Madnani**  
Managing Director  
DIN: 07679855



## ANNEXURE V TO THE BOARD'S REPORT

### FORM AOC -1

[Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014]

#### Statement containing salient features of financial statement of Subsidiary

##### Part 'A': Subsidiaries

(Amount in ₹ thousand)

|  |  |
|--|--|
| Name of Subsidiary   | Banneret Trading Private Limited                 |
| The date since when Subsidiary was acquired  | 24 <sup>th</sup> July, 2012                      |
| Reporting period for the Subsidiary concerned  | 01 <sup>st</sup> April to 31 <sup>st</sup> March |
| Reporting currency for the Subsidiary concerned  | INR  |
| Exchange rate as on the last date of relevant financial year in the case of foreign Subsidiary | Not Applicable                                   |
| Share Capital  | 100  |
| Reserves and Surplus   | (3,138,133)                                      |
| Total Assets   | 4,170,329  |
| Total Liabilities ^  | 4,170,329  |
| Investments  | 4,169,920  |
| Turnover   | –  |
| Profit/(Loss) before Tax   | (185,751)  |
| Provision for Tax (Expense)/Credit   | 109,430  |
| Profit/(Loss) after Tax/Total Comprehensive Income   | (76,321)   |
| Proposed dividend  | –  |
| % of shareholding  | 100  |

^ Includes Preference Shares

#### Notes:

- The above statement also indicates highlights of performance of its subsidiary and its contribution to an overall performance of the Company during the financial year 2020-21.
- Apart from the above, there are no subsidiaries, which are yet to commence operations or which are liquidated or sold during the year.

#### For and on behalf of the Board of Directors

**Deepak Madnani**  
Managing Director  
DIN: 07679855

**Satish Agrawal**  
Executive Director and  
Chief Financial Officer  
DIN: 0008840144

**Stephen D'Souza**  
Non Executive Director  
DIN: 00045812

**Jeevan Mondkar**  
Company Secretary  
ACS: 22565

Place: Mumbai

Date: 27<sup>th</sup> August, 2021

**FORM AOC -1**

[Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014]

**Statement containing salient features of financial statement of Associate****Part 'B': Associate Company**

(Amount in ₹ thousand)

|  |   |
|--|---|
| Name of Associates   | Wockhardt Hospitals Limited                 |
| Latest audited balance sheet   | 31 <sup>st</sup> March, 2021                |
| Date on which the associate or joint venture was associated or acquired                        | 30 <sup>th</sup> March, 2020                |
| Number of Shares of Associate/Joint Ventures held by the Company on the year end               | 34,050,113                                  |
| Amount of Investment in Associates/Joint Ventures  | 1,055,553                                   |
| Extent of Holding  | 31.97%                                      |
| Description of how there is significant influence  | Holding more than 20% of the equity capital |
| Reason why the Associate/Joint Venture is not consolidated                                     | N.A.  |
| Net worth attributable to shareholding as per the latest audited Balance Sheet (₹ In thousand) | 1,591,559                                   |
| Profit/(Loss) for the year (₹ In Thousand)   |   |
| i. Considered in consolidation   | (47,491)                                    |
| ii. Not considered in consolidation  | –   |
| Provision for Tax (Expense)/Credit   | 9,155                                       |
| Profit/(Loss) after Tax/Total Comprehensive Income   | (38,336)                                    |

**Notes:**

- c) The above statement also indicates highlights of performance of its subsidiary and its contribution to an overall performance of the Company during the financial year 2020-21.
- d) Apart from the above, there are no subsidiaries, which are yet to commence operations or which are liquidated or sold during the year.

**For and on behalf of the Board of Directors**

**Deepak Madnani**  
*Managing Director*  
DIN: 07679855

**Satish Agrawal**  
*Executive Director and  
Chief Financial Officer*  
DIN: 0008840144

**Stephen D'Souza**  
*Non Executive Director*  
DIN: 00045812

**Vijaya Nair**  
*Independent Director*  
DIN: 01173582

Place: Mumbai

Date: 27<sup>th</sup> August, 2021

## INDEPENDENT AUDITOR'S REPORT

### To the Members of CAROL INFO SERVICES LIMITED

### Report on the Audit of the Standalone Ind AS Financial Statements

#### Opinion

We have audited the accompanying standalone Ind AS financial statements of Carol Info Services Limited ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2021, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the standalone Statement of Cash Flows for the year then ended, and notes to the standalone Ind AS financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "standalone Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act, of the state of affairs of the Company as at March 31, 2021, its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone Ind AS financial statements under the provisions of the Act and Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone Ind AS financial statements.

#### Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' Report including Annexures to Directors' Report (collectively called as "Other Information"), but does not include the standalone Ind AS financial statements, consolidated Ind AS financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone Ind AS 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 have nothing to report in this regard.

#### Responsibilities of Management and Those Charged with Governance for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Ind AS prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS 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 Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS 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 this standalone Ind AS financial statements. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

- (1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in "Annexure 1", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- (2) As required by section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account;
  - d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Ind AS prescribed 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 March 31, 2021, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of section 164(2) of the Act;
  - f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure 2";
  - g. With respect to the other matter to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/ provided by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act;

# **Carol Info Services Limited**

- 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 given to us:
- (i) The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 36 on Contingent Liabilities and Commitments to the standalone Ind AS financial statements;
  - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For Haribhakti & Co. LLP**

Chartered Accountants  
ICAI Firm Registration No.103523W/W100048

**Hemant Bhatt**

Partner  
Membership No. 036834  
UDIN: 21036834AAAABQ8193

Place: Mumbai

Date: August 27, 2021

### ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section in the Independent Auditor's Report of even date to the members of Carol Info Services Limited on the standalone Ind AS financial statements for the year ended March 31, 2021]

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone Ind AS financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (b) The Company has a program of physical verification of fixed assets once in every three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. However, the fixed assets of the Company have not been physically verified by the management during the year and as such, we cannot comment on material discrepancies existing, if any.
- (c) According to the information and explanation given to us, the title deeds of immovable properties other than self-constructed properties recorded as Property, Plant and Equipment in the books of account of the Company as on March 31, 2021 are held in the name of the Company, except for the details given below:

(₹ In Thousand)

| Land/Building  | Gross Block as on March 31, 2021 | Net Block as on March 31, 2021 | Remarks                          |
|----------------|----------------------------------|--------------------------------|----------------------------------|
| Building       | 104,680                          | 57,632                         | Held in erstwhile Company's Name |
| Leasehold Land | 195,141                          | 139,192                        | Held in erstwhile Company's Name |
| Freehold Land  | 274                              | 274                            | Held in erstwhile Company's Name |
| Building       | 25,691                           | 18,363                         | Title deeds not found            |

- (ii) The Company does not hold any inventory and hence clauses regarding inventory are not applicable.
- (iii) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, clause 3(iii) of the Order is not applicable to the Company.
- (iv) The Company has complied with the provisions of sections 185 and 186 of the Act, except, in case of an interest free loan given to a subsidiary company prior to enactment of the Companies Act, 2013 (Refer Note 35). As per the Company, section 186(7) of the act is not applicable for this loan.
- (v) In our opinion, the Company has not accepted any deposits from the public within the provisions of sections 73 to 76 of the Act and the rules framed there under. Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) According to the information and explanations given to us, the Company does not have any manufacturing activity during the year and hence, maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Act and rules thereunder, are not applicable to the Company.
- (vii) (a) The Company is generally regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, income tax, goods and services tax (GST), cess and any other material statutory dues applicable to it. Employee's State Insurance, duty of Customs and duty of Excise is not applicable to the Company. During the year 2017-18, sales tax, value added tax, service tax and duty of excise subsumed in GST and are accordingly reported under GST.

No undisputed amounts payable in respect of provident fund, income tax, GST, cess and any other material statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they became payable.

- (b) The dues outstanding with respect to, income tax, sales tax, service tax, value added tax, GST on account of any dispute, are as follows:

| Name of the statute                | Nature of dues   | Amount ₹  | Period to which the amount relates | Forum where dispute is pending                   |
|------------------------------------|------------------|-----------|------------------------------------|--|
| Kerala General Sales Tax Act, 1963 | Sales Tax Dues   | 410.00    | A.Y. 1994-95                       | Appellate Tribunal                               |
| Finance Act, 1994                  | Service Tax Dues | 14,567.40 | 2014 - 2017                        | The Deputy Commissioner of CGST & Central Excise |
| Income Tax Act, 1961               | Income Tax Dues  | 0.58      | A.Y. 1995-96                       | Pending with Assessing Officer                   |
|                                    |                  | 816.48    | A.Y. 2006-07                       | Pending with Assessing Officer                   |
|                                    |                  | 5.74      | A.Y. 2009-10                       | Pending with Assessing Officer                   |
|                                    |                  | 3,285.15  | A.Y. 2011-12                       | Pending with Assessing Officer                   |
|                                    |                  | 16.18     | A.Y. 2012-13                       | Pending with Assessing Officer                   |

# Carol Info Services Limited

|   |                |           |                                    | (₹ In Thousand)                                   |
|---|----------------|-----------|------------------------------------|---|
| Name of the statute                                     | Nature of dues | Amount ₹  | Period to which the amount relates | Forum where dispute is pending                    |
|   |                | 28,379.45 | A.Y. 2015-16                       | Company has opted for VSV                         |
|   |                | 43,760.82 | A.Y. 2016-17                       | Company has opted for VSV                         |
|   |                | 16,305.47 | A.Y. 2017-18                       | Company has opted for VSV                         |
|   |                | 60,888.96 | A.Y. 2017-18                       | Pending before CIT(A)                             |
|   | TDS Dues       | 0.24      | A.Y. 2013-14                       | Pending with Commissioner of Income-Tax (Appeals) |
|   |                | 3.10      | A.Y. 2016-17                       | Pending with Assessing Officer                    |
|   |                | 2.31      | A.Y. 2019-20                       | Pending with Assessing Officer                    |
|   |                | 139.27    | A.Y. 2020-21                       | Pending with Assessing Officer                    |
| Punjab Tax on Entry of Goods Into Local Areas Act, 2000 | Entry Tax dues | 8,058.85  | 01.04.2011 to 25.07.2012           | Pending with Punjab and Haryana High Court        |

(Note: The Company has opted for Vivad Se Vishwas Scheme (VSV) under "Direct Tax Vivad se Vishwas Act, 2020" for A.Y. 2014-15 to A.Y. 2017-18. The disputed amounts reported in the aforesaid table include amount due as per the order received under the said scheme, remaining unpaid till date. As per the management, the same would be paid on or before the due date)

- (viii) During the year, the Company has not defaulted in repayment of loans or borrowings to financial institution, bank, government or dues to debenture holder.
- (ix) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments). In our opinion, the term loans were applied for the purposes for which the loans were obtained.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or any fraud on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such instance by the management.
- (xi) Managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion, the Company is not a Nidhi Company. Therefore, clause 3(xii) of the Order is not applicable to the Company.
- (xiii) All transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of Act, where applicable, and the details have been disclosed in the standalone Ind AS financial statements as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Therefore, clause 3(xiv) of the Order is not applicable to the Company.
- (xv) The Company has not entered into any non-cash transactions with directors or persons connected with them during the year and hence provisions of section 192 of the Act are not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

## For Haribhakti & Co. LLP

Chartered Accountants  
ICAI Firm Registration No. 103523W/W100048

## Hemant Bhatt

Partner  
Membership No. 036834  
UDIN: 21036834AAAABQ8193

Place: Mumbai  
Date: August 27, 2021

## ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section in our Independent Auditor's Report of even date to the members of Carol Info Services Limited on the standalone Ind AS financial statements for the year ended March 31, 2021]

### **Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls with reference to financial statements of Carol Info Services Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditors' Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness.

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

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

#### **Meaning of Internal Financial Controls with reference to Financial Statements**

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

#### **Inherent Limitations of Internal Financial Controls with reference to Financial Statements**

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

#### **Opinion**

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2021, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note issued by the ICAI.

#### **For Haribhakti & Co. LLP**

Chartered Accountants  
ICAI Firm Registration No.103523W/W100048

#### **Hemant Bhatt**

Partner  
Membership No. 036834  
UDIN: 21036834AAAABQ8193

Place: Mumbai  
Date: August 27, 2021



# Carol Info Services Limited

## BALANCE SHEET AS AT MARCH 31, 2021

(All amounts in Thousand of Indian Rupees unless otherwise stated)

|  | Notes | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--|-------|-------------------------|-------------------------|
| <b>ASSETS</b>                                  |       |                         |                         |
| <b>NON-CURRENT ASSETS</b>                      |       |                         |                         |
| Property, Plant and Equipment                  | 2     | 4,259                   | 6,654                   |
| Right of use assets                            | 2     | 192,549                 | 142,921                 |
| Capital work-in-progress                       | 2     | —                       | —                       |
| Investment property                            | 3     | 626,961                 | 642,839                 |
| Financial Assets                               |       |                         |                         |
| Investment in subsidiary                       | 4     | 100                     | 100                     |
| Other investments                              | 4     | 5,532,768               | 5,338,237               |
| Loans given                                    | 5     | —                       | 3,152,292               |
| Other non-current financial assets             | 6     | 84,575                  | 77,378                  |
| Non-current tax assets (net)                   |       | 523,725                 | 533,716                 |
| Other non-current assets                       | 7     | 5,524                   | 5,524                   |
|  |       | <u>6,970,461</u>        | <u>9,899,661</u>        |
| <b>CURRENT ASSETS</b>                          |       |                         |                         |
| Financial Assets                               |       |                         |                         |
| Trade receivables                              | 8     | 261,605                 | 160,957                 |
| Cash and cash equivalents                      | 9a    | 39,927                  | 164,547                 |
| Bank balances (other than above)               | 9b    | 138,010                 | —                       |
| Loans given                                    | 10    | 7,432,918               | 3,581,283               |
| Other current financial assets                 | 11    | 9,043                   | 6,487                   |
| Other current assets                           | 12    | 10,672                  | 8,517                   |
|  |       | <u>7,892,175</u>        | <u>3,921,791</u>        |
| <b>TOTAL</b>                                   |       | <u>14,862,636</u>       | <u>13,821,452</u>       |
| <b>EQUITY AND LIABILITIES</b>                  |       |                         |                         |
| <b>EQUITY</b>                                  |       |                         |                         |
| Equity share capital                           | 13    | 354,365                 | 354,365                 |
| Other equity                                   |       | 9,767,829               | 9,090,453               |
|  |       | <u>10,122,194</u>       | <u>9,444,818</u>        |
| <b>NON-CURRENT LIABILITIES</b>                 |       |                         |                         |
| Financial Liabilities                          |       |                         |                         |
| Borrowings                                     | 14    | 3,190,309               | 3,308,529               |
| Lease liabilities                              | 29    | 49,879                  | 1,077                   |
| Provisions                                     | 15    | 120                     | 150                     |
| Deferred tax liabilities (net)                 | 26    | 190,219                 | 5,858                   |
|  |       | <u>3,430,527</u>        | <u>3,315,614</u>        |
| <b>CURRENT LIABILITIES</b>                     |       |                         |                         |
| Financial Liabilities                          |       |                         |                         |
| Borrowings                                     | 16    | 73,936                  | —                       |
| Trade payables                                 | 17    | —                       | —                       |
| Due to Micro enterprises and Small enterprises |       | —                       | —                       |
| Due to Others                                  |       | 2,207                   | 2,026                   |
| Lease Liabilities                              | 29    | 4,789                   | 96                      |
| Other financial liabilities                    | 18    | 715,707                 | 728,815                 |
| Other current liabilities                      | 19    | 13,202                  | 13,553                  |
| Provisions                                     | 20    | 2                       | 6                       |
| Liabilities for current tax (net)              |       | 500,072                 | 316,524                 |
|  |       | <u>1,309,915</u>        | <u>1,061,020</u>        |
| <b>TOTAL</b>                                   |       | <u>14,862,636</u>       | <u>13,821,452</u>       |

Significant accounting policies

1(C)

The accompanying notes form an integral part of these Financial Statements

As per our attached report of even date

**For Haribhakti & Co. LLP**  
Chartered Accountants  
Firm Regn. No. 103523W / W100048

**Hemant Bhatt**  
Partner  
Membership No. 036834  
Place : Mumbai  
Date : August 27, 2021

**For and on behalf of the Board of Directors**

**Deepak Madnani**  
Managing Director  
DIN: 07679855

**Stephen D'Souza**  
Director  
DIN: 00045812

**Satish Agrawal**  
Executive Director & Chief Financial Officer  
DIN: 0008840144

**Jeevan Mondkar**  
Company Secretary  
ACS: 22565

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021**

(All amounts in Thousand of Indian Rupees unless otherwise stated)

|  | Notes | For the<br>year ended<br>March 31, 2021 | For the<br>year ended<br>March 31, 2020 |
|--|-------|---|---|
| <b>REVENUE</b>   |       |   |   |
| Revenue from operations  | 21    | 925,770                                 | 910,949                                 |
| Other income   | 22    | 754,245                                 | 936,328                                 |
| <b>TOTAL</b>   |       | <b>1,680,015</b>                        | <b>1,847,277</b>                        |
| <b>EXPENSES</b>  |       |   |   |
| Employee benefits expenses   | 23    | 970                                     | 1,004                                   |
| Finance costs  | 24    | 377,209                                 | 661,339                                 |
| Depreciation and impairment expense  | 2,3   | 21,950                                  | 21,968                                  |
| Other expenses   | 25    | 42,682                                  | 403,287                                 |
| <b>TOTAL</b>   |       | <b>442,811</b>                          | <b>1,087,598</b>                        |
| <b>PROFIT BEFORE TAX</b>   |       | <b>1,237,204</b>                        | <b>759,679</b>                          |
| Tax expense:   | 26    |   |   |
| Current tax  |       | (139,056)                               | (142,482)                               |
| Tax pertaining to earlier years  |       | (236,415)                               | –                                       |
| Deferred tax credit/(charge)   |       | (199,400)                               | (111,137)                               |
| <b>PROFIT AFTER TAX BEFORE OTHER COMPREHENSIVE INCOME</b>                  |       | <b>662,333</b>                          | <b>506,060</b>                          |
| <b>Other Comprehensive Income</b>  |       |   |   |
| Items that will not be reclassified to profit or loss – (charge)/credit    |       |   |   |
| – Re-measurement of net defined benefit (liability)/asset                  |       | 4                                       | (11)                                    |
| Tax on the above   |       | (2)                                     | 3                                       |
| – Fair value gain/(loss) on equity instruments                             |       | –                                       | (1,558,619)                             |
| Tax on the above   |       | –                                       | 179,742                                 |
|  |       | <b>2</b>                                | <b>(1,378,885)</b>                      |
| <b>TOTAL COMPREHENSIVE INCOME</b>  |       | <b>662,335</b>                          | <b>(872,825)</b>                        |
| Earnings per equity share of face value of ₹ 10 each                       |       |   |   |
| Basic and diluted earnings per share in ₹                                  | 27    | <b>18.69</b>                            | 14.28                                   |
| Significant accounting policies  | 1(C)  |   |   |
| The accompanying notes form an integral part of these Financial Statements |       |   |   |

As per our attached report of even date

**For Haribhakti & Co. LLP**

Chartered Accountants

Firm Regn. No. 103523W / W100048

**Hemant Bhatt**

Partner

Membership No. 036834

Place : Mumbai

Date : August 27, 2021

**For and on behalf of the Board of Directors****Deepak Madnani**

Managing Director

DIN: 07679855

**Stephen D'Souza**

Director

DIN: 00045812

**Satish Agrawal**

Executive Director &amp; Chief Financial Officer

DIN: 0008840144

**Jeevan Mondkar**

Company Secretary

ACS: 22565

# Carol Info Services Limited

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

(All amounts in Thousand of Indian Rupees unless otherwise stated)

### Equity Share Capital

|  | As at<br>April 01, 2019 | Changes in equity<br>share capital during<br>the year | As at<br>March 31, 2020 | Changes in equity<br>share capital during<br>the year | As at<br>March 31, 2021 |
|--|-------------------------|---|-------------------------|---|-------------------------|
|  | 354,365                 | -   | 354,365                 | -   | 354,365                 |

### Other Equity

|  | Other Reserves                   |                                  |                    |                                   |  | Other Comprehensive Income  |   | Total<br>Equity  |
|--|----------------------------------|----------------------------------|--------------------|-----------------------------------|--|---|---|------------------|
|  | Securities<br>Premium<br>Account | Capital<br>Redemption<br>Reserve | General<br>reserve | Deemed<br>Capital<br>contribution | Surplus<br>(Profit and<br>loss balance) -<br>Refer note 1<br>below | Re-measurement<br>of net defined<br>benefit (liability)/<br>asset | Net gain/<br>(loss) on Fair<br>value of equity<br>instruments |                  |
| <b>Balance at April 01, 2019</b>                   | <b>2,716,000</b>                 | <b>297,500</b>                   | <b>1,216,889</b>   | -                                 | <b>4,864,837</b>   | <b>(2)</b>  | <b>598,150</b>  | <b>9,693,374</b> |
| Profit for the year                                | -                                | -                                | -                  | -                                 | 506,060  | -   | -   | 506,060          |
| Other comprehensive<br>income for the year         | -                                | -                                | -                  | -                                 | -  | (8)   | (1,378,877)   | (1,378,885)      |
| Other adjustments                                  | -                                | -                                | -                  | 269,904                           | -  | -   | -   | 269,904          |
| <b>Total comprehensive<br/>income for the year</b> | -                                | -                                | -                  | <b>269,904</b>                    | <b>506,060</b>   | <b>(8)</b>  | <b>(1,378,877)</b>  | <b>(602,921)</b> |
| <b>Balance at March 31, 2020</b>                   | <b>2,716,000</b>                 | <b>297,500</b>                   | <b>1,216,889</b>   | <b>269,904</b>                    | <b>5,370,897</b>   | <b>(10)</b>   | <b>(780,727)</b>  | <b>9,090,453</b> |
| Profit for the year                                | -                                | -                                | -                  | -                                 | 662,333  | -   | -   | 662,333          |
| Other comprehensive<br>income for the year         | -                                | -                                | -                  | -                                 | -  | 2   | -   | 2                |
| Other adjustments                                  | -                                | -                                | -                  | 15,041                            | -  | -   | -   | 15,041           |
| <b>Total comprehensive<br/>income for the year</b> | -                                | -                                | -                  | <b>15,041</b>                     | <b>662,333</b>   | <b>2</b>  | -   | <b>677,376</b>   |
| <b>Balance at March 31, 2021</b>                   | <b>2,716,000</b>                 | <b>297,500</b>                   | <b>1,216,889</b>   | <b>284,945</b>                    | <b>6,033,230</b>   | <b>(8)</b>  | <b>(780,727)</b>  | <b>9,767,829</b> |

### Notes:

1) Surplus (Profit and loss balance) as on March 31, 2021 and March 31, 2020 includes ₹ 13,757 thousand being the difference between interest free loan taken from an entity over which Individuals having direct or indirect control over the Company, have significant influence/control, and the fair value at inception with reference to the market rate.

### 2) Nature and purpose of reserves:

#### Securities premium

Securities premium is used to record the premium received on issue of shares. It shall be utilised in accordance with the provisions of the Companies Act, 2013.

#### Capital Redemption Reserve

Capital redemption Reserve was created during redemption of preference shares out of the profits of the Company in accordance with the requirements of relevant statute

#### Deemed Capital contribution

This represents contribution from Group Companies in the form of purchase of investments at lower rate as compared to the general rate in the market.

#### General Reserve

General reserve forms part of the retained earnings and is permitted to be distributed to shareholders as part of dividend.

As per our attached report of even date

#### For Haribhakti & Co. LLP

Chartered Accountants  
Firm Regn. No. 103523W / W100048

#### Hemant Bhatt

Partner  
Membership No. 036834

Place : Mumbai  
Date : August 27, 2021

#### For and on behalf of the Board of Directors

**Deepak Madnani**  
Managing Director  
DIN: 07679855

**Stephen D'Souza**  
Director  
DIN: 00045812

**Satish Agrawal**  
Executive Director & Chief Financial Officer  
DIN: 0008840144

**Jeevan Mondkar**  
Company Secretary  
ACS: 22565

## CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(All amounts in Thousand of Indian Rupees unless otherwise stated)

|  | For the<br>year ended<br>March 31, 2021 | For the<br>year ended<br>March 31, 2020 |
|--|---|---|
| <b>CASH FLOWS FROM/(USED IN) OPERATING ACTIVITIES:</b>                           |   |   |
| <b>Profit before tax</b>   | <b>1,237,204</b>                        | 759,679                                 |
| <b>Adjustments for</b>   |   |   |
| Depreciation and impairment expense  | 21,950                                  | 21,968                                  |
| Liabilities no more payable  | (1)                                     | –                                       |
| Advances no more recoverable   | –                                       | 16                                      |
| Finance costs  | 377,209                                 | 661,339                                 |
| Interest Income  | (564,715)                               | (682,553)                               |
| Measurement of debentures at fair value  | (177,774)                               | (139,090)                               |
| Fair valuation of Optionally convertible cumulative redeemable preference shares | (11,755)                                | (114,685)                               |
| Loss on conversion of Optionally convertible redeemable debentures               | –                                       | 356,294                                 |
|  | <b>882,118</b>                          | 862,968                                 |
| <b>Operating profit before Working Capital changes</b>                           |   |   |
| Movement in working capital:   |   |   |
| (Increase) in Trade Receivables  | (100,648)                               | (135,802)                               |
| (Increase) in Loans and advances and Other assets                                | (1,368)                                 | (82,841)                                |
| Increase in Liabilities and Provisions   | 1,844                                   | 12                                      |
|  | <b>781,946</b>                          | 644,337                                 |
| <b>Cash Generated from Operations</b>  |   |   |
| Income taxes paid  | (182,180)                               | (137,305)                               |
|  | <b>599,766</b>                          | 507,032                                 |
| <b>CASH FLOWS PROVIDED BY/ (USED IN) INVESTING ACTIVITIES:</b>                   |   |   |
| Purchase of Investments  | (5,000)                                 | (634,000)                               |
| Repayment of loans given to Companies(net)                                       | (146,849)                               | (171,000)                               |
| Fixed deposits with maturity of more than 3 months and other bank balances       | (145,207)                               | 107,708                                 |
| Interest received  | 14,019                                  | 13,397                                  |
|  | <b>(283,037)</b>                        | (683,895)                               |
| <b>CASH FLOWS FROM/(USED IN) FINANCING ACTIVITIES:(Refer note 37)</b>            |   |   |
| Proceeds from borrowings   | –                                       | 3,500,000                               |
| Repayment of borrowings  | (112,442)                               | (2,821,060)                             |
| Short term borrowings, net   | 70,000                                  | (54,690)                                |
| Repayment of Lease liabilities (refer note 3 below)                              | (5,186)                                 | (100)                                   |
| Finance costs paid   | (393,721)                               | (314,960)                               |
|  | <b>(441,349)</b>                        | 309,190                                 |
| <b>Net cash from/(used in) Financing Activities (C)</b>                          |   |   |
| <b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)</b>            | <b>(124,620)</b>                        | 132,327                                 |
| <b>CASH AND CASH EQUIVALENTS, at beginning of year</b>                           | <b>164,547</b>                          | 32,220                                  |
| <b>CASH AND CASH EQUIVALENTS, at end of year</b>                                 | <b>39,927</b>                           | 164,547                                 |

# Carol Info Services Limited

|   | For the<br>year ended<br>March 31, 2021 | For the<br>year ended<br>March 31, 2020 |
|---|---|---|
| <b>Component of Cash and Cash equivalents, at end of year</b> |   |   |
| Balance with banks :  |   |   |
| In current account  | 39,574                                  | 64,190                                  |
| Deposit with maturity period less than 3 months               | -                                       | 100,004                                 |
| Cash in hand  | 353                                     | 353                                     |
| <b>Total</b>  | <b>39,927</b>                           | <b>164,547</b>                          |

**Notes:**

1. The above statement of cash flows has been prepared under the indirect method as set out in Ind AS 7 'Statement of Cash Flows'.
2. Income taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.
3. Repayment of lease liabilities consists of:  
Payment of interest ₹ 5,184 thousand (Previous year: ₹ 98 thousand)  
Payment of Principal ₹ 2 thousand (Previous year: ₹ 2 thousand)
4. Figures in bracket indicate cash outflow.

As per our attached report of even date

**For Haribhakti & Co. LLP**

Chartered Accountants  
Firm Regn. No. 103523W / W100048

**Hemant Bhatt**

Partner  
Membership No. 036834  
Place : Mumbai  
Date : August 27, 2021

**For and on behalf of the Board of Directors**

**Deepak Madnani**  
*Managing Director*  
DIN: 07679855

**Stephen D'Souza**  
*Director*  
DIN: 00045812

**Satish Agrawal**  
*Executive Director & Chief Financial Officer*  
DIN: 0008840144

**Jeevan Mondkar**  
*Company Secretary*  
ACS: 22565

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(All amounts in thousand of Indian Rupees unless otherwise stated)

### 1A. BACKGROUND

Carol Info Services Limited ('CISL' or 'the Company') is a subsidiary of Khorakiwala Holdings and Investments Private Limited. The Company is engaged in renting of immovable property.

### 1B. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

#### I. Statement of compliance

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time.

#### II. Basis of preparation

The Standalone financial statements have been prepared on accrual basis under the historical cost convention except that certain financial assets and liabilities that are measured at fair value in the statement of financial position.

#### III. Use of Estimates and Judgements

The preparation of the financial statements in conformity with Ind AS requires the management to make judgements and estimates about the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The management believes that the judgements and estimates used in preparation of the Financial Statements are prudent and reasonable.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

#### Critical judgements in applying accounting policies:

The following are the critical judgements, apart from those involving estimations, that the management have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

##### (i) *Leasehold land:*

The Company has entered into several arrangements for lease of land/building from Government entities and other parties. The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Significant judgment is involved in assessing whether such arrangements are in the nature of finance or operating lease. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. In making such an assessment, the Company considers various factors which includes whether the present value of minimum lease payments amounts to at least substantially all of the fair value of lease assets, renewal terms, purchase option, sub-lease options etc. Based on evaluation of above factors, leases are evaluated on case to case basis for the purpose of classification as finance or operating lease. The discount rate used for assets taken on lease is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

##### (ii) *Current tax and deferred tax:*

The Company's tax charge on ordinary activities is the sum of the total current and deferred tax charges. The calculation of the Company's total tax charge necessarily involves a degree of estimation and judgement in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process in each respective entities within the Company. The final resolution of some of these items may give rise to material profits/losses and/or cash flows.

The complexity of the Company's structure makes the degree of estimation and judgement more challenging. The resolution of issues is not always within the control of the Company and it is often dependent on the efficiency of the legal processes. Issues can, and often do, take many years to resolve. Payments in respect of tax liabilities for an accounting period result from payments on account and on the final resolution of open items.

The recognition of deferred tax assets is based upon whether it is probable that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. To determine the future taxable profits which are based on budgeted cash flow projections, reference is made to the latest available profit forecasts. Where the temporary differences are related to losses, relevant tax law is considered to determine the availability of the losses to offset against the future taxable profits.

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## *(iii) Estimation of useful life:*

The useful life used to amortise or depreciate intangible assets or property, plant and equipment respectively relates to the expected future performance of the assets acquired and management's judgement of the period over which economic benefit will be derived from asset. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. Increasing an asset's expected life or its residual value would result in a reduced depreciation charge in the Standalone statement of profit and loss.

The useful lives of Company's assets are determined by management at the time the asset is acquired and reviewed annually for appropriateness. The lives are based on historical experience with similar assets as well as anticipation of future events which may impact their life such as changes in technology.

## *(iv) Post employment benefits:*

The costs of providing gratuity are charged to the income statement in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by management. These assumptions include future earnings and salary increases, discount rates, expected long-term rates of return on assets and mortality rates.

## *(v) Recoverability of Capital work in progress:*

Old capital work in progress is assessed for recoverability based on management's utilization plans, technical assessment of current condition of the underlying assets. Company does a periodic physical verification and inspection of these assets using internal and external experts to determine the condition and usability of these assets.

## *(vi) Impairment of trade receivables:*

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

## *(vii) Legal and other disputes:*

The Company provides for anticipated settlement costs where an outflow of resources is considered probable and a reliable estimate may be made of the likely outcome of the dispute and legal and other expenses arising from claims against the Company. These estimates take into account the specific circumstances of each dispute and relevant external advice are inherently judgmental and could change substantially over time as new facts emerge and each dispute progresses.

## **IC. SIGNIFICANT ACCOUNTING POLICIES:**

### **(a) Property Plant and Equipment and Depreciation**

#### *I. Recognition and Measurement:*

Items of Property, Plant and Equipment are measured at cost less accumulated depreciation and impairment losses, if any. The cost of an item of Property, Plant and Equipment comprises:

- its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which the Company incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by management, are recognised in Statement of Profit and Loss. If significant parts of an item of Property, Plant and Equipment have different useful lives, then they are accounted for as separate items (major components) of Property, Plant and Equipment.

#### *II. Subsequent expenditure*

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

Any gain or loss on disposal of an item of Property, Plant and Equipment is recognised in the Statement of Profit and Loss.

Capital work-in-progress in respect of assets which are not ready for their intended use are carried at cost, comprising of direct costs, related incidental expenses and attributable interest.

### III. Depreciation

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation is provided, using the straight line method, pro-rata to the period of use of assets, in accordance with the requirements of Schedule II of the Companies Act, 2013, based on the useful lives of the assets determined through technical assessment by the management. The estimated useful lives followed by the Company are as follows:

| <b>Assets</b>                     | <b>Estimated useful life</b> |
|-----------------------------------|------------------------------|
| Leasehold land                    | over the period of lease     |
| Buildings                         | 30 -60 years                 |
| Plant and Machinery               | 10-20 years                  |
| Furniture and Fixtures            | 10 years                     |
| Office Equipments                 | 4 – 5 years                  |
| Information Technology Equipments | 3 years                      |
| Vehicles                          | 5 years                      |

Components having useful lives different from the life of parent assets as stated above are depreciated over the useful life of the components. Fixed assets whose aggregate cost is ₹ 5,000 or less are depreciated fully in the year of acquisition.

#### (b) Impairment of assets

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the Statement of Profit and Loss.

The recoverable amount is the greater of the fair value less cost of disposal and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss.

#### (c) Foreign currency transactions/translations:

- i) Transactions in foreign currencies are translated to the reporting currency at exchange rates at the dates of the transactions.
- ii) Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated into the reporting currency at the exchange rate at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.
- iii) Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements are recognised in the Statement of Profit and Loss in the period in which they arise.

#### (d) Financial Instruments

##### I. Financial assets

##### (i) Classification of financial assets

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

##### *Debt instruments at amortised cost:*

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

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



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After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss. This category generally applies to trade and other receivables.

## *Debt instruments at fair value through other comprehensive income (FVOCI):*

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the EIR method. The Company does not have any instruments classified as fair value through other comprehensive income (FVOCI).

## *Debt instruments measured at fair value through profit and loss (FVTPL):*

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

## *Equity investments:*

Investment in subsidiary is measured at cost.

All other equity investments which are in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at fair value through other comprehensive income (FVTOCI) or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

For equity instruments classified as FVTOCI, all fair value changes on the instrument, excluding dividends, are recognised in other comprehensive income (OCI). There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of such investments.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

The Company does not have any equity investments classified as FVTPL.

## (ii) Initial recognition and measurement

All financial assets are recognised initially at fair value and for those instruments that are not subsequently measured at FVTPL, plus/minus transaction costs that are attributable to the acquisition of the financial assets.

Trade receivables are carried at original invoice price and do not contain any significant financing component. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

## (iii) Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either:
  - (a) The Company has transferred substantially all the risks and rewards of the asset, or
  - (b) The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates whether it has transferred substantially all the risks and rewards of ownership. In such cases, the financial asset is derecognised. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

(iv) Impairment of financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance.
- b) Trade receivables.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables which do not contain a significant financing component.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, historical observed default rates are updated and changes in the forward-looking estimates are analysed.

II. Financial Liabilities and equity instruments:

Debt and equity instruments issued by a Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

(i) Equity instruments:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

(ii) Financial liabilities:- Classification:

Financial liabilities are classified as either 'at FVTPL' or 'other financial liabilities'. FVTPL liabilities consist of derivative financial instruments, wherein the gains/losses arising from remeasurement of these instruments is recognised in the Statement of Profit and Loss. Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

(iii) Initial recognition and measurement:

All financial liabilities are recognised initially at fair value and for those instruments that are not subsequently measured at FVTPL, plus/minus transaction costs that are attributable to issue of these instruments.

(iv) Derecognition:

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

III. Fair value:

The Company determines the fair value of its financial instruments on the basis of the following hierarchy:

- (a) Level 1: The fair value of financial instruments quoted in active markets is based on their quoted closing price at the balance sheet date.
- (b) Level 2: The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques using observable market data. Such valuation techniques include discounted cash flows, standard valuation models based on market parameters for interest rates, yield curves or foreign exchange rates, dealer quotes for similar instruments and use of comparable arm's length transactions.
- (c) Level 3: The fair value of financial instruments that are measured on the basis of entity specific valuations using inputs that are not based on observable market data (unobservable inputs).

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## (e) Income tax

Income tax expense comprises current and deferred tax. It is recognised in Statement of Profit and Loss except to the extent that it relates items recognised directly in equity or in OCI.

### *Current tax*

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured at the amount expected to be recovered from or paid to the taxation authorities, using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends if any.

Current tax assets and liabilities are offset only if, the Company:

- a) has a legally enforceable right to set off the recognised amounts; and
- b) Intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

### *Deferred tax*

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset only if:

- a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and
- b) The deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

## (f) Employee benefits

### *Short term employee benefits*

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

### *Defined contribution plans*

Obligations for contributions to defined contribution plans are expensed as the related service is provided. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

### *Defined benefit plans*

The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses and the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI). Net interest expense/(income) on the net defined liability/(assets) is computed by applying the discount rate, used to measure the net defined liability/(asset). Net interest expense and other expenses related to defined benefit plans are recognised in Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in the Statement of Profit and Loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

#### *Other long-term employee benefits*

The Company's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Remeasurement are recognised in Statement of Profit and Loss in the period in which they arise.

#### **(g) Revenue recognition**

Rental Income is recognised on time proportionate basis over the period of the agreement.

Revenues from services is recognised in accordance with the terms of the relevant agreement(s) as generally accepted and agreed with the customers, and when control transfers to such customers and the Company's performance obligations are satisfied

#### **(h) Leases**

##### I. Assets taken on lease:

The Company's lease asset classes primarily consist of leases for land. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease

The right-of-use assets are initially recognized at cost and subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of the leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

##### II. Assets given on lease:

#### *Determination of lease arrangement*

An arrangement, which is not in the legal form of a lease, is accounted for as a lease, if:

1. fulfilment of the arrangement is dependent on the use of a specific asset or assets (the asset);and
2. the arrangement conveys a right to use the asset.

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At inception of an arrangement, the Company determines whether the arrangement is or contains a lease.

At inception or on reassessment of an arrangement that contains a lease, the Company separates payments and other consideration required by the arrangement into those for the lease and those for other elements on the basis of their relative fair values. If it is impracticable to separate the payments reliably, then a finance lease receivable is recognised at an amount equal to the fair value of the underlying asset; subsequently, the receivable is reduced as payments are made and a finance income is recognised using the interest rate implicit in the lease.

## *Finance Lease*

Agreements are classified as finance leases, if substantially all the risks and rewards incidental to ownership of the leased asset is transferred to the lessee.

Assets given under finance leases are recognised as a receivable at an amount equal to the net investment in the lease. Finance income is allocated over the lease term on a systematic and rational basis. This income allocation is based on a pattern reflecting a constant periodic return on the net investment in the finance lease.

## *Operating Lease*

Agreements which are not classified as finance leases are considered as operating lease.

Payments received under operating leases are recognised in Statement of Profit and Loss on a straight line basis, unless the escalation clauses are in line with the expected inflation at the inception of the respective lease.

### **(i) Financing/Borrowing cost**

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs include interest costs measured at EIR and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, allocated to qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalisation of such asset are added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

All other borrowing costs are recognised as an expense in the period which they are incurred.

### **(j) Provisions, Contingent Liabilities and Contingent Assets**

A provision is recognised when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed in the Notes. Contingent liabilities are disclosed for (1) possible obligations which will be confirmed only by future events not wholly within the control of the Company or (2) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognised in the financial statements as this may result in the recognition of income that may never be realised. Contingent assets (if any) are disclosed in the notes to the financial statements.

### **(k) Earnings per share**

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares). Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

### **(l) Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

### **(m) Operating cycle**

All assets and liabilities have been classified as current or non-current as per each Company's normal operating cycle and other criteria set out in the Schedule III to the Act.

**ID. Recent pronouncements related to Division II of Schedule III**

Ministry of Corporate Affairs (“MCA”) vide notification dated March 24, 2021 has amended Schedule III of the Companies Act, 2013, which shall be effective from April 1, 2021. Key amendments relating to Division II which relate to companies whose financial statements are required to comply with Companies (Indian Accounting Standards) Rules 2015 are:

**Balance Sheet:**

- Ageing schedule of trade receivables, trade payables, capital work-in-progress in specified format.
- Lease liabilities should be separately disclosed under the head ‘financial liabilities’, duly distinguished as current or non-current.
- Security deposits to be presented under other financial assets
- Current maturities of long-term borrowings to be disclosed separately under borrowings
- Disclosure of prescribed ratios e.g. current ratio, debt-equity ratio
- Certain additional disclosures in the statement of changes in equity such as changes in equity share capital due to prior period errors and restated balances at the beginning of the current reporting period.
- If a company has not used funds for the specific purpose for which it was borrowed from banks and financial institutions, then disclosure of details of where it has been used.
- Specific disclosure under ‘additional regulatory requirement’ such as compliance with approved schemes of arrangements, compliance with number of layers of companies, title deeds of immovable property not held in name of company, loans and advances to promoters, directors, key managerial personnel (KMP) and related parties, details of benami property held, disclosure relating to ratios etc.
- Enhanced disclosure for borrowings from banks or financial institutions on the basis of security of current assets such as agreement of quarterly returns or statements of current assets filed by the Company with banks or financial institutions with books of accounts and if not, summary of reconciliation and reason of material discrepancies, if any.

**Statement of profit and loss:**

- Additional disclosures relating to Corporate Social Responsibility (CSR), undisclosed income and crypto or virtual currency specified under the head ‘additional information’ in the notes forming part of financial statements.

The Company is in the process of evaluating the above amendments.

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## 2. PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN-PROGRESS

| PARTICULARS                       | GROSS BLOCK          |               |                               |                      | ACCUMULATED DEPRECIATION AND IMPAIRMENT |              |                               |                      | NET BLOCK            |
|-----------------------------------|----------------------|---------------|-------------------------------|----------------------|---|--------------|-------------------------------|----------------------|----------------------|
|                                   | As at April 01, 2020 | Additions     | Deductions/ Other Adjustments | As at March 31, 2021 | As at April 01, 2020                    | For the year | Deductions/ Other Adjustments | As at March 31, 2021 | As at March 31, 2021 |
| <b>Tangible Assets</b>            |                      |               |                               |                      |   |              |                               |                      |                      |
| Freehold Land                     | 274                  | –             | –                             | 274                  | –                                       | –            | –                             | –                    | 274                  |
| Plant and Equipment               | 22,630               | –             | –                             | 22,630               | 16,696                                  | 2,272        | –                             | 18,968               | 3,662                |
| Furniture and Fixtures            | 6,772                | –             | –                             | 6,772                | 6,348                                   | 111          | –                             | 6,459                | 313                  |
| Office equipments                 | 2,646                | –             | –                             | 2,646                | 2,626                                   | 12           | –                             | 2,638                | 8                    |
| Information Technology Equipments | 30                   | –             | –                             | 30                   | 28                                      | –            | –                             | 28                   | 2                    |
|                                   | <b>32,352</b>        | –             | –                             | <b>32,352</b>        | <b>25,698</b>                           | <b>2,395</b> | –                             | <b>28,093</b>        | <b>4,259</b>         |
| <b>Right of use assets</b>        |                      |               |                               |                      |   |              |                               |                      |                      |
| Leasehold land                    | 156,173              | 53,305        | –                             | 209,478              | 13,252                                  | 3,677        | –                             | 16,929               | 192,549              |
|                                   | <b>156,173</b>       | <b>53,305</b> | –                             | <b>209,478</b>       | <b>13,252</b>                           | <b>3,677</b> | –                             | <b>16,929</b>        | <b>192,549</b>       |
| <b>Capital Work-In-Progress</b>   | 5,511                | –             | –                             | 5,511                | 5,511                                   | –            | –                             | 5,511                | –                    |
|                                   | <b>5,511</b>         | –             | –                             | <b>5,511</b>         | <b>5,511</b>                            | –            | –                             | <b>5,511</b>         | –                    |
| <b>TOTAL</b>                      | <b>194,036</b>       | <b>53,305</b> | –                             | <b>247,341</b>       | <b>44,461</b>                           | <b>6,072</b> | –                             | <b>50,533</b>        | <b>196,808</b>       |

| PARTICULARS                       | GROSS BLOCK          |           |                               |                      | ACCUMULATED DEPRECIATION AND IMPAIRMENT |              |                               |                      | NET BLOCK            |
|-----------------------------------|----------------------|-----------|-------------------------------|----------------------|---|--------------|-------------------------------|----------------------|----------------------|
|                                   | As at April 01, 2019 | Additions | Deductions/ Other Adjustments | As at March 31, 2020 | As at April 01, 2019                    | For the year | Deductions/ Other Adjustments | As at March 31, 2020 | As at March 31, 2020 |
| <b>Tangible Assets</b>            |                      |           |                               |                      |   |              |                               |                      |                      |
| Freehold Land                     | 274                  | –         | –                             | 274                  | –                                       | –            | –                             | –                    | 274                  |
| Plant and Equipment               | 22,630               | –         | –                             | 22,630               | 13,443                                  | 3,253        | –                             | 16,696               | 5,934                |
| Furniture and Fixtures            | 6,772                | –         | –                             | 6,772                | 6,237                                   | 111          | –                             | 6,348                | 424                  |
| Office Equipments                 | 2,646                | –         | –                             | 2,646                | 2,608                                   | 18           | –                             | 2,626                | 20                   |
| Information Technology Equipments | 30                   | –         | –                             | 30                   | 28                                      | –            | –                             | 28                   | 2                    |
| <b>TOTAL</b>                      | <b>32,352</b>        | –         | –                             | <b>32,352</b>        | <b>22,316</b>                           | <b>3,382</b> | –                             | <b>25,698</b>        | <b>6,654</b>         |
| <b>Right of use assets</b>        |                      |           |                               |                      |   |              |                               |                      |                      |
| Leasehold land                    | 156,173              | –         | –                             | 156,173              | 10,544                                  | 2,708        | –                             | 13,252               | 142,921              |
|                                   | <b>156,173</b>       | –         | –                             | <b>156,173</b>       | <b>10,544</b>                           | <b>2,708</b> | –                             | <b>13,252</b>        | <b>142,921</b>       |
| <b>Capital Work-In-Progress</b>   | 5,511                | –         | –                             | 5,511                | 5,511                                   | –            | –                             | 5,511                | –                    |
| <b>TOTAL</b>                      | <b>194,036</b>       | –         | –                             | <b>194,036</b>       | <b>38,371</b>                           | <b>6,090</b> | –                             | <b>44,461</b>        | <b>149,575</b>       |

### Notes:

2.1 Of the above, assets on which charge has been created (Refer note 14) amounts to ₹ 192,490 thousand (Previous year - ₹ 142,861 thousand)

2.2 Out of the above assets, the following are the details of assets given on lease:

| Assets given on lease  | As at March 31, 2021 |                          |              | As at March 31, 2020 |                          |              |
|------------------------|----------------------|--------------------------|--------------|----------------------|--------------------------|--------------|
|                        | Gross Block          | Accumulated Depreciation | Net Block    | Gross Block          | Accumulated Depreciation | Net Block    |
| Furniture and fixtures | 5,758                | 5,721                    | 37           | 5,758                | 5,712                    | 46           |
| Office equipments      | 2,604                | 2,604                    | –            | 2,604                | 2,604                    | –            |
| Plant and equipment    | 21,735               | 18,844                   | 2,891        | 21,735               | 16,618                   | 5,117        |
| Vehicles*              | –                    | –                        | –            | –                    | –                        | –            |
| <b>TOTAL</b>           | <b>30,097</b>        | <b>27,169</b>            | <b>2,928</b> | <b>30,097</b>        | <b>24,934</b>            | <b>5,163</b> |

\* Gross value ₹ 985 thousand (Previous year - ₹ 985 thousand) and fully depreciated.

## 3. INVESTMENT PROPERTY

| PARTICULARS  | GROSS BLOCK          |           |                               |                      | ACCUMULATED DEPRECIATION |               |                               |                      | NET BLOCK            |
|--------------|----------------------|-----------|-------------------------------|----------------------|--------------------------|---------------|-------------------------------|----------------------|----------------------|
|              | As at April 01, 2020 | Additions | Deductions/ Other Adjustments | As at March 31, 2021 | As at April 01, 2020     | For the year  | Deductions/ Other Adjustments | As at March 31, 2021 | As at March 31, 2021 |
| Buildings    | 722,959              | –         | –                             | 722,959              | 80,120                   | 15,878        | –                             | 95,998               | 626,961              |
| <b>TOTAL</b> | <b>722,959</b>       | <b>–</b>  | <b>–</b>                      | <b>722,959</b>       | <b>80,120</b>            | <b>15,878</b> | <b>–</b>                      | <b>95,998</b>        | <b>626,961</b>       |

| PARTICULARS  | GROSS BLOCK          |           |                               |                      | ACCUMULATED DEPRECIATION |               |                               |                      | NET BLOCK            |
|--------------|----------------------|-----------|-------------------------------|----------------------|--------------------------|---------------|-------------------------------|----------------------|----------------------|
|              | As at April 01, 2019 | Additions | Deductions/ Other Adjustments | As at March 31, 2020 | As at April 01, 2019     | For the year  | Deductions/ Other Adjustments | As at March 31, 2020 | As at March 31, 2020 |
| Buildings    | 722,959              | –         | –                             | 722,959              | 64,242                   | 15,878        | –                             | 80,120               | 642,839              |
| <b>TOTAL</b> | <b>722,959</b>       | <b>–</b>  | <b>–</b>                      | <b>722,959</b>       | <b>64,242</b>            | <b>15,878</b> | <b>–</b>                      | <b>80,120</b>        | <b>642,839</b>       |

**Note:** Of the above, assets on which charge has been created (Refer note 14) amounts to ₹ 595,331 thousand (Previous year - ₹ 609,759 thousand). The company's investment properties consists of office buildings rented out to third parties.

## Information regarding Income and Expenditure of Investment Property

| Particulars   | 2020-21        | 2019-20        |
|---|----------------|----------------|
| Rental Income derived from investment Properties                          | 663,395        | 665,739        |
| Less: Depreciation  | 15,878         | 15,878         |
| Less: Other expenses  | 35,815         | 35,121         |
| <b>Profit arising from Investment Properties before indirect expenses</b> | <b>611,702</b> | <b>614,740</b> |

The fair value of the investment property as on March 31, 2021 is ₹ 5,715,716 thousand (Previous year - ₹ 5,715,716 thousand). These fair values of the investment property are categorised as level 2 in the fair valuation hierarchy and has been determined by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued.

## 4. NON-CURRENT INVESTMENTS (Refer note 32 for Related party balances)

|  | As at March 31, 2021 | As at March 31, 2020 |
|--|----------------------|----------------------|
| <b>A. Investment in Subsidiary at cost</b>   |                      |                      |
| <b>Unquoted Equity Shares</b>  |                      |                      |
| 10,000 (Previous year - 10,000) Equity shares of ₹ 10 each fully paid-up in Banneret Trading Private Limited [including 6 (Previous year – 6) fully paid-up shares of par value held in the name of the nominees of the Company] | 100                  | 100                  |
| <b>B. Other Investments – Investment in Optionally Convertible Redeemable Debentures – Fair value through Profit and Loss</b>  |                      |                      |
| 1,149 (Previous year - 1,149) 0% Optionally Convertible Redeemable Debentures of ₹ 1,000,000 each fully paid-up of the series C debentures in Wockhardt Hospitals Limited  | 2,080,863            | 1,903,087            |
| <b>C. Other Investments - Investments in Optionally Convertible Cumulative Redeemable Preference Shares - Fair value through Profit and Loss</b>   |                      |                      |
| 41,797,210 (Previous Year - 41,635,920) 0.1% Optionally Convertible Cumulative Redeemable Preference Shares of ₹ 10/- each in Wockhardt Hospitals Limited  | 2,396,352            | 2,379,597            |
| <b>D. Investment in equity instruments of Associate</b>  |                      |                      |
| 34,050,113 (Previous Year - 34,050,113) Equity shares of ₹ 10 each fully paid-up in Wockhardt Hospitals Limited.   | 1,055,553            | 1,055,553            |
| <b>E. Other Investments – Investment in equity instruments – Fair value through Other Comprehensive Income (OCI)</b>   |                      |                      |
| 780,000 (Previous year - 780,000) Equity shares of ₹ 10 each fully paid-up in Al Barr Finance House Limited  | 17,583               | 17,583               |
| Less: Impairment provision   | (17,583)             | (17,583)             |
|  | –                    | –                    |
| <b>Total</b>   | <b>5,532,868</b>     | <b>5,338,337</b>     |
| <b>Aggregate book value of unquoted investments</b>  | <b>5,532,868</b>     | <b>5,338,337</b>     |



# Carol Info Services Limited

## 5. LOANS GIVEN- (NON-CURRENT)

|  | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--|-------------------------|-------------------------|
| <b>Loans to related parties (Refer note 32 and note 35)</b>  |                         |                         |
| Unsecured, considered good*  | -                       | 3,152,292               |
| <b>Total</b>   | <u>-</u>                | <u>3,152,292</u>        |
| * the nature of the loan got converted into "Repayable on demand", hence taken into 'Loan given (current)'                 |                         |                         |
| <b>6. OTHER NON-CURRENT FINANCIAL ASSETS</b>   |                         |                         |
| Deposits with maturity more than 12 months (under Lien)  | 84,575                  | 77,378                  |
| <b>Total</b>   | <u>84,575</u>           | <u>77,378</u>           |
| <b>7. OTHER NON-CURRENT ASSETS</b>   |                         |                         |
| Security Deposits  | 5,524                   | 5,524                   |
| <b>Total</b>   | <u>5,524</u>            | <u>5,524</u>            |
| <b>8. TRADE RECEIVABLES (Refer note 32 for related party balances)</b>   |                         |                         |
| Unsecured, considered good   | 261,605                 | 160,957                 |
| Unsecured, considered doubtful   | 271                     | 271                     |
| Less: Loss allowance   | (271)                   | (271)                   |
|  | <u>-</u>                | <u>-</u>                |
| <b>Total</b>   | <u>261,605</u>          | <u>160,957</u>          |
| <b>Note:</b>   |                         |                         |
| Trade receivables pledged as collateral as referred to in Note 14 ₹ 261,460 thousand (Previous year - ₹ 160,957 thousand). |                         |                         |
| <b>9a. CASH AND CASH EQUIVALENTS</b>   |                         |                         |
| i) Balance with banks :  |                         |                         |
| In current account   | 39,574                  | 64,190                  |
| Deposit with maturity period less than 3 months  | -                       | 100,004                 |
| ii) Cash in hand   | 353                     | 353                     |
| <b>Total</b>   | <u>39,927</u>           | <u>164,547</u>          |
| <b>9b. OTHER BANK BALANCES</b>   |                         |                         |
| Deposits with maturity more than 12 months   | 138,010                 | -                       |
| <b>Total</b>   | <u>138,010</u>          | <u>-</u>                |
| <b>10. LOANS GIVEN (CURRENT)</b>   |                         |                         |
| <b>Unsecured :</b>   |                         |                         |
| Loans to Subsidiaries (Refer note 32, Note 35 and footnote to note 5 above)  | 7,091,877               | 3,408,070               |
| Loans to other parties (Refer note 32 and Note 35)   |                         |                         |
| Considered good  | 341,041                 | 173,213                 |
| Considered doubtful  | 16,064                  | 16,064                  |
| Less: provision for doubtful balances  | (16,064)                | (16,064)                |
|  | <u>341,041</u>          | <u>173,213</u>          |
| <b>Total</b>   | <u>7,432,918</u>        | <u>3,581,283</u>        |
| <b>11. OTHER CURRENT FINANCIAL ASSETS</b>  |                         |                         |
| Interest Accrued   | -                       | 1,670                   |
| Other Receivable   | 9,043                   | 4,817                   |
| <b>Total</b>   | <u>9,043</u>            | <u>6,487</u>            |

**12. OTHER CURRENT ASSETS**

|                                       | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|---------------------------------------|-------------------------|-------------------------|
| Advances:                             |                         |                         |
| Unsecured, considered good            | 10,672                  | 8,517                   |
| Unsecured, considered doubtful        | 129                     | 129                     |
| Less: Provision for doubtful advances | (129)                   | (129)                   |
| <b>Total</b>                          | <b><u>10,672</u></b>    | <b><u>8,517</u></b>     |

**13. SHARE CAPITAL**

|                                | As at<br>March 31, 2021<br>Number of shares | As at<br>March 31, 2021<br>Amount | As at<br>March 31, 2020<br>Number of shares | As at<br>March 31, 2020<br>Amount |
|--------------------------------|---|-----------------------------------|---|-----------------------------------|
| <b>AUTHORISED</b>              |   |                                   |   |                                   |
| Equity shares of ₹ 10 each     | 90,000,000                                  | 900,000                           | 90,000,000                                  | 900,000                           |
| Preference shares of ₹ 10 each | 10,000,000                                  | 100,000                           | 10,000,000                                  | 100,000                           |
|                                | <u>100,000,000</u>                          | <u>1,000,000</u>                  | <u>100,000,000</u>                          | <u>1,000,000</u>                  |
| <b>ISSUED</b>                  |   |                                   |   |                                   |
| Equity shares of ₹ 10 each     | 35,519,797                                  | <u>355,198</u>                    | 35,519,797                                  | <u>355,198</u>                    |
| <b>SUBSCRIBED AND PAID UP:</b> |   |                                   |   |                                   |
| Equity shares of ₹ 10 each     | 35,436,472                                  | <u>354,365</u>                    | 35,436,472                                  | <u>354,365</u>                    |

**Notes:****13.1 Reconciliation of number of Equity shares outstanding at the beginning and end of the year:**

|   | As at<br>March 31, 2021  | As at<br>March 31, 2020  |
|---|--------------------------|--------------------------|
| Outstanding at the beginning of the year  | 35,436,472               | 35,436,472               |
| Additions during the year                 | —                        | —                        |
| <b>Outstanding at the end of the year</b> | <b><u>35,436,472</u></b> | <b><u>35,436,472</u></b> |

**13.2 Terms/Rights attached to Equity shares**

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share held and is entitled to dividend, if declared at the Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the 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.

**13.3 Shares held by holding company**

32,671,905 (Previous year - 32,671,905) fully paid up equity shares are held by Khorakiwala Holdings and Investments Private Limited, the holding company.

**13.4 Shareholders holding more than 5% shares in the company is set out below:**

|  | As at<br>March 31, 2021 |              | As at<br>March 31, 2020 |              |
|--|-------------------------|--------------|-------------------------|--------------|
|  | No. of Shares           | % of holding | No. of Shares           | % of holding |
| Khorakiwala Holdings and Investments Private Limited | 32,671,905              | 92.20        | 32,671,905              | 92.20        |

# Carol Info Services Limited

## 14. NON-CURRENT FINANCIAL LIABILITIES – BORROWINGS

|  | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--|-------------------------|-------------------------|
| <b>SECURED</b>                         |                         |                         |
| Term loan from bank (Refer note below) | 3,190,309               | 3,308,529               |
| <b>Total</b>                           | <u>3,190,309</u>        | <u>3,308,529</u>        |

**Note:**

The aforesaid loan is secured by exclusive charge by way of mortgage of leasehold rights in premises situated at Bandra Kurla Complex, Mumbai, and also leasehold rights and title in the premises situated at Aurangabad, exclusive charge by way of hypothecation of all present and future receivables from customers, exclusive charge on Escrow Account, and pledge of shares of Wockhardt Limited held by Humuza Consultants amounting to market value of not less than ₹ 150 crores with a minimum of 72 lakh shares. An amount equivalent to two months' equated monthly installment is kept as Debt Service Reserve Account in form of Fixed Deposit with the Lender. This term loan, carrying interest rate at Project LHPLR minus 530 BPS p.a is repayable by way of monthly instalments and will be fully repaid by January 2035.

## 15. PROVISIONS (NON-CURRENT)

|  | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--|-------------------------|-------------------------|
| <b>Provision for employee benefits (Refer note 28)</b> |                         |                         |
| Gratuity (unfunded)                                    | 56                      | 46                      |
| Compensated absences (unfunded)                        | 64                      | 104                     |
| <b>Total</b>   | <u>120</u>              | <u>150</u>              |

## 16. CURRENT FINANCIAL LIABILITIES– BORROWINGS

**Unsecured**

|   |               |          |
|---|---------------|----------|
| Loans repayable on demand (Refer note 32) | 73,936        | –        |
|   | <u>73,936</u> | <u>–</u> |

Note: Interest payable on the above loan 8.5% p.a. (Previous year - Nil)

## 17. TRADE PAYABLES

Trade payables

|  |              |              |
|--|--------------|--------------|
| Due to Micro enterprises and Small enterprises | –            | –            |
| Due to Others                                  | 2,207        | 2,026        |
|  | <u>2,207</u> | <u>2,026</u> |

**Note:**

Principal amount including interest, if any payable to micro and small enterprises as per Micro, Small and Medium Enterprises Development Act, 2006 as at March 31, 2021 ₹ Nil (Previous year - ₹ Nil). The above information is given to the extent information available with the Company and relied upon by the auditors.

## 18. OTHER CURRENT FINANCIAL LIABILITIES

|  |                |                |
|--|----------------|----------------|
| Current maturities of long-term debt (Refer note 14) | 110,365        | 125,519        |
| Other payables                                       |                |                |
| Deposits payable                                     | 590,868        | 590,868        |
| Employee liabilities                                 | 173            | 120            |
| Other payables                                       | 14,301         | 12,308         |
| <b>Total</b>   | <u>715,707</u> | <u>728,815</u> |

**19. OTHER CURRENT LIABILITIES**

|                                   | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|-----------------------------------|-------------------------|-------------------------|
| Statutory dues and other payables | 13,202                  | 13,553                  |
| <b>Total</b>                      | <b>13,202</b>           | <b>13,553</b>           |

**20. PROVISIONS (CURRENT)****Provision for employee benefits (Refer note 28)**

|                                      |          |          |
|--------------------------------------|----------|----------|
| Gratuity (unfunded)#                 | 1        | -        |
| # (Previous year - ₹ 0.062 thousand) |          |          |
| Compensated absences (unfunded)      | 1        | 6        |
| <b>Total</b>                         | <b>2</b> | <b>6</b> |

**21. REVENUE FROM OPERATIONS**

|                              | For the<br>year ended<br>March 31, 2021 | For the<br>year ended<br>March 31, 2020 |
|------------------------------|---|---|
| Lease income (Refer note 29) | 663,395                                 | 665,739                                 |
| Other Operating income       | 262,375                                 | 245,210                                 |
| <b>Total</b>                 | <b>925,770</b>                          | <b>910,949</b>                          |

**22. OTHER INCOME**

|  |                |                |
|--|----------------|----------------|
| Interest Income  | 564,715        | 682,553        |
| Fair valuation of debentures   | 177,774        | 139,090        |
| Fair valuation of Optionally Convertible Cumulative Redeemable Preference Shares | 11,755         | 114,685        |
| Miscellaneous income (Refer note below)  | 1              | -              |
| <b>Total</b>   | <b>754,245</b> | <b>936,328</b> |

**Note:**

Miscellaneous income to the extent of ₹ 1 thousand (Previous year- ₹ Nil thousand) is on account of liabilities no more payable.

**23. EMPLOYEE BENEFITS EXPENSES**

|   |            |              |
|---|------------|--------------|
| Salaries and wages (Refer note 28)                        | 888        | 970          |
| Contribution to provident and other funds (Refer note 28) | 28         | 29           |
| Staff welfare expenses                                    | 54         | 5            |
| <b>Total</b>  | <b>970</b> | <b>1,004</b> |

**24. FINANCE COSTS**

|                                       |                |                |
|---------------------------------------|----------------|----------------|
| Interest Expenses on:                 |                |                |
| term loans                            | 361,394        | 293,451        |
| lease liabilities                     | 5,376          | 98             |
| others                                | 5,985          | 3,019          |
| Loss on modification of terms of loan | -              | 341,169        |
| Other borrowing costs                 | 4,454          | 23,602         |
| <b>Total</b>                          | <b>377,209</b> | <b>661,339</b> |

# Carol Info Services Limited

|  | For the<br>year ended<br>March 31, 2021 | For the<br>year ended<br>March 31, 2020 |
|--|---|---|
| <b>25. OTHER EXPENSES</b>  |   |   |
| Travelling and conveyance  | 1                                       | –                                       |
| Power and fuel   | 3,507                                   | 6,484                                   |
| Rates and taxes  | 11,158                                  | 16,135                                  |
| Repairs and maintenance:   |   |   |
| Building   | 2,060                                   | 2,061                                   |
| Others   | 6,309                                   | 4,677                                   |
| Insurance  | 3,267                                   | 2,447                                   |
| Legal and professional charges   | 1,131                                   | 5,603                                   |
| Security services  | 4,208                                   | 2,657                                   |
| Secretarial expenses   | 644                                     | 1,232                                   |
| Loss on conversion of Optionally Convertible Redeemable Debentures                   | –                                       | 356,294                                 |
| Donation (refer note 38)   | 9,500                                   | –                                       |
| Miscellaneous expenses (Refer note below)  | 897                                     | 5,697                                   |
| <b>Total</b>   | <b>42,682</b>                           | <b>403,287</b>                          |
| <b>Note:</b>   |   |   |
| <b>Payment to auditors included in Miscellaneous expenses</b>                        |   |   |
| Audit fees   | 615                                     | 615                                     |
| Other services   | 100                                     | 100                                     |
| Out of pocket expenses   | 35                                      | 35                                      |
|  | <b>750</b>                              | <b>750</b>                              |
| <b>26. INCOME TAX</b>  |   |   |
| <b>(a) Amounts recognised in profit or loss</b>                                      |   |   |
| <b>Current income tax expense</b>  | <b>139,056</b>                          | <b>142,482</b>                          |
| <b>Tax pertaining to earlier years</b>   | <b>236,415</b>                          | <b>–</b>                                |
| <b>Deferred income tax liability/(asset), net</b>                                    |   |   |
| Origination and reversal of temporary differences (including MAT credit entitlement) | 199,400                                 | 111,137                                 |
| <b>Total tax expense</b>   | <b>574,871</b>                          | <b>253,619</b>                          |
| <b>(b) Amount recognised in other comprehensive income</b>                           |   |   |
| <b>Items that will not be reclassified to profit or loss</b>                         |   |   |
| Re-measurements of the defined benefit plans – (charge)/credit                       | (2)                                     | 3                                       |
| Fair value on equity instruments – (charge)/credit                                   | –                                       | 179,742                                 |
| <b>Total</b>   | <b>(2)</b>                              | <b>179,745</b>                          |

|  | For the<br>year ended<br>March 31, 2021 | For the<br>year ended<br>March 31, 2020 |
|--|---|---|
| <b>(c) Reconciliation of effective tax rate</b>  |   |   |
| <b>Profit before tax (a)</b>   | <b>1,237,204</b>                        | 759,679                                 |
| Tax using the Company's domestic tax rate (Current year - 25.170% and Previous year - 29.120%) | <b>311,404</b>                          | 221,219                                 |
| <b>Tax effect of:</b>  |   |   |
| Deductions admissible under section 24 and 25 of the Income Tax Act, 1961                      | <b>(96,550)</b>                         | (61,985)                                |
| Expenses not deductible for tax purposes   | <b>16,512</b>                           | 21,056                                  |
| Items on which no tax is payable   | -                                       | 1                                       |
| Rate difference on taxable profits/loss  | <b>872</b>                              | (2,337)                                 |
| Gain eligible for set-off against capital loss, hence deferred tax liability not created       | <b>(2,959)</b>                          | -                                       |
| Decrease in Indian corporate tax rate resulting in decrease in opening deferred tax            | <b>11,775</b>                           | -                                       |
| Disallowance under section 14A   | <b>79,189</b>                           | 75,665                                  |
| MAT written off  | <b>18,213</b>                           | -                                       |
| Tax pertaining to earlier years  | <b>236,415</b>                          | -                                       |
| <b>Tax expense as per profit or loss (b)</b>   | <b>574,871</b>                          | 253,619                                 |
| <b>Effective tax rate for the year (b)/(a)</b>   | <b>46.47%</b>                           | 33.39%                                  |

**Note:**

The reason for lower effective tax rate is non creation of deferred tax liability on capital gains eligible for set off against opening capital loss, on which deferred tax asset has not been created due to uncertainty of future capital gains

**(d) Movement in deferred tax balances**

| Particulars                     | Net balance<br>April 01,<br>2020 | Recognised<br>in profit and<br>loss | Recognised<br>in OCI | Recognised<br>in Equity | MAT written<br>off | As at March 31, 2021                      |                       |                           |
|---------------------------------|----------------------------------|-------------------------------------|----------------------|-------------------------|--------------------|---|-----------------------|---------------------------|
|                                 |                                  |                                     |                      |                         |                    | Net deferred<br>tax asset/<br>(liability) | Deferred<br>tax asset | Deferred<br>tax liability |
| Loans given                     | 233,806                          | (165,584)                           | -                    | -                       | -                  | 68,222                                    | 68,222                | -                         |
| Debentures                      | (219,588)                        | (30,001)                            | -                    | 15,041                  | -                  | (234,548)                                 | -                     | (234,548)                 |
| Lease rent                      | (38,292)                         | 14,401                              | -                    | -                       | -                  | (23,891)                                  | -                     | (23,891)                  |
| Employee Benefits               | 3                                | (3)                                 | (2)                  | -                       | -                  | (2)                                       | -                     | (2)                       |
| MAT Credit                      | 18,213                           | -                                   | -                    | -                       | (18,213)           | -   | -                     | -                         |
| <b>Tax assets/(Liabilities)</b> | <b>(5,858)</b>                   | <b>(181,187)</b>                    | <b>(2)</b>           | <b>15,041</b>           | <b>(18,213)</b>    | <b>(190,219)</b>                          | <b>68,220</b>         | <b>(258,441)</b>          |

| Particulars                     | Net balance<br>April 01, 2019 | Recognised in<br>profit and loss | Recognised<br>in OCI | Recognised<br>in Equity | MAT<br>utilization | As at March 31, 2020                  |                       |                           |
|---------------------------------|-------------------------------|----------------------------------|----------------------|-------------------------|--------------------|---------------------------------------|-----------------------|---------------------------|
|                                 |                               |                                  |                      |                         |                    | Net deferred tax<br>asset/(liability) | Deferred<br>tax asset | Deferred<br>tax liability |
| Investments                     | (153,026)                     | 84,170                           | 179,742              | (110,886)               | -                  | -                                     | -                     | -                         |
| Loans given                     | 329,446                       | (95,640)                         | -                    | -                       | -                  | 233,806                               | 233,806               | -                         |
| Debentures                      | (171,954)                     | (47,634)                         | -                    | -                       | -                  | (219,588)                             | -                     | (219,588)                 |
| Lease rent                      | 13,740                        | (52,032)                         | -                    | -                       | -                  | (38,292)                              | -                     | (38,292)                  |
| Employee Benefits               | 1                             | (1)                              | 3                    | -                       | -                  | 3                                     | 3                     | -                         |
| MAT Credit                      | 58,651                        | -                                | -                    | -                       | (40,438)           | 18,213                                | 18,213                | -                         |
| <b>Tax assets/(Liabilities)</b> | <b>76,858</b>                 | <b>(111,137)</b>                 | <b>179,745</b>       | <b>(110,886)</b>        | <b>(40,438)</b>    | <b>(5,858)</b>                        | <b>252,022</b>        | <b>(257,880)</b>          |

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

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

During the year, the Company has opted for new tax regime and hence written off the opening MAT credit entitlement.

Given that the Company does not have any intention to dispose investments in subsidiary in the foreseeable future, deferred tax asset on indexation benefit in relation to such investments has not been recognised.

|  | <b>For the<br/>year ended<br/>March 31, 2021</b> | For the<br>year ended<br>March 31, 2020 |
|--|--|---|
| <b>27. EARNINGS PER SHARE (EPS)</b>  |  |   |
| The calculations of earnings per share (EPS) (basic and diluted) are based on the earnings and number of shares as computed below: |  |   |
| <b>Reconciliation of earnings</b>  |  |   |
| Profit after tax   | <b>662,333</b>                                   | 506,060                                 |
| Net profit for calculation of Basic/Diluted EPS  | <b>662,333</b>                                   | 506,060                                 |
| <b>Reconciliation of number of shares</b>  | <b>35,436,472</b>                                | 35,436,472                              |
| Weighted average number of shares in calculating Basic/Diluted EPS   | <b>35,436,472</b>                                | 35,436,472                              |
| <b>Earnings per share (nominal value ₹ 10 each)</b>  |  |   |
| Earnings per share – Basic/Diluted in ₹  | <b>18.69</b>                                     | 14.28                                   |

## 28. EMPLOYEE BENEFITS

|  | <b>For the year ended<br/>March 31, 2021<br/>Gratuity<br/>(Non-funded)</b> | For the year ended<br>March 31, 2020<br>Gratuity<br>(Non-funded) |
|--|--|--|
| <b>(A) Defined benefit plans –</b>   |  |  |
| <b>I. Expenses recognised in profit or loss during the year</b>                        |  |  |
| 1. Current Service Cost  | <b>11</b>  | 8  |
| 2. Interest cost   | <b>3</b>   | 2  |
| <b>Total Expenses</b>  | <b>14</b>  | 10   |
| <b>II. Expenses recognised in Other Comprehensive Income</b>                           |  |  |
| 1. Actuarial changes arising from changes in demographic assumptions                   | –  | –  |
| 2. Actuarial changes arising from changes in financial assumptions                     | <b>(0.45)</b>  | 7  |
| 3. Actuarial changes arising from changes in experience adjustments                    | <b>(3)</b>   | 4  |
|  | <b>(3)</b>   | 11   |
| <b>III. Net Asset/(Liability) recognised as at balance sheet date</b>                  |  |  |
| 1. Present value of defined benefit obligation   | <b>57</b>  | 46   |
| 2. Net Asset/(Liability)   | <b>(57)</b>  | (46)   |
| <b>IV. Reconciliation of Net Asset/(Liability) recognised as at balance sheet date</b> |  |  |
| 1 Net Asset/(Liability) at the beginning of year                                       | <b>(46)</b>  | (25)   |
| 2 Expense as per I and II above  | <b>(11)</b>  | (21)   |
| 3 Net asset/(liability) at the end of the year   | <b>(57)</b>  | (46)   |
| <b>V. Maturity profile of defined benefit obligation</b>                               |  |  |
| Within the next 12 months (next annual reporting period)                               | <b>1</b>   | 0.06   |
| Between 2 and 5 years  | <b>3</b>   | 2  |
| Between 6 and 10 years   | <b>5</b>   | 4  |

|  | For the year ended<br>March 31, 2021<br>Gratuity<br>(Non-funded) | For the year ended<br>March 31, 2020<br>Gratuity<br>(Non-funded) |
|--|--|--|
| <b>VI. Quantitative sensitivity analysis for significant assumptions:</b>  |  |  |
| 1. Increase/(decrease) on present value of defined benefit obligation at the end of the year   |  |  |
| (i) One percent point increase in discount rate  | (8)  | (7)  |
| (ii) One percent point decrease in discount rate   | 10   | 9  |
| (iii) One percent point increase in rate of salary increase  | 10   | 8  |
| (iv) One percent point decrease in rate of salary increase   | (8)  | (7)  |
| (v) One percent point increase in attrition rate   | (0.01)   | (0.01)   |
| (vi) One percent point decrease in attrition rate  | 0.01   | 0.01   |
| 2. Sensitivity analysis method   |  |  |
| The Sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. |  |  |
| <b>VII. Actuarial Assumptions</b>  |  |  |
| 1. Discount rate   | 6.90%  | 6.85%  |
| 2. Expected rate of salary increase  | 8.00%  | 8.00%  |
| 3. Attrition rate  | 1.00%  | 1.00%  |
| 4. Mortality   | Indian Assured<br>Lives Mortality<br>(2012-14)                   | Indian Assured<br>Lives Mortality<br>(2012-14)                   |

**Notes:**

- a) Amounts recognised as an expense and included in the Note 23 - 'Salaries and wages' : Gratuity ₹ 14 thousand (Previous year - ₹ 10 thousand) and Compensated absence ₹ -45 thousand (Previous year - ₹ 50 thousand).
- b) Actuarial valuation was worked out considering attrition rate and estimates of future salary increase taking into account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
- c) The plan above is typically exposed to actuarial risk such as interest risk, Mortality risk, Liquidity risk, salary risk and legislative risk:
  - Interest risk: The decrease in the interest rate linked to Government securities will increase the liability.
  - Mortality risk: An increase in the life expectancy of the plan participants will increase the plan's liability.
  - Liquidity risk: Retirement/resignation of Plan participants with higher salaries and long duration or higher in hierarchy may lead strain in the cashflows due to significant accumulation of their accumulated benefits.
  - Salary risk: The present value of the defined benefit 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.
  - Legislative risk: Any change in the legislation/regulation would change the present value of defined benefit plan liability.
- d) The Company had provided for gratuity and compensated absence based on actuarial valuation done as per Projected Unit Credit Method.

**(B) Defined contribution plan –**

Amount recognised as an expense and included in the Note 23 – 'Contribution to provident and other funds' ₹ 28 thousand (Previous year – ₹ 29 thousand).

**29. LEASES****A. Leases as lessee**

Effective April 1, 2019, the Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 01, 2019. Consequently the Company had re-assessed the lease period and recognised lease income over the revised lease period. With respect to assets taken on lease by the Company, the Company had applied the standard using modified retrospective method. Consequently, the Company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the right of use asset at value equal to the lease liability



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Consequent to the new standard, the Company had recorded Right-of-Use assets ₹ 145,629 thousand as on April 01, 2019. Refer Note 2 for details of Right-of-Use Assets and depreciation thereon. Lease liability as on April 01, 2019 amounted to ₹ 1,174 thousand as per Ind AS 116. Lease liability on account of ground lease rent has also been included below

Lease liability as on the balance sheet date is as follows:

|                     | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|---------------------|-------------------------|-------------------------|
| Non-current portion | 49,879                  | 1,077                   |
| Current             | 4,789                   | 96                      |
|                     | 54,668                  | 1,173                   |

The weighted average incremental borrowing rate used for discounting was 8.75% p.a. to 10.05% p.a

Refer Note 24 for Interest on lease Liabilities.

In accordance with the practical expedients available within the standard, the Company had applied Ind AS 116 only to contracts that were previously identified as leases under Ind AS 17.

The Company's lease assets consist of 2 lands. The leasehold land at Aurangabad is for a period of 19 years and can be extended with mutual consent. The aforesaid lease right can be sublet, sold, assigned or transferred. The lease term has been determined taking into consideration the non-cancellable lease period as per the agreement and such further period of extension is reasonably certain.

The land at Mumbai is for a period of 80 years. Except for the initial payment there are no material annual payments ground rent is paid annually for the aforesaid lease.

## B. Leases as lessor

The Company has given on operating lease certain office, factory premises, bungalows, sports club and fitness centre. These lease and license agreements are for a period not exceeding five years and are in most cases renewable by mutual consent, on mutually agreeable terms. The company has taken refundable interest free security deposits in accordance with the agreed terms.

The maturity analysis of lease payments, showing the undiscounted lease payments over the estimated lease period to be received are as follows:

| Current year period | 2021-22 | 2022-23 | 2023-24 | 2024-25 | 2025-26 | Beyond March 26 |
|---------------------|---------|---------|---------|---------|---------|-----------------|
| Amount              | 588,448 | 608,668 | 640,975 | 683,355 | 726,585 | 880,366         |

| Previous year period | 2020-21 | 2021-22 | 2022-23 | 2023-24 | 2024-25 | Beyond March 25 |
|----------------------|---------|---------|---------|---------|---------|-----------------|
| Amount               | 561,073 | 582,920 | 603,140 | 640,975 | 683,355 | 1,606,951       |

## 30. FINANCIAL INSTRUMENTS

### Financial instruments – Fair values and risk management

#### A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels are presented below. It does not include the fair value information for financial assets and financial liabilities not measured at fair value if their carrying amount is a reasonable approximation of fair value.

| March 31, 2021  | Carrying amount                    |   |                  |                   | Total Fair value  |
|---|------------------------------------|---|------------------|-------------------|-------------------|
|   | Fair value through profit and loss | Fair value through other comprehensive income | Amortised Cost   | Total             | Total             |
| <b>Financial assets</b>                                 |                                    |   |                  |                   |                   |
| Non-current investments                                 | 4,477,215                          | –   | –                | 4,477,215         | 4,477,215         |
| Loans given   | –                                  | –   | 7,432,918        | 7,432,918         | 7,459,995         |
| Trade receivables                                       | –                                  | –   | 261,605          | 261,605           | 261,605           |
| Cash and cash equivalents                               | –                                  | –   | 39,927           | 39,927            | 39,927            |
| Other bank balances including fixed deposits with banks | –                                  | –   | 222,585          | 222,585           | 77,290            |
| Other current financial assets                          | –                                  | –   | 9,043            | 9,043             | 9,043             |
| <b>Total</b>  | <b>4,477,215</b>                   | <b>–</b>                                      | <b>7,966,078</b> | <b>12,443,293</b> | <b>12,325,075</b> |
| <b>Financial liabilities</b>                            |                                    |   |                  |                   |                   |
| Borrowings  | –                                  | –   | 3,374,610        | 3,374,610         | 3,374,610         |
| Lease liabilities                                       | –                                  | –   | 54,668           | 54,668            | 54,866            |
| Trade payables  | –                                  | –   | 2,207            | 2,207             | 2,207             |
| Other financial liabilities                             | –                                  | –   | 605,342          | 605,342           | 605,342           |
| <b>Total</b>  | <b>–</b>                           | <b>–</b>                                      | <b>4,036,827</b> | <b>4,036,827</b>  | <b>4,037,025</b>  |

| March 31, 2021                         | Fair value                                |   |   |                   |
|--|---|---|---|-------------------|
|  | Quoted prices in active markets (Level 1) | Significant observable inputs (Level 2) | Significant unobservable inputs (Level 3) | Total             |
| <b>Financial assets</b>                |   |   |   |                   |
| Non-current investments                | –   | –                                       | 4,477,215                                 | 4,477,215         |
| Loans given                            | –   | 7,459,995                               | –   | 7,459,995         |
| Fixed deposits with Bank (non-current) | –   | 77,290                                  | –   | 77,290            |
| <b>Total</b>                           | –   | <b>7,537,285</b>                        | <b>4,477,215</b>                          | <b>12,014,500</b> |
| <b>Financial liabilities</b>           |   |   |   |                   |
| Borrowings                             | –   | 3,374,610                               | –   | 3,374,610         |
| Lease liabilities                      | –   | 54,866                                  | –   | 54,866            |
| <b>Total</b>                           | –   | <b>3,429,476</b>                        | –   | <b>3,429,476</b>  |

| March 31, 2020  | Carrying amount                    |   |                  |                   | Total Fair value  |
|---|------------------------------------|---|------------------|-------------------|-------------------|
|   | Fair value through profit and loss | Fair value through other comprehensive income | Amortised Cost   | Total             | Total             |
| <b>Financial assets</b>                                 |                                    |   |                  |                   |                   |
| Non-current investments                                 | 4,282,684                          | –   | –                | 4,282,684         | 4,282,684         |
| Loans given   | –                                  | –   | 6,733,575        | 6,733,575         | 6,746,485         |
| Trade receivables                                       | –                                  | –   | 160,957          | 160,957           | 160,957           |
| Cash and cash equivalents                               | –                                  | –   | 164,547          | 164,547           | 164,547           |
| Other bank balances including fixed deposits with banks | –                                  | –   | 77,378           | 77,378            | 67,320            |
| Other current financial assets                          | –                                  | –   | 6,487            | 6,487             | 6,487             |
| <b>Total</b>  | <b>4,282,684</b>                   | –   | <b>7,142,944</b> | <b>11,425,628</b> | <b>11,428,480</b> |
| <b>Financial liabilities</b>                            |                                    |   |                  |                   |                   |
| Borrowings  | –                                  | –   | 3,434,048        | 3,434,048         | 3,434,048         |
| Lease liabilities                                       | –                                  | –   | 1,173            | 1,173             | 1,262             |
| Trade payables  | –                                  | –   | 2,026            | 2,026             | 2,026             |
| Other financial liabilities                             | –                                  | –   | 603,296          | 603,296           | 603,296           |
| <b>Total</b>  | –                                  | –   | <b>4,040,543</b> | <b>4,040,543</b>  | <b>4,040,632</b>  |

| March 31, 2020                         | Fair value                                |   |   |                   |
|--|---|---|---|-------------------|
|  | Quoted prices in active markets (Level 1) | Significant observable inputs (Level 2) | Significant unobservable inputs (Level 3) | Total             |
| <b>Financial assets</b>                |   |   |   |                   |
| Non-current investments                | –   | –                                       | 4,282,684                                 | 4,282,684         |
| Loans given                            | –   | 6,746,485                               | –   | 6,746,485         |
| Fixed deposits with Bank (non-current) | –   | 67,320                                  | –   | 67,320            |
| <b>Total</b>                           | –   | <b>6,813,805</b>                        | <b>4,282,684</b>                          | <b>11,096,489</b> |
| <b>Financial liabilities</b>           |   |   |   |                   |
| Borrowings                             | –   | 3,434,048                               | –   | 3,434,048         |
| Lease liabilities                      | –   | 1,262                                   | –   | 1,262             |
| <b>Total</b>                           | –   | <b>3,435,310</b>                        | –   | <b>3,435,310</b>  |

## B. Measurement of fair values

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

- Long term material variable rate receivables/borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customers and risk characteristics. Based on this evaluation, allowances are taken into account for the expected credit losses of the receivables.
- The fair values of the loans taken from banks and other parties estimated by discounting cash flows using rates currently available for debt/instruments on similar terms, credit risks and remaining maturities. These valuations requires management to use certain unobservable inputs to be disclosed in the table below. Management regularly assesses a range of reasonably possible alternatives for those significant observable inputs and determines their impact on the total fair value.

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values, as well as the significant inputs used.

### Financial instruments measured at fair value

| Type  | Valuation technique  | Significant unobservable inputs  | Inter-relationship between significant unobservable inputs and fair value measurement   |
|---|--|--|---|
| Non Current Investments - Investment in Optionally Convertible Redeemable Debentures                    | Discounted cash flow technique :<br>The valuation model considers present value of expected payments discounted using an appropriate discounting rate. | (i) Risk adjusted discount rate of 5.30%<br>(ii) Discounted cash inflows   | The estimated fair value would increase/(decrease) if:<br>– the risk adjusted discount rate were lower/(higher)   |
| Non Current Investments - Investments in Optionally Convertible Cumulative Redeemable Preference Shares | Discounted cash flow technique :<br>The valuation model considers present value of expected payments discounted using an appropriate discounting rate. | (i) Risk adjusted discount rate of 5.40%<br>(ii) Discounted cash inflows   | – the cash inflows were higher/(lower)  |
| Non Current Investments - Investment in Unquoted Equity Instruments                                     | Discounted cash flow technique :<br>The valuation model considers present value of expected payments discounted using an appropriate discounting rate. | (i) EBITDA margins based on average EBITDA margin<br>(ii) Terminal growth rate based on the Company's long term sustainable growth rate potential<br>(iii) Weighted average cost of capital of 14% | The estimated fair value would increase/(decrease) if:<br>– the EBITDA margin were higher/(lower)<br>– the terminal growth rate were higher/(lower) or;<br>– the weighted average cost of capital were lower/(higher) |
| Non current financial assets measured at amortised cost/ long-term borrowings and Lease liabilities     | Discounted cash flow technique :<br>The valuation model considers present value of expected payments discounted using an appropriate discounting rate. |  | Not applicable  |

## C. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk; and
- Market risk

### Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company has defined and adopted a Risk Management Policy, which not only assesses the risks but also helps in timely ratification and minimisation of these risks associated with strategic, operational, financial and compliance operations across all business operations. These control procedures and systems ensure that the Board is periodically informed on the material risks faced by the Company and the steps taken by the Company to alleviate those risks. At present, in the opinion of the Board of Directors, there are no risks which may threaten the existence of the Company.

#### i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers

to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

#### Trade receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

As on March 31, 2021 and March 31, 2020, the Company did not have any significant concentration of credit risk with any external customers (i.e. customers other than entities over which Individuals having direct or indirect control over the Company, have significant influence/control).

Summary of the Company's exposure to credit risk by age of the outstanding from various customers is as follows:

|                       | Net Carrying amount     |                         |
|-----------------------|-------------------------|-------------------------|
|                       | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
| Not due               | 226,429                 | 131,496                 |
| Past due 1-180 days   | 4,918                   | 8,983                   |
| Past due 181-360 days | 3,891                   | 9,477                   |
| More than 360 days    | 26,367                  | 11,001                  |
|                       | <u>261,605</u>          | <u>160,957</u>          |

#### Expected credit loss assessment for customers as at the balance sheet date

The Company allocates each exposure to a credit risk grade based on a variety of data that is determined to be predictive of the risk of loss (e.g. timeliness of payments, available press information etc.) and applying experienced credit judgement.

Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. Given that the macro economic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of minimal credit losses to continue.

The movement in the allowance for impairment in respect of trade and other receivables during the year was as follows.

|                                     |                   |
|-------------------------------------|-------------------|
| Balance as at April 01, 2019        | 271               |
| Impairment loss recognised          | –                 |
| Amounts written off                 | –                 |
| Balance as at March 31, 2020        | 271               |
| Impairment loss recognised          | –                 |
| Amounts written off                 | –                 |
| <b>Balance as at March 31, 2021</b> | <u><b>271</b></u> |

#### Cash and bank balances

The Company held cash and bank balances of ₹ 177,937 thousand (Previous year - ₹ 164,547 thousand). The cash and cash equivalents are held with bank and financial institution counterparties with good credit ratings.

#### Others

Other than trade and other receivables, the Company has no other financial assets that are past due but not impaired.

#### ii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure that it will have sufficient liquidity to meet its liabilities. The Company monitors the net liquidity position through forecasts on the basis of expected cash flows.

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

# Carol Info Services Limited

## Exposure to liquidity risk

| March 31, 2021                              | Carrying amount | Contractual cash flows |             |           |           |                   |
|---|-----------------|------------------------|-------------|-----------|-----------|-------------------|
|   |                 | Total                  | Upto 1 year | 1-3 years | 3-5 years | More than 5 years |
| <b>Non-derivative financial liabilities</b> |                 |                        |             |           |           |                   |
| Borrowings                                  | 3,374,610       | 6,496,963              | 538,204     | 928,535   | 928,535   | 4,101,689         |
| Lease liabilities                           | 54,668          | 355,576                | 5,185       | 10,371    | 10,371    | 329,649           |
| Trade payables                              | 2,207           | 2,207                  | 2,207       | –         | –         | –                 |
| Deposits payable                            | 590,868         | 590,868                | 590,868     | –         | –         | –                 |
| Employee liabilities                        | 173             | 173                    | 173         | –         | –         | –                 |
| Other payables                              | 14,301          | 14,301                 | 14,301      | –         | –         | –                 |
| <b>Non-derivative financial assets</b>      |                 |                        |             |           |           |                   |
| Other investments                           | 5,532,768       | 9,148,971              | 941         | 836       | 1,844,396 | 7,302,798         |
| Other non-current financial assets          | 84,575          | 95,035                 | –           | 95,035    | –         | –                 |
| Trade receivables                           | 261,605         | 261,605                | 261,605     | –         | –         | –                 |
| Cash and cash equivalents                   | 39,927          | 39,927                 | 39,927      | –         | –         | –                 |
| Bank balances (other than above)            | 138,010         | 138,010                | 138,010     | –         | –         | –                 |
| Loans given                                 | 7,432,918       | 7,432,918              | 7,432,918   | –         | –         | –                 |
| Other current financial assets              | 9,043           | 9,043                  | 9,043       | –         | –         | –                 |
| March 31, 2020                              | Carrying amount | Contractual cash flows |             |           |           |                   |
|   |                 | Total                  | Upto 1 year | 1-3 years | 3-5 years | More than 5 years |
| <b>Non-derivative financial liabilities</b> |                 |                        |             |           |           |                   |
| Borrowings                                  | 3,434,048       | 6,887,294              | 464,268     | 928,535   | 928,535   | 4,565,956         |
| Lease liabilities                           | 1,173           | 4,783                  | 100         | 200       | 200       | 4,283             |
| Trade payables                              | 2,026           | 2,026                  | 2,026       | –         | –         | –                 |
| Deposits payable                            | 590,868         | 590,868                | 590,868     | –         | –         | –                 |
| Employee liabilities                        | 120             | 120                    | 120         | –         | –         | –                 |
| Other payables                              | 12,308          | 12,308                 | 12,308      | –         | –         | –                 |
| <b>Non-derivative financial assets</b>      |                 |                        |             |           |           |                   |
| Other investments                           | 5,338,237       | 9,136,968              | 521         | 833       | 1,286,773 | 7,848,841         |
| Loans given                                 | 6,733,575       | 7,536,608              | 3,854,910   | 3,681,697 | –         | –                 |
| Other non-current financial assets          | 77,378          | 95,035                 | –           | 95,035    | –         | –                 |
| Trade receivables                           | 160,957         | 160,957                | 160,957     | –         | –         | –                 |
| Cash and cash equivalents                   | 164,547         | 164,547                | 164,547     | –         | –         | –                 |
| Other current financial assets              | 6,487           | 6,487                  | 6,487       | –         | –         | –                 |

### iii. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and other prices such as equity price. These will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. Financial instruments affected by market risk include loans, borrowings and deposits. The Market risk the Company is exposed can be classified as Currency risk and Interest rate risk. The Company does not have any currency risk.

#### a) Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

#### Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows:

|                                  | Nominal amount          |                         |
|----------------------------------|-------------------------|-------------------------|
|                                  | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
| <b>Variable-rate instruments</b> |                         |                         |
| Financial liabilities            | 3,300,674               | 3,434,048               |
|                                  | <u>3,300,674</u>        | <u>3,434,048</u>        |
| <b>Fixed-rate instruments</b>    |                         |                         |
| Financial liabilities            | 73,936                  | –                       |
|                                  | <u>73,936</u>           | <u>–</u>                |

**Cash flow sensitivity analysis for variable-rate instruments**

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased/(decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, remain constant.

| Particulars                      | Increase/(Decrease) in Profit        |                                      |
|----------------------------------|--------------------------------------|--------------------------------------|
|                                  | For the year ended<br>March 31, 2021 | For the year ended<br>March 31, 2020 |
| <b>Variable-rate instruments</b> |                                      |                                      |
| 100 bp increase                  | (33,007)                             | (34,066)                             |
| 100 bp decrease                  | 33,007                               | 34,066                               |

**31. CAPITAL MANAGEMENT**

The Company's capital management is intended to create value for stakeholders by facilitating the meeting of long-term and short-term goals of the Company.

The Company determines the amount of capital required on the basis of annual and long-term strategic plans. The Company's policy is aimed at combination of short-term and long-term borrowings.

The Company monitors the capital structure on the basis of 'adjusted net debt' to 'adjusted equity'. For this purpose adjusted net debt is defined as total liabilities comprising loans and borrowings excluding lease liabilities under Ind AS 116, less cash and cash equivalents, Bank balance and current investments, if any. Adjusted equity comprises 'Total Equity'.

The following table summarises the capital of the Company:

|   | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|---|-------------------------|-------------------------|
| Total liabilities   | 3,300,674               | 3,434,048               |
| Less : Cash and cash equivalent and other bank balances. There are no current investments | 177,937                 | 164,547                 |
| <b>Adjusted net debt</b>  | <b>3,122,737</b>        | <b>3,269,501</b>        |
| Total equity  | 10,122,194              | 9,444,818               |
| <b>Adjusted equity</b>  | <b>10,122,194</b>       | <b>9,444,818</b>        |
| Adjusted net debt to adjusted equity ratio  | 0.31                    | 0.35                    |

**32. RELATED PARTY TRANSACTIONS (as per Ind AS 24)****(a) Parties where control exists****Holding Company**

Khorakiwala Holdings and Investments Private Limited

**Subsidiary Company**

Banneret Trading Private Limited

**Associate Company**

Wockhardt Hospitals Limited (w.e.f. March 30, 2020)

**Individuals having direct or indirect control over the Company**

H. F. Khorakiwala

**Entities having direct or indirect control over the Company**

Habil Khorakiwala Trust – Themisto Trustee Company Private Limited holds shares in the Holding Company in its capacity as the trustee of Habil Khorakiwala Trust.

**Enterprises over which Individuals having direct or indirect control over the Company, have significant influence/control** - The related parties reported below are related parties with whom transactions have taken place during the year/balances outstanding as on the balance sheet date.

Wockhardt Hospitals Limited (upto March 29, 2020)

Merind Limited

Holmdene Constructions

Wockhardt Limited

Humuza Consultants

Wockhardt Foundation

**Key Managerial Personnel**

G.B. Parulkar - Managing Director (upto June 30, 2020)

Mr. Deepak Madnani - Managing Director (w.e.f. August 27, 2020)

Mr. Satish Agrawal - Chief Financial Officer and Executive Director (w.e.f. August 27, 2020)

Stephen D'Souza - Non Executive Non Independent Director

Vijaya Nair - Independent Director

Akhtar Shamsi - Chairman and Independent Director

Neeraj Jain - Non Executive Non Independent Director (upto September 24, 2019)

# Carol Info Services Limited

## (b) Transactions with related parties during the year

(All the amounts mentioned below for the disclosure are the contractual amounts based on the arrangement with respective parties)

|   | For the<br>year ended<br>March 31, 2021 | For the<br>year ended<br>March 31, 2020 |
|---|---|---|
| <b>Holding Company</b>  |   |   |
| Rent paid   | 100                                     | 100                                     |
| (Rent paid has been reported as Right of use asset)   |   |   |
| <b>Subsidiary Company</b>   |   |   |
| Loan given  | 33                                      | 31                                      |
| Interest income   | 35                                      | 34                                      |
| During previous year, the repayment period of first installment of the Loan given to Subsidiary Company was amended by mutual agreement, without changing the other terms of the existing loan. Under Ind AS notional loss on account of such amendment amounts to  | -                                       | 341,169                                 |
| <b>Transactions with enterprises over which Individuals having direct or indirect control over the Company, having significant influence/control</b>  |   |   |
| Rent received from Wockhardt Limited  | 949,778                                 | 902,395                                 |
| Recovery of Electricity Charges from Wockhardt Limited  | 6,046                                   | 16,846                                  |
| Advance paid to Wockhardt Hospitals Limited   | 10,000                                  | -                                       |
| Advance repaid back by Wockhardt Hospitals Limited  | 10,000                                  | -                                       |
| Recovery of Expenses from Wockhardt Hospitals Limited   | 4,226                                   | 5,063                                   |
| Interest Income from Wockhardt Hospitals Limited  | 138                                     | -                                       |
| Advance taken from Wockhardt Hospitals Limited  | 123,936                                 | -                                       |
| Advance taken repaid to Wockhardt Hospitals Limited   | 50,000                                  | -                                       |
| Interest paid on Advances Taken by Wockhardt Hospitals Limited  | 4,918                                   | -                                       |
| Investment in 0.1% Optionally Convertible Cumulative Redeemable Preference Shares of Wockhardt Hospitals Limited  | 5,000                                   | 50,000                                  |
| Purchase of 0% Optionally Convertible Redeemable Debentures of Wockhardt Hospitals Limited from Merind Limited  | -                                       | 584,000                                 |
| Loan Repaid to Merind Limited   | -                                       | 54,690                                  |
| Interest income from Holmdene Constructions   | 1                                       | 1                                       |
| Loan given to Holmdene Constructions  | 1                                       | 1                                       |
| Loan Given to Humuza Consultants  | 167,827                                 | 312,945                                 |
| Loan Repaid by Humuza Consultants   | -                                       | 140,000                                 |
| Interest Income from Humuza Consultants   | 22,679                                  | 2,161                                   |
| In accordance with the terms of debenture issue and amendments thereafter, during the year, Nil (Previous year - 530) Optionally Convertible Redeemable Debentures of Wockhardt Hospitals Limited of ₹ 1,000,000 each have been converted into Nil (Previous year - 17,096,773) equity shares. Consequently Wockhardt Hospitals Limited had become an Associate of the Company during previous year. Under Ind AS the Company has recorded the following: |   |   |
| Loss on conversion of Optionally Convertible Redeemable Debentures of Wockhardt Hospitals Limited   | -                                       | 356,294                                 |
| Donation to Wockhardt Foundation  | 9,500                                   | -                                       |
| <b>(c) Managerial remuneration to Managing Director</b>   | <b>228</b>                              | <b>300</b>                              |
| <b>(d) Director's sitting fees</b>  |   |   |
| [Akhtar Shamsi ₹ 9 thousand (Previous year - ₹ 11 thousand), Stephen D'Souza ₹ 9 thousand (Previous year - ₹ 10 thousand), Vijaya Nair ₹ 8 thousand (Previous year - ₹ 11 thousand), Neeraj Jain ₹ Nil (Previous year - ₹ 6 thousand)]  | <b>26</b>                               | <b>38</b>                               |

|   | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|---|-------------------------|-------------------------|
| <b>(e) Related party balances outstanding</b> (All the amounts mentioned below for the disclosure are the contractual amounts based on the arrangement with respective parties. Where such amounts are different from carrying amounts as per requirements of Ind AS, their carrying amounts have been disclosed separately.)   |                         |                         |
| Payable to Holding Company  | 236                     | 118                     |
| Receivable from Subsidiary – Transaction Value<br>[Carrying value: ₹ 7,091,750 thousand (Previous year - ₹ 6,560,363 thousand)]   | 7,363,428               | 7,363,395               |
| Security deposit payable to Wockhardt Limited   | 555,000                 | 555,000                 |
| Receivable from Enterprises where significant influence/control exists (Net of Provision)<br>[Holmdene Constructions ₹ 270 thousand (Previous Year - ₹ 269 thousand); Wockhardt Limited ₹ 377,620 thousand* (Previous Year - ₹ 223,762 thousand), Humuza Consultants ₹ 340,772 thousand (Previous Year : ₹ 172,945 thousand)]<br>* Including receivable on account of lease equalisation. | 718,662                 | 396,975                 |
| Carrying value - Wockhardt Limited ₹ 256,253 thousand (Previous year - ₹ 154,496 thousand)  |                         |                         |
| Receivable from Associates  | 9,043                   | 4,817                   |
| Payable to Associates (advance taken converted to loan)   | 73,935                  | –                       |
| Managerial remuneration payable to Key managerial personnel<br>[Deepak Madhani ₹ 3 thousand (Previous year - ₹ Nil), G.B. Parulkar ₹ Nil (Previous year - ₹ 300 thousand)]  | 3                       | 300                     |
| Sitting fees payable<br>[Akhtar Shamsi ₹ 8 thousand (Previous year - ₹ 11 thousand), Stephen D'Souza ₹ 8 thousand (Previous year - ₹ 10 thousand), Vijaya Nair ₹ 7 thousand (Previous year - ₹ 11 thousand), Neeraj Jain ₹ Nil, (Previous year - ₹ 6 thousand)]   | 23                      | 38                      |

**33. SUBSEQUENT EVENTS**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

**34. SEGMENT INFORMATION**

The Company is only into one segment 'Renting of Immovable property segment'.

**35. INFORMATION PERTAINING TO LOANS AND GUARANTEES GIVEN (UNDER SECTION 186(4) OF THE COMPANIES ACT, 2013) – at transaction cost:**

| Name of the Entity   | Outstanding as at the beginning of the year | Given during the year | Repaid during the year | *Adjustments     | Closing at the end of the year | Purpose         |
|--|---|-----------------------|------------------------|------------------|--------------------------------|-----------------|
| Banneret Trading Private Limited#<br>(Previous year)                       | 7,363,395<br>7,363,364                      | 33<br>31              | –<br>–                 | –<br>–           | 7,363,428<br>7,363,395         | General purpose |
| Sharanya Chemicals and Pharmaceuticals Private Limited*<br>(Previous year) | 16,064<br>16,064                            | –<br>–                | –<br>–                 | 16,064<br>16,064 | –<br>–                         | General purpose |
| Humuza Consultants<br>(Previous year)                                      | 172,945<br>–                                | 167,827<br>312,945    | –<br>140,000           | –<br>–           | 340,772<br>172,945             | General purpose |
| Holmdene Construction<br>(Previous year)                                   | 269<br>268                                  | 1<br>1                | –<br>–                 | –<br>–           | 270<br>269                     | General purpose |

\* Loan given to Sharanya Chemicals and Pharmaceuticals Private Limited has been fully provided for in earlier year.

# As referred in note 32, during the previous year, the repayment period of first installment of the Loan given to Subsidiary Company has been amended by mutual agreement, without changing the other terms of the existing loan. Interest free Loan amounting to ₹ 7,362,824 thousand was given prior to enactment of Companies Act, 2013.

**Note:** Refer Note 4 for the investments made by the Company. Further all the amounts mentioned above are the contractual amounts based on the arrangements with the respective parties.



# Carol Info Services Limited

## 36. CONTINGENT LIABILITY AND COMMITMENTS

- (a) Demands for ₹ 410 thousand (Previous Year - ₹ 410 thousand) have been raised by Sales Tax Authorities. The Company has disputed the said demands.
- (b) Demands by Service Tax authorities ₹ 14,567 thousand (Previous Year - ₹ 14,567 thousand) disputed by the Company.
- (c) Demand by Income tax authorities ₹ 65,019 thousand (Previous Year - ₹ 326,821 thousand) disputed by the Company.
- (d) Claims against the Company not acknowledged as debt pertaining to interest ₹ 12,636 thousand (Previous Year - ₹ 9,266 thousand).

## 37. Reconciliation of the opening and closing balances of liabilities arising from Financing activities:

| Particulars      | Balance as on<br>March 31, 2021 | Balance as on<br>April 01, 2020 | Non cash changes      |   | Cash flows -<br>inflow/<br>(Outflow) |
|------------------|---------------------------------|---------------------------------|-----------------------|---|--------------------------------------|
|                  |                                 |                                 | Ind AS<br>adjustments | Other non cash<br>adjustments and<br>reclassification |                                      |
| Borrowings (Net) | <b>3,374,610</b>                | <b>3,434,048</b>                | <b>(6,503)</b>        | <b>23,499</b>   | <b>(42,442)</b>                      |
| (Previous year)  | 3,434,048                       | 2,882,124                       | 77,328                | (5,002)   | 624,250                              |

38. As part of Corporate Social Responsibility (CSR), the Company has made contribution of ₹ 9,500 thousand during the year (Previous year - ₹ Nil) for spending on CSR activities. The aforesaid amount has been included in Note 25 - OTHER EXPENSES. Also refer note 32.

39. Previous year figures have been regrouped where necessary to conform to current year's presentation.

As per our attached report of even date

**For Haribhakti & Co. LLP**

Chartered Accountants  
Firm Regn. No. 103523W / W100048

**Hemant Bhatt**

Partner  
Membership No. 036834  
Place : Mumbai  
Date : August 27, 2021

**For and on behalf of the Board of Directors**

**Deepak Madnani**  
Managing Director  
DIN: 07679855

**Stephen D'Souza**  
Director  
DIN: 00045812

**Satish Agrawal**  
Executive Director & Chief Financial Officer  
DIN: 0008840144

**Jeevan Mondkar**  
Company Secretary  
ACS: 22565

## INDEPENDENT AUDITOR'S REPORT

### To the Members of Carol Info Services Limited

#### Report on the Audit of the Consolidated Ind AS Financial Statements

##### Opinion

We have audited the accompanying consolidated Ind AS financial statements of Carol Info Services Limited (hereinafter referred to as “the Holding Company”) and its subsidiary (the Holding Company and its subsidiaries together referred to as “the Group”) and its associate, comprising of the Consolidated Balance Sheet as at March 31, 2021, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated Ind AS financial statements including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “consolidated Ind AS financial statements”).

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditor(s) on separate Ind AS financial statements and on the other financial information of the subsidiary and associate, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards (“Ind AS”) prescribed under section 133 of the Act, of the consolidated state of affairs of the Group and its associate as at March 31, 2021, their consolidated profit (including other comprehensive income), their consolidated changes in equity and their consolidated cash flows for the year ended on that date.

##### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Ind AS Financial Statements section of our report. We are independent of the Group and its associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (“ICAI”) together with the ethical requirements that are relevant to our audit of the consolidated Ind AS financial statements under the provisions of the Act and Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated Ind AS financial statements.

##### Other Information

The Holding Company’s Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company’s Directors’ Report including Annexures to Directors’ Report, but does not include the standalone Ind AS financial statements, consolidated Ind AS financial statements and our auditor’s report thereon.

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

In connection with our audit of the consolidated Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and the reports of other auditor(s), we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

##### Responsibilities of Management and Those Charged with Governance for the Consolidated Ind AS Financial Statements

The Holding Company’s Board of Directors are responsible for the preparation and presentation of these consolidated Ind AS financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated changes in equity and consolidated cash flows of the Group including its associate in accordance with the accounting principles generally accepted in India, including Ind AS prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and of its associates and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

# Carol Info Services Limited

In preparing the consolidated Ind AS financial statements, the respective Board of Directors of the companies included in the Group and of its associate are responsible for assessing the ability of the Group and of its associate 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associate are responsible for overseeing the financial reporting process of the Group and of its associates.

## Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

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

- Identify and assess the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company, its subsidiary company and associate company, which are companies incorporated in India, have adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates of which we are the independent auditors, to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the Ind AS financial statements of such entities included in the consolidated Ind AS financial statements of which we are the independent auditors. For the other entities included in the consolidated Ind AS financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

## Other Matters

We did not audit the Ind AS financial statements of Banneret Trading Private Limited, whose Ind AS financial statements reflects total assets of ₹ 4,170,329 thousands as at March 31, 2021, total revenues of ₹ 352,391 thousands and net cash outflow amounting to ₹ 56 thousands for the year ended on that date, as considered in the consolidated Ind AS financial statements.

The consolidated Ind AS financial statements also include Group's share of net loss (including other comprehensive income) of ₹ 38,336 thousands for the year ended March 31, 2021, as considered in the consolidated Ind AS financial statements, in respect of the associate, whose Ind AS financial statements have not been audited by us. These Ind AS financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of section 143(3) of the Act, in so far as it relates to the aforesaid subsidiaries and associates, is based solely on the reports of the other auditors.

Our opinion on the consolidated Ind AS financial statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditor and the Ind AS financial statements certified by the management.

**Report on Other Legal and Regulatory Requirements**

As required by section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditor(s) on separate Ind AS financial statements and the other financial information of subsidiary and associate, as noted in the Other Matters section above we report, to the extent applicable, that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements;
- b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;
- d. In our opinion, the aforesaid consolidated Ind AS financial statements comply with the 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 of the Holding Company as on March 31, 2021 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company and associate company, incorporated in India, none of the directors of the Group companies and its associate company, incorporated in India, is disqualified as on March 31, 2021 from being appointed as a director in terms of section 164(2) of the Act;
- f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, its subsidiary company and associate company incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure";
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act:  
  
In our opinion and to the best of our information and according to the explanations given to us by the Holding Company and the report of the statutory auditor of its subsidiary and associate incorporated in India, the remuneration paid/ provided by the Holding Company, its subsidiary and associate to its directors during the year is in accordance with the provisions of section 197 of the Act;
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - (i) The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its associates— Refer Note 38 to the consolidated Ind AS financial statements;
  - (ii) The Group and its associates did not have any material foreseeable losses on long term contracts including derivative contracts;
  - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary company, and associate company incorporated in India.

**For Haribhakti & Co. LLP**  
Chartered Accountants  
ICAI Firm Registration No. 103523W/W100048

**Hemant Bhatt**  
Partner  
Membership No. 036834  
UDIN: 21036834AAAABR3188

Place: Mumbai  
Date: August 27, 2021

## ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section in our Independent Auditor's Report of even date to the members of Carol Info Services Limited on the consolidated Ind AS financial statements for the year ended March 31, 2021]

### **Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the consolidated Ind AS financial statements of Carol Info Services Limited ("Holding Company") as of and for the year ended March 31, 2021, we have audited the internal financial controls with reference to financial statements of the Holding Company, its subsidiary company and its associate company, which are companies incorporated in India, as of that date.

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of Holding Company, its subsidiary company and its associate company, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of Holding Company, its subsidiary company and its associate company.

#### **Meaning of Internal Financial Controls with reference to Financial Statements**

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

#### **Inherent Limitations of Internal Financial Controls with reference to Financial Statements**

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

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us and based on consideration of reporting of other auditors as mentioned in Other Matters paragraph below, the Holding Company, its subsidiary company and its associate company, which are companies incorporated in India, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2021, based on the internal control with reference to financial statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

**Other Matters**

Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements in so far as it relates to one subsidiary company and one associate company, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

**For Haribhakti & Co. LLP**

Chartered Accountants

ICAI Firm Registration No. 103523W/W100048

**Hemant Bhatt**

Partner

Membership No. 036834

UDIN: 21036834AAAABR3188

Place: Mumbai

Date: August 27, 2021

# Carol Info Services Limited

## CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2021

(All amounts in Thousand of Indian Rupees unless otherwise stated)

|  | Notes | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--|-------|-------------------------|-------------------------|
| <b>ASSETS</b>                                  |       |                         |                         |
| <b>NON-CURRENT ASSETS</b>                      |       |                         |                         |
| Property, Plant and Equipment                  | 2     | 4,259                   | 6,654                   |
| Right of use assets                            | 2     | 192,549                 | 142,921                 |
| Capital work-in-progress                       | 2     | –                       | –                       |
| Intangible assets- Goodwill on consolidation   | 3     | 57                      | 57                      |
| Investment Property                            | 4     | 626,961                 | 642,839                 |
| Investment in equity accounted investees       | 5     | 1,016,045               | 1,054,381               |
| Financial Assets                               |       |                         |                         |
| Other Investments                              | 6     | 8,647,135               | 8,107,009               |
| Other non-current financial assets             | 7     | 84,575                  | 77,378                  |
| Non-current tax assets (net)                   |       | 523,950                 | 533,941                 |
| Other non-current assets                       | 8     | 5,534                   | 5,534                   |
|  |       | <u>11,101,065</u>       | <u>10,570,714</u>       |
| <b>CURRENT ASSETS</b>                          |       |                         |                         |
| Financial Assets                               |       |                         |                         |
| Trade receivables                              | 9     | 261,605                 | 160,957                 |
| Cash and cash equivalents                      | 10a   | 40,101                  | 164,777                 |
| Bank balances (other than above)               | 10b   | 138,010                 | –                       |
| Loans Given                                    | 11    | 341,041                 | 173,213                 |
| Other current financial assets                 | 12    | 9,043                   | 6,487                   |
| Other current assets                           | 13    | 10,672                  | 8,388                   |
|  |       | <u>800,472</u>          | <u>513,822</u>          |
|  |       | <u>11,901,537</u>       | <u>11,084,536</u>       |
| <b>TOTAL</b>                                   |       |                         |                         |
| <b>EQUITY AND LIABILITIES</b>                  |       |                         |                         |
| <b>EQUITY</b>                                  |       |                         |                         |
| Equity share capital                           | 14    | 354,365                 | 354,365                 |
| Other equity                                   |       | 6,590,360               | 5,995,792               |
|  |       | <u>6,944,725</u>        | <u>6,350,157</u>        |
| <b>NON-CURRENT LIABILITIES</b>                 |       |                         |                         |
| Financial Liabilities                          |       |                         |                         |
| Borrowings                                     | 15    | 3,252,529               | 3,364,082               |
| Lease liabilities                              | 30    | 49,879                  | 1,077                   |
| Provisions                                     | 16    | 120                     | 150                     |
| Deferred tax liabilities (net)                 | 27    | 344,269                 | 307,986                 |
|  |       | <u>3,646,797</u>        | <u>3,673,295</u>        |
| <b>CURRENT LIABILITIES</b>                     |       |                         |                         |
| Financial Liabilities                          |       |                         |                         |
| Borrowings                                     | 17    | 73,936                  | –                       |
| Trade payables                                 | 18    | –                       | –                       |
| Due to Micro enterprises and Small enterprises |       | –                       | –                       |
| Due to Others                                  |       | 2,207                   | 2,026                   |
| Lease liabilities                              | 30    | 4,789                   | 96                      |
| Other financial liabilities                    | 19    | 715,804                 | 728,876                 |
| Other current liabilities                      | 20    | 13,205                  | 13,556                  |
| Provisions                                     | 21    | 2                       | 6                       |
| Liabilities for current tax (net)              |       | 500,072                 | 316,524                 |
|  |       | <u>1,310,015</u>        | <u>1,061,084</u>        |
|  |       | <u>11,901,537</u>       | <u>11,084,536</u>       |
| <b>TOTAL</b>                                   |       |                         |                         |
| Significant accounting policies                | 1(C)  |                         |                         |

The accompanying notes form an integral part of these Financial Statements

As per our attached report of even date

**For Haribhakti & Co. LLP**  
Chartered Accountants  
Firm Regn. No. 103523W/W100048

**Hemant Bhatt**  
Partner  
Membership No. 036834

Place : Mumbai  
Date : August 27, 2021

For and on behalf of the Board of Directors

**Deepak Madnani**  
Managing Director  
DIN: 07679855

**Stephen D'souza**  
Director  
DIN: 00045812

**Satish Agrawal**  
Executive Director & Chief Financial Officer  
DIN: 0008840144

**Jeevan Mondkar**  
Company Secretary  
ACS: 22565

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021**

(All amounts in Thousand of Indian Rupees unless otherwise stated)

|  | Notes | For the<br>year ended<br>March 31, 2021 | For the<br>year ended<br>March 31, 2020 |
|--|-------|---|---|
| <b>REVENUE</b>   |       |   |   |
| Revenue from operations  | 22    | 925,770                                 | 910,949                                 |
| Other income   | 23    | 575,247                                 | 596,623                                 |
| <b>TOTAL</b>   |       | <b>1,501,017</b>                        | <b>1,507,572</b>                        |
| <b>EXPENSES</b>  |       |   |   |
| Employee Benefits Expenses   | 24    | 986                                     | 1,033                                   |
| Finance costs  | 25    | 383,875                                 | 355,890                                 |
| Depreciation, Amortisation and Impairment Expense                                | 2,3,4 | 21,950                                  | 21,968                                  |
| Other Expenses   | 26    | 42,757                                  | 403,374                                 |
| <b>TOTAL</b>   |       | <b>449,568</b>                          | <b>782,265</b>                          |
| <b>PROFIT BEFORE TAX</b>   |       | <b>1,051,449</b>                        | <b>725,307</b>                          |
| Tax expense:   | 27    |   |   |
| Current tax  |       | (145,851)                               | (149,277)                               |
| Tax pertaining to earlier years  |       | (236,415)                               | –                                       |
| Deferred tax credit/(charge)   |       | (51,322)                                | (14,375)                                |
| <b>PROFIT AFTER TAX BEFORE OTHER COMPREHENSIVE INCOME AND LOSS IN ASSOCIATES</b> |       | <b>617,861</b>                          | <b>561,655</b>                          |
| Share of loss in associates  | 5     | (37,595)                                | (1,168)                                 |
| <b>PROFIT AFTER TAX BEFORE OTHER COMPREHENSIVE INCOME</b>                        |       | <b>580,266</b>                          | <b>560,487</b>                          |
| <b>Other Comprehensive Income</b>  |       |   |   |
| Items that will not be reclassified to profit or loss – (charge)/credit          |       |   |   |
| – Re-measurement of net defined benefit (liability)/asset                        |       | 4                                       | (11)                                    |
| – Tax on the above   |       | (2)                                     | 3                                       |
| – Fair value gain/(loss) on equity instruments                                   |       | –                                       | (1,558,619)                             |
| – Tax on the above   |       | –                                       | 179,742                                 |
| Items that will not be reclassified to profit or loss – (charge)/credit          |       |   |   |
| – Share in the OCI of associates   | 5     | (741)                                   | (3)                                     |
|  |       | <b>(739)</b>                            | <b>(1,378,888)</b>                      |
| <b>TOTAL COMPREHENSIVE INCOME</b>  |       | <b>579,527</b>                          | <b>(818,401)</b>                        |
| Earnings per equity share of face value of ₹ 10 each                             |       |   |   |
| Basic and diluted earnings per share in ₹  | 28    | 17.44                                   | 15.85                                   |
| Significant accounting policies  | 1(C)  |   |   |
| The accompanying notes form an integral part of these Financial Statements       |       |   |   |

As per our attached report of even date

**For Haribhakti & Co. LLP**  
Chartered Accountants  
Firm Regn. No. 103523W/W100048

**Hemant Bhatt**  
Partner  
Membership No. 036834

Place : Mumbai  
Date : August 27, 2021

For and on behalf of the Board of Directors

**Deepak Madnani**  
Managing Director  
DIN: 07679855

**Stephen D'souza**  
Director  
DIN: 00045812

**Satish Agrawal**  
Executive Director & Chief Financial Officer  
DIN: 0008840144

**Jeevan Mondkar**  
Company Secretary  
ACS: 22565



# Carol Info Services Limited

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

(All amounts in Thousand of Indian Rupees unless otherwise stated)

### Equity Share Capital

|  | As at<br>April 01, 2019 | Changes in<br>equity share capital<br>during the year | As at<br>March 31, 2020 | Changes in<br>equity share capital<br>during the year | As at<br>March 31, 2021 |
|--|-------------------------|---|-------------------------|---|-------------------------|
|  | 354,365                 | –   | 354,365                 | –   | 354,365                 |

### Other Equity

|   | Reserves and Surplus |                                  |                                  |                        |                                   |                    |  | Other Comprehensive Income  |  | Total<br>Equity |
|---|----------------------|----------------------------------|----------------------------------|------------------------|-----------------------------------|--------------------|--|---|--|-----------------|
|   | Capital<br>Reserve   | Securities<br>Premium<br>Account | Capital<br>Redemption<br>Reserve | Deemed<br>distribution | Deemed<br>Capital<br>contribution | General<br>reserve | Surplus<br>(Profit and loss<br>balance)<br>– Refer<br>note 1 below | Re-measurement<br>of net defined<br>benefit (liability)/<br>asset | Net gain/<br>(loss) on<br>Fair value<br>of equity<br>instruments |                 |
| <b>Balance at April 01, 2019</b>        | 158,622              | 2,716,000                        | 297,500                          | (5,068,670)            | –                                 | 1,216,889          | 6,625,800  | (1)   | 598,149  | 6,544,289       |
| Profit for the year                     | –                    | –                                | –                                | –                      | –                                 | –                  | 561,655  | –   | –  | 561,655         |
| Other comprehensive income for the year | –                    | –                                | –                                | –                      | –                                 | –                  | –  | (8)   | (1,378,877)  | (1,378,885)     |
| Other adjustments                       | –                    | –                                | –                                | –                      | 269,904                           | –                  | –  | (3)   | –  | 269,901         |
| Share of associates                     | –                    | –                                | –                                | –                      | –                                 | –                  | (1,168)  | –   | –  | (1,168)         |
| <b>Balance at March 31, 2020</b>        | 158,622              | 2,716,000                        | 297,500                          | (5,068,670)            | 269,904                           | 1,216,889          | 7,186,287  | (12)  | (780,728)  | 5,995,792       |
| Profit for the year                     | –                    | –                                | –                                | –                      | –                                 | –                  | 617,861  | –   | –  | 617,861         |
| Other comprehensive income for the year | –                    | –                                | –                                | –                      | –                                 | –                  | –  | 2   | –  | 2               |
| Other adjustments                       | –                    | –                                | –                                | –                      | 15,041                            | –                  | –  | (741)   | –  | 14,300          |
| Share of associates                     | –                    | –                                | –                                | –                      | –                                 | –                  | (37,595)   | –   | –  | (37,595)        |
| <b>Balance at March 31, 2021</b>        | 158,622              | 2,716,000                        | 297,500                          | (5,068,670)            | 284,945                           | 1,216,889          | 7,766,553  | (751)   | (780,728)  | 6,590,360       |

### Notes:

1) Surplus (Profit and loss balance) as on Balance sheet date includes ₹ 13,757 thousand being the difference between interest free loan taken from an entity over which Individuals having direct or indirect control over the Company, have significant influence/control, and the fair value at inception with reference to the market rate.

### 2) Nature and purpose of reserves:

#### Capital reserve

Under Ind AS, preference shares have been measured at fair value at inception with reference to market rates and the difference to the extent pertaining to the promoter group have been recognised as capital reserve.

#### Securities premium

Securities premium is used to record the premium received on issue of shares. It shall be utilised in accordance with the provisions of the Companies Act, 2013.

#### Capital Redemption Reserve

Capital redemption Reserve was created during redemption of preference shares out of the profits of the Company in accordance with the requirements of relevant statute.

#### Deemed distribution

Under Ind AS, investment in preference shares of related entities have been measured at fair value at inception with reference to market rates and the difference to the extent of the carrying amount and fair values have been recognised as capital contribution.

#### Deemed Capital contribution

This represents contribution from Group Companies in the form of purchase of investments at lower rate as compared to the general rate in the market.

#### General Reserve

General reserve forms part of the retained earnings and is permitted to be distributed to shareholders as part of dividend.

As per our attached report of even date

#### For Haribhakti & Co. LLP

Chartered Accountants  
Firm Regn. No. 103523W/W100048

#### Hemant Bhatt

Partner  
Membership No. 036834

Place : Mumbai

Date : August 27, 2021

#### For and on behalf of the Board of Directors

#### Deepak Madnani

Managing Director  
DIN: 07679855

#### Stephen D'souza

Director  
DIN: 00045812

#### Satish Agrawal

Executive Director & Chief Financial Officer  
DIN: 0008840144

#### Jeevan Mondkar

Company Secretary  
ACS: 22565

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021**

(All amounts in Thousand of Indian Rupees unless otherwise stated)

|  | For the<br>year ended<br>March 31, 2021 | For the<br>year ended<br>March 31, 2020 |
|--|---|---|
| <b>CASH FLOWS FROM/(USED IN) OPERATING ACTIVITIES:</b>                           |   |   |
| <b>Profit before tax</b>   | 1,051,449                               | 725,307                                 |
| <b>Adjustments for</b>   |   |   |
| Depreciation, amortisation and impairment expense                                | 21,950                                  | 21,968                                  |
| Liabilities no more payable  | (1)                                     | -                                       |
| Advances no more recoverable   | -                                       | 16                                      |
| Finance costs  | 383,875                                 | 355,890                                 |
| Interest Income  | (385,717)                               | (342,848)                               |
| Fair value of debentures   | (177,774)                               | (139,090)                               |
| Fair valuation of Optionally Convertible Cumulative Redeemable Preference Shares | (11,755)                                | (114,685)                               |
| Loss on Conversion of Optionally Convertible Redeemable Debentures               | -                                       | 356,294                                 |
| <b>Operating profit before Working Capital changes</b>                           | <b>882,027</b>                          | <b>862,852</b>                          |
| <b>Movement in working capital:</b>  |   |   |
| (Increase)/Decrease in Trade Receivables   | (100,648)                               | (135,802)                               |
| (Increase)/Decrease in Loans and Advances and Other assets                       | (1,366)                                 | (82,843)                                |
| Increase/(Decrease) in Liabilities and Provisions                                | 1,879                                   | (15)                                    |
| <b>Cash Generated from Operations</b>  | <b>781,892</b>                          | <b>644,192</b>                          |
| Income taxes paid  | (188,976)                               | (144,325)                               |
| <b>Net cash from Operating Activities (A)</b>                                    | <b>592,916</b>                          | <b>499,867</b>                          |
| <b>CASH FLOWS PROVIDED BY/(USED IN) INVESTING ACTIVITIES:</b>                    |   |   |
| Purchase of Investments  | (5,000)                                 | (634,000)                               |
| Repayment of loans given to companies (net)                                      | (146,849)                               | (171,000)                               |
| Fixed deposits with maturity of more than 3 months                               | (145,207)                               | 107,708                                 |
| Interest received  | 20,813                                  | 20,417                                  |
| <b>Net cash used in Investing Activities (B)</b>                                 | <b>(276,243)</b>                        | <b>(676,875)</b>                        |
| <b>CASH FLOWS FROM/(USED IN) FINANCING ACTIVITIES (refer note 39):</b>           |   |   |
| Proceeds from borrowings   | -                                       | 3,500,000                               |
| Repayment of borrowings  | (112,442)                               | (2,821,060)                             |
| Short term Borrowings (net)  | 70,000                                  | (54,690)                                |
| Repayment of Lease liabilities (refer note 3 below)                              | (5,186)                                 | (100)                                   |
| Finance costs paid   | (393,721)                               | (314,960)                               |
| <b>Net cash from/(used in) Financing Activities (C)</b>                          | <b>(441,349)</b>                        | <b>309,190</b>                          |
| <b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)</b>              | <b>(124,676)</b>                        | <b>132,182</b>                          |
| <b>CASH AND CASH EQUIVALENTS, at beginning of year</b>                           | <b>164,777</b>                          | <b>32,595</b>                           |
| <b>CASH AND CASH EQUIVALENTS, at end of year</b>                                 | <b>40,101</b>                           | <b>164,777</b>                          |
| <b>Component of Cash and Cash equivalents, at end of year</b>                    |   |   |
| Balance with banks:  |   |   |
| In current account   | 39,748                                  | 64,420                                  |
| Deposit with maturity period less than 3 months                                  | -                                       | 100,004                                 |
| Cash in hand   | 353                                     | 353                                     |
| <b>Total</b>   | <b>40,101</b>                           | <b>164,777</b>                          |

**Notes:**

- The above statement of cash flows has been prepared under the indirect method as set out in Ind AS 7 'Statement of Cash Flows'.
- Income taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.
- Repayment of lease liabilities consists of:  
Payment of interest ₹ 5,184 thousand (Previous year: ₹ 98 thousand)  
Payment of Principal ₹ 2 thousand (Previous year: ₹ 2 thousand)
- Figures in bracket indicate cash outflow.

As per our attached report of even date

**For Haribhakti & Co. LLP**  
Chartered Accountants  
Firm Regn. No. 103523W/W100048

**Hemant Bhatt**  
Partner  
Membership No. 036834

Place : Mumbai  
Date : August 27, 2021

For and on behalf of the Board of Directors

**Deepak Madnani**  
Managing Director  
DIN: 07679855

**Stephen D'souza**  
Director  
DIN: 00045812

**Satish Agrawal**  
Executive Director & Chief Financial Officer  
DIN: 0008840144

**Jeevan Mondkar**  
Company Secretary  
ACS: 22565

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(All amounts in Thousand of Indian Rupees unless otherwise stated)

### 1A. BACKGROUND

Carol Info Services Limited ('CISL' or 'the Company') is a subsidiary of Khorakiwala Holdings and Investments Private Limited. The Company is engaged in renting of immovable property.

During the year 2012-13, the Company acquired all the shares of Banneret Trading Private Limited ('the subsidiary').

During previous year, in accordance with the terms of debenture issue and amendments thereafter, the Group exercised the option of converting the Optionally Convertible Redeemable Debentures of Wockhardt Hospitals Limited ('WHL') into Equity Shares. Consequently its holding in WHL increased to 31.97% and w.e.f. March 30, 2020, WHL became the Associate of the Group.

### 1B. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

#### I. Statement of compliance

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time.

#### II. Basis of preparation

The consolidated financial statements have been prepared on accrual basis under the historical cost convention except that certain financial assets and liabilities that are measured at fair value in the statement of financial position.

The consolidated financial statements comprise the financial statements of the Company and its wholly owned subsidiary 'Banneret Trading Private Limited' (together constituting 'the Group') and includes share of loss of the associate 'Wockhardt Hospitals Limited' for the year ended March 31, 2021. The financial statement of the Subsidiary and its Associate have been drawn upto the same reporting date as of the Company.

#### III. Principles of consolidation

Subsidiaries are all that are controlled by the Company. Control exists when the Company is exposed to, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through power over the entity. In assessing control, potential voting rights are considered only if the rights are substantive. The financial statements of subsidiaries are included in these consolidated financial statements from the date that control commences until the date that control ceases. The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, income and expenses. For the purpose of preparing these consolidated financial statements, the accounting policies of subsidiaries have been changed where necessary to align them with the policies adopted by the Company.

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in full while preparing these consolidated financial statements. Unrealised gains or losses arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Company's interest in the investee.

Associates are those entities in which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but not control or joint control those policies. Significant influence is presumed to exist when the Company holds between 20 and 50 percent of the voting power of another entity. The results, assets and liabilities of associates are incorporated in these financial statements using the equity method of accounting from the date in which the investee and will continue until the date that significant influence ceases. When the Company's share of losses exceeds its interest in an equity accounted investee, the carrying amount of that interest is reduced to nil and the recognition of further losses is discontinued except to the extent that the Company has an obligation or has made payments on behalf of the investee.

When the Company transacts with an associate of the Company, unrealised profits and losses are eliminated to the extent of the Company's interest in its associate.

#### IV. Use of Estimates and Judgements

The preparation of the financial statements in conformity with Ind AS requires the management to make judgements and estimates about the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The management believes that the judgements and estimates used in preparation of the Financial Statements are prudent and reasonable.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

#### Critical judgements in applying accounting policies:

The following are the critical judgements, apart from those involving estimations, that the management have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

##### (i) *Leasehold land and building:*

The Group has entered into several arrangements for lease of land/building from Government entities and other parties. The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Significant judgment is involved in

assessing whether such arrangements are in the nature of finance or operating lease. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. In making such an assessment, the Group considers various factors which includes whether the present value of minimum lease payments amounts to at least substantially all of the fair value of lease assets, renewal terms, purchase option, sub-lease options etc. Based on evaluation of above factors, leases are evaluated on case to case basis for the purpose of classification as finance or operating lease. The discount rate for assets taken on lease is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

(ii) *Current tax and deferred tax:*

The Group's tax charge on ordinary activities is the sum of the total current and deferred tax charges. The calculation of the Group's total tax charge necessarily involves a degree of estimation and judgement in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process in each respective entities within the Group. The final resolution of some of these items may give rise to material profits/ losses and/or cash flows.

The complexity of the Group's structure makes the degree of estimation and judgement more challenging. The resolution of issues is not always within the control of the Group and it is often dependent on the efficiency of the legal processes. Issues can, and often do, take many years to resolve. Payments in respect of tax liabilities for an accounting period result from payments on account and on the final resolution of open items.

The recognition of deferred tax assets is based upon whether it is probable that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. To determine the future taxable profits which are based on budgeted cash flow projections, reference is made to the latest available profit forecasts. Where the temporary differences are related to losses, relevant tax law is considered to determine the availability of the losses to offset against the future taxable profits.

(iii) *Estimation of useful life:*

The useful life used to amortise or depreciate intangible assets or property, plant and equipment respectively relates to the expected future performance of the assets acquired and management's judgement of the period over which economic benefit will be derived from asset. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. Increasing an asset's expected life or its residual value would result in a reduced depreciation charge in the Standalone statement of profit and loss.

The useful lives of group's assets are determined by management at the time the asset is acquired and reviewed annually for appropriateness. The lives are based on historical experience with similar assets as well as anticipation of future events which may impact their life such as changes in technology.

(iv) *Post employment benefits:*

The costs of providing gratuity are charged to the income statement in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by management. These assumptions include future earnings and salary increases, discount rates, expected long-term rates of return on assets and mortality rates.

(v) *Recoverability of Capital work in progress:*

Old capital work in progress is assessed for recoverability based on management's utilization plans, technical assessment of current condition of the underlying assets. Group does a periodic physical verification and inspection of these assets using internal and external experts to determine the condition and usability of these assets.

(vi) *Impairment of trade receivables:*

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

(vii) *Legal and other disputes:*

The Group provides for anticipated settlement costs where an outflow of resources is considered probable and a reliable estimate may be made of the likely outcome of the dispute and legal and other expenses arising from claims against the Group. These estimates take into account the specific circumstances of each dispute and relevant external advice are inherently judgmental and could change substantially over time as new facts emerge and each dispute progresses.

# Carol Info Services Limited

## IC. SIGNIFICANT ACCOUNTING POLICIES:

### (a) Property Plant and Equipment and Depreciation

#### *I. Recognition and Measurement:*

Items of Property, Plant and Equipment are measured at cost less accumulated depreciation and impairment losses, if any. The cost of an item of Property, Plant and Equipment comprises:

- its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which the Group incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by management, are recognised in Statement of Profit and Loss. If significant parts of an item of Property, Plant and Equipment have different useful lives, then they are accounted for as separate items (major components) of Property, Plant and Equipment.

#### *II. Subsequent expenditure*

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

Any gain or loss on disposal of an item of Property, Plant and Equipment is recognised in the Statement of Profit and Loss.

Capital work-in-progress in respect of assets which are not ready for their intended use are carried at cost, comprising of direct costs, related incidental expenses and attributable interest.

#### *III. Depreciation*

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation is provided, using the straight line method, pro-rata to the period of use of assets, in accordance with the requirements of Schedule II of the Companies Act, 2013, based on the useful lives of the assets determined through technical assessment by the management. The estimated useful lives followed by the Group are as follows:

| <b><u>Assets</u></b>              | <b><u>Estimated useful life</u></b> |
|-----------------------------------|-------------------------------------|
| Leasehold land                    | over the period of lease            |
| Buildings                         | 30-60 years                         |
| Plant and Machinery               | 10-20 years                         |
| Furniture and Fixtures            | 10 years                            |
| Office Equipments                 | 4-5 years                           |
| Information Technology Equipments | 3 years                             |
| Vehicles                          | 5 years                             |

Components having useful lives different from the life of parent assets as stated above are depreciated over the useful life of the components. Fixed assets whose aggregate cost is ₹ 5,000 or less are depreciated fully in the year of acquisition.

### (b) Impairment of assets

The carrying values of assets/cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the Statement of Profit and Loss.

The recoverable amount is the greater of the fair value less cost of disposal and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss.

**(c) Foreign currency transactions/translations:**

- i) Transactions in foreign currencies are translated to the reporting currency at exchange rates at the dates of the transactions.
- ii) Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated into the reporting currency at the exchange rate at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.
- iii) Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements are recognized in the Statement of Profit and Loss in the period in which they arise.

**(d) Financial Instruments**

## I. Financial assets

## (i) Classification of financial assets

The Group classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

*Debt instruments at amortised cost:*

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

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss. This category generally applies to trade and other receivables.

*Debt instruments at fair value through other comprehensive income (FVOCI):*

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in other income using the EIR method. The Group does not have any instruments classified as fair value through other comprehensive income (FVOCI).

*Debt instruments measured at fair value through profit and loss (FVTPL):*

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

*Equity investments:*

Investment in subsidiaries, associates and joint ventures are measured at cost.

All other equity investments which are in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group decides to classify the same either as at fair value through other comprehensive income (FVTOCI) or FVTPL. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

For equity instruments classified as FVTOCI, all fair value changes on the instrument, excluding dividends, are recognized in other comprehensive income (OCI). There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of such investments.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

The Group does not have any equity investments classified as FVTPL.

# Carol Info Services Limited

## (ii) Initial recognition and measurement

All financial assets are recognised initially at fair value and for those instruments that are not subsequently measured at FVTPL, plus/minus transaction costs that are attributable to the acquisition of the financial assets.

Trade receivables are carried at original invoice price and do not contain any significant financing component. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

## (iii) Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognised (i.e. removed from the Group's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either:
  - (a) The Group has transferred substantially all the risks and rewards of the asset, or
  - (b) The Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates whether it has transferred substantially all the risks and rewards of ownership. In such cases, the financial asset is derecognised. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

## (iv) Impairment of financial assets

In accordance with Ind AS 109, the Group applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance.
- b) Trade receivables.

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables which do not contain a significant financing component.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Group uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, historical observed default rates are updated and changes in the forward-looking estimates are analysed.

## II. Financial Liabilities and equity instruments:

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

### (i) Equity instruments:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Group are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

### (ii) Financial liabilities:- Classification:

Financial liabilities are classified as either 'at FVTPL' or 'other financial liabilities'. FVTPL liabilities consist of derivative financial instruments, wherein the gains/losses arising from remeasurement of these instruments is recognized in the Statement of Profit and Loss. Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

### (iii) Initial recognition and measurement:

All financial liabilities are recognised initially at fair value and for those instruments that are not subsequently measured at FVTPL, plus/minus transaction costs that are attributable to issue of these instruments.

## (iv) Derecognition:

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

## III. Fair value:

The Group determines the fair value of its financial instruments on the basis of the following hierarchy:

- (a) Level 1: The fair value of financial instruments quoted in active markets is based on their quoted closing price at the balance sheet date.
- (b) Level 2: The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques using observable market data. Such valuation techniques include discounted cash flows, standard valuation models based on market parameters for interest rates, yield curves or foreign exchange rates, dealer quotes for similar instruments and use of comparable arm's length transactions.
- (c) Level 3: The fair value of financial instruments that are measured on the basis of entity specific valuations using inputs that are not based on observable market data (unobservable inputs).

**(e) Income tax**

Income tax expense comprises current and deferred tax. It is recognised in Statement of Profit and Loss except to the extent that it relates items recognised directly in equity or in OCI.

*Current tax*

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured at the amount expected to be recovered from or paid to the taxation authorities using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends if any.

Current tax assets and liabilities are offset only if, the Company:

- a) has a legally enforceable right to set off the recognised amounts; and
- b) Intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

*Deferred tax*

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset only if:

- a) the Group has a legally enforceable right to set off current tax assets against current tax liabilities; and
- b) The deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

**(f) Employee benefits***Short term employee benefits*

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

*Defined contribution plans*

Obligations for contributions to defined contribution plans are expensed as the related service is provided. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.



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## *Defined benefit plans*

The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses and the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI). Net interest expense/(income) on the net defined liability/(assets) is computed by applying the discount rate, used to measure the net defined liability/(asset). Net interest expense and other expenses related to defined benefit plans are recognised in Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in the Statement of Profit and Loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

## *Other long-term employee benefits*

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Remeasurement are recognised in Statement of Profit and Loss in the period in which they arise.

## **(g) Earnings per share**

Basic earnings per share is computed by dividing the profit/(loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares). Diluted earnings per share is computed by dividing the profit/(loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

## **(h) Revenue recognition**

Rental Income is recognised on time proportionate basis over the period of the agreement.

Revenues from services is recognised in accordance with the terms of the relevant agreement(s) as generally accepted and agreed with the customers, and when control transfers to such customers and the Group's performance obligations are satisfied.

## **(i) Leases**

### **I. Assets taken on lease:**

The Groups's lease asset classes primarily consist of leases for land. The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (1) the contract involves the use of an identified asset (2) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The right-of-use assets are initially recognized at cost and subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of the leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

II. Assets given on lease:

*Determination of lease arrangement*

An arrangement, which is not in the legal form of a lease, is accounted for as a lease, if:

1. fulfilment of the arrangement is dependent on the use of a specific asset or assets (the asset); and
2. the arrangement conveys a right to use the asset.

At inception of an arrangement, the Group determines whether the arrangement is or contains a lease.

At inception or on reassessment of an arrangement that contains a lease, the Group separates payments and other consideration required by the arrangement into those for the lease and those for other elements on the basis of their relative fair values. If it is impracticable to separate the payments reliably, then a finance lease receivable is recognised at an amount equal to the fair value of the underlying asset; subsequently, the receivable is reduced as payments are made and a finance income is recognised using the interest rate implicit in the lease.

*Finance Lease*

Agreements are classified as finance leases, if substantially all the risks and rewards incidental to ownership of the leased asset is transferred to the lessee.

Assets given under finance leases are recognised as a receivable at an amount equal to the net investment in the lease. Finance income is allocated over the lease term on a systematic and rational basis. This income allocation is based on a pattern reflecting a constant periodic return on the net investment in the finance lease.

*Operating Lease*

Agreements which are not classified as finance leases are considered as operating lease.

Payments received under operating leases are recognised in Statement of Profit and Loss on a straight line basis, unless the escalation clauses are in line with the expected inflation at the inception of the respective lease.

**(j) Financing/Borrowing cost**

Borrowing costs are interest and other costs that the Group incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs include interest costs measured at EIR and exchange differences if any, arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, allocated to qualifying assets, pertaining to the period from commencement of activities relating to construction/development of the qualifying asset up to the date of capitalisation of such asset are added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

All other borrowing costs are recognised as an expense in the period which they are incurred.

**(k) Provisions, Contingent Liabilities and Contingent Assets**

A provision is recognised when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed in the Notes. Contingent liabilities are disclosed for (1) possible obligations which will be confirmed only by future events not wholly within the control of the Group or (2) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognised in the financial statements as this may result in the recognition of income that may never be realised. Contingent assets (if any) are disclosed in the notes to the financial statements.

**(l) Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

**(m) Operating cycle**

All assets and liabilities have been classified as current or non-current as per each Group's normal operating cycle and other criteria set out in the Schedule III to the Act.

# Carol Info Services Limited

## ID. Recent pronouncements related to Division II of Schedule III

Ministry of Corporate Affairs ("MCA") vide notification dated March 24, 2021 has amended Schedule III of the Companies Act, 2013, which shall be effective from April 1, 2021. Key amendments relating to Division II which relate to companies whose financial statements are required to comply with Companies (Indian Accounting Standards) Rules 2015 are:

### Balance Sheet:

- Ageing schedule of trade receivables, trade payables, capital work-in-progress in specified format.
- Lease liabilities should be separately disclosed under the head 'financial liabilities', duly distinguished as current or non-current.
- Security deposits to be presented under other financial assets
- Current maturities of long-term borrowings to be disclosed separately under borrowings
- Disclosure of prescribed ratios e.g. current ratio, debt-equity ratio
- Certain additional disclosures in the statement of changes in equity such as changes in equity share capital due to prior period errors and restated balances at the beginning of the current reporting period.
- If a company has not used funds for the specific purpose for which it was borrowed from banks and financial institutions, then disclosure of details of where it has been used.
- Specific disclosure under 'additional regulatory requirement' such as compliance with approved schemes of arrangements, compliance with number of layers of companies, title deeds of immovable property not held in name of company, loans and advances to promoters, directors, key managerial personnel (KMP) and related parties, details of benami property held, disclosure relating to ratios etc.
- Enhanced disclosure for borrowings from banks or financial institutions on the basis of security of current assets such as agreement of quarterly returns or statements of current assets filed by the Company with banks or financial institutions with books of accounts and if not, summary of reconciliation and reason of material discrepancies, if any.

### Statement of profit and loss:

- Additional disclosures relating to Corporate Social Responsibility (CSR), undisclosed income and crypto or virtual currency specified under the head 'additional information' in the notes forming part of financial statements.

The Company is in the process of evaluating the above amendments.

## 2. PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN-PROGRESS

| PARTICULARS                       | GROSS BLOCK          |               |                               |                      | ACCUMULATED DEPRECIATION AND IMPAIRMENT |              |                               |                      | NET BLOCK            |
|-----------------------------------|----------------------|---------------|-------------------------------|----------------------|---|--------------|-------------------------------|----------------------|----------------------|
|                                   | As at April 01, 2020 | Additions     | Deductions/ Other Adjustments | As at March 31, 2021 | As at April 01, 2020                    | For the year | Deductions/ Other Adjustments | As at March 31, 2021 | As at March 31, 2021 |
| <b>Tangible Assets</b>            |                      |               |                               |                      |   |              |                               |                      |                      |
| Freehold Land                     | 274                  | –             | –                             | 274                  | –                                       | –            | –                             | –                    | 274                  |
| Plant and Equipment               | 22,630               | –             | –                             | 22,630               | 16,696                                  | 2,272        | –                             | 18,968               | 3,662                |
| Furniture and Fixtures            | 6,772                | –             | –                             | 6,772                | 6,348                                   | 111          | –                             | 6,459                | 313                  |
| Office equipments                 | 2,646                | –             | –                             | 2,646                | 2,626                                   | 12           | –                             | 2,638                | 8                    |
| Information Technology Equipments | 30                   | –             | –                             | 30                   | 28                                      | –            | –                             | 28                   | 2                    |
|                                   | <b>32,352</b>        | –             | –                             | <b>32,352</b>        | <b>25,698</b>                           | <b>2,395</b> | –                             | <b>28,093</b>        | <b>4,259</b>         |
| <b>Right of use assets</b>        |                      |               |                               |                      |   |              |                               |                      |                      |
| Leasehold land                    | 156,173              | 53,305        | –                             | 209,478              | 13,252                                  | 3,677        | –                             | 16,929               | 192,549              |
|                                   | <b>156,173</b>       | <b>53,305</b> | –                             | <b>209,478</b>       | <b>13,252</b>                           | <b>3,677</b> | –                             | <b>16,929</b>        | <b>192,549</b>       |
| <b>Capital Work-In-Progress</b>   | 5,511                | –             | –                             | 5,511                | 5,511                                   | –            | –                             | 5,511                | –                    |
|                                   | <b>5,511</b>         | –             | –                             | <b>5,511</b>         | <b>5,511</b>                            | –            | –                             | <b>5,511</b>         | –                    |
| <b>TOTAL</b>                      | <b>194,036</b>       | <b>53,305</b> | –                             | <b>247,341</b>       | <b>44,461</b>                           | <b>6,072</b> | –                             | <b>50,533</b>        | <b>196,808</b>       |

| PARTICULARS                       | GROSS BLOCK          |           |                               |                      | ACCUMULATED DEPRECIATION AND IMPAIRMENT |              |                               |                      | NET BLOCK            |
|-----------------------------------|----------------------|-----------|-------------------------------|----------------------|---|--------------|-------------------------------|----------------------|----------------------|
|                                   | As at April 01, 2019 | Additions | Deductions/ Other Adjustments | As at March 31, 2020 | As at April 01, 2019                    | For the year | Deductions/ Other Adjustments | As at March 31, 2020 | As at March 31, 2020 |
| <b>Tangible Assets</b>            |                      |           |                               |                      |   |              |                               |                      |                      |
| Freehold Land                     | 274                  | –         | –                             | 274                  | –                                       | –            | –                             | –                    | 274                  |
| Plant and Equipment               | 22,630               | –         | –                             | 22,630               | 13,443                                  | 3,253        | –                             | 16,696               | 5,934                |
| Furniture and Fixtures            | 6,772                | –         | –                             | 6,772                | 6,237                                   | 111          | –                             | 6,348                | 424                  |
| Office equipments                 | 2,646                | –         | –                             | 2,646                | 2,608                                   | 18           | –                             | 2,626                | 20                   |
| Information Technology Equipments | 30                   | –         | –                             | 30                   | 28                                      | –            | –                             | 28                   | 2                    |
| <b>TOTAL</b>                      | <b>32,352</b>        | –         | –                             | <b>32,352</b>        | <b>22,316</b>                           | <b>3,382</b> | –                             | <b>25,698</b>        | <b>6,654</b>         |
| <b>Right of use assets</b>        |                      |           |                               |                      |   |              |                               |                      |                      |
| Leasehold land                    | 156,173              | –         | –                             | 156,173              | 10,544                                  | 2,708        | –                             | 13,252               | 142,921              |
| <b>TOTAL</b>                      | <b>156,173</b>       | –         | –                             | <b>156,173</b>       | <b>10,544</b>                           | <b>2,708</b> | –                             | <b>13,252</b>        | <b>142,921</b>       |
| <b>Capital Work-In-Progress</b>   | 5,511                | –         | –                             | 5,511                | 5,511                                   | –            | –                             | 5,511                | –                    |
|                                   | <b>5,511</b>         | –         | –                             | <b>5,511</b>         | <b>5,511</b>                            | –            | –                             | <b>5,511</b>         | –                    |
| <b>TOTAL</b>                      | <b>194,036</b>       | –         | –                             | <b>194,036</b>       | <b>38,371</b>                           | <b>6,090</b> | –                             | <b>44,461</b>        | <b>149,575</b>       |

## Notes:

2.1 Of the above, assets on which charge has been created (Refer note 15) amounts to ₹ 192,490 thousand (Previous year – ₹ 142,861 thousand)

2.2 Out of the above assets, the following are the details of assets given on lease:

| Assets given on lease  | As at March 31, 2021 |                          |              | As at March 31, 2020 |                          |              |
|------------------------|----------------------|--------------------------|--------------|----------------------|--------------------------|--------------|
|                        | Gross Block          | Accumulated Depreciation | Net Block    | Gross Block          | Accumulated Depreciation | Net Block    |
| Furniture and fixtures | 5,758                | 5,721                    | 37           | 5,758                | 5,712                    | 46           |
| Office equipments      | 2,604                | 2,604                    | –            | 2,604                | 2,604                    | –            |
| Plant and equipment    | 21,735               | 18,844                   | 2,891        | 21,735               | 16,618                   | 5,117        |
| Vehicles*              | –                    | –                        | –            | –                    | –                        | –            |
| <b>TOTAL</b>           | <b>30,097</b>        | <b>27,169</b>            | <b>2,928</b> | <b>30,097</b>        | <b>24,934</b>            | <b>5,163</b> |

\* Gross value ₹ 985 thousand (Previous year – ₹ 985 thousand) and fully depreciated.

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## 3. INTANGIBLE ASSETS - GOODWILL ON CONSOLIDATION

| PARTICULARS               | GROSS BLOCK          |           |                               |                      | ACCUMULATED IMPAIRMENT |              |                               |                      | NET BLOCK            |
|---------------------------|----------------------|-----------|-------------------------------|----------------------|------------------------|--------------|-------------------------------|----------------------|----------------------|
|                           | As at April 01, 2020 | Additions | Deductions/ Other Adjustments | As at March 31, 2021 | As at April 01, 2020   | For the year | Deductions/ Other Adjustments | As at March 31, 2021 | As at March 31, 2021 |
| Goodwill on consolidation | 57                   | -         | -                             | 57                   | -                      | -            | -                             | -                    | 57                   |
| <b>TOTAL</b>              | <b>57</b>            | <b>-</b>  | <b>-</b>                      | <b>57</b>            | <b>-</b>               | <b>-</b>     | <b>-</b>                      | <b>-</b>             | <b>57</b>            |

| PARTICULARS               | GROSS BLOCK          |           |                               |                      | ACCUMULATED IMPAIRMENT |              |                               |                      | NET BLOCK            |
|---------------------------|----------------------|-----------|-------------------------------|----------------------|------------------------|--------------|-------------------------------|----------------------|----------------------|
|                           | As at April 01, 2019 | Additions | Deductions/ Other Adjustments | As at March 31, 2020 | As at April 01, 2019   | For the year | Deductions/ Other Adjustments | As at March 31, 2020 | As at March 31, 2020 |
| Goodwill on consolidation | 57                   | -         | -                             | 57                   | -                      | -            | -                             | -                    | 57                   |
| <b>TOTAL</b>              | <b>57</b>            | <b>-</b>  | <b>-</b>                      | <b>57</b>            | <b>-</b>               | <b>-</b>     | <b>-</b>                      | <b>-</b>             | <b>57</b>            |

Note: Goodwill on consolidation is attributed to the subsidiary of the Company 'Banneret Trading Private Limited'.

## 4. INVESTMENT PROPERTY

| PARTICULARS  | GROSS BLOCK          |           |                               |                      | ACCUMULATED DEPRECIATION AND IMPAIRMENT |               |                               |                      | NET BLOCK            |
|--------------|----------------------|-----------|-------------------------------|----------------------|---|---------------|-------------------------------|----------------------|----------------------|
|              | As at April 01, 2020 | Additions | Deductions/ Other Adjustments | As at March 31, 2021 | As at April 01, 2020                    | For the year  | Deductions/ Other Adjustments | As at March 31, 2021 | As at March 31, 2021 |
| Buildings    | 722,959              | -         | -                             | 722,959              | 80,120                                  | 15,878        | -                             | 95,998               | 626,961              |
| <b>TOTAL</b> | <b>722,959</b>       | <b>-</b>  | <b>-</b>                      | <b>722,959</b>       | <b>80,120</b>                           | <b>15,878</b> | <b>-</b>                      | <b>95,998</b>        | <b>626,961</b>       |

| PARTICULARS  | GROSS BLOCK          |           |                               |                      | ACCUMULATED DEPRECIATION AND IMPAIRMENT |               |                               |                      | NET BLOCK            |
|--------------|----------------------|-----------|-------------------------------|----------------------|---|---------------|-------------------------------|----------------------|----------------------|
|              | As at April 01, 2019 | Additions | Deductions/ Other Adjustments | As at March 31, 2020 | As at April 01, 2019                    | For the year  | Deductions/ Other Adjustments | As at March 31, 2020 | As at March 31, 2020 |
| Buildings    | 722,959              | -         | -                             | 722,959              | 64,242                                  | 15,878        | -                             | 80,120               | 642,839              |
| <b>TOTAL</b> | <b>722,959</b>       | <b>-</b>  | <b>-</b>                      | <b>722,959</b>       | <b>64,242</b>                           | <b>15,878</b> | <b>-</b>                      | <b>80,120</b>        | <b>642,839</b>       |

Note - Of the above, assets on which charge has been created (Refer note 15) amounts to ₹ 595,331 thousand (Previous year - ₹ 609,759 thousand).

The Group's investment properties consists of office buildings rented out to third parties.

### Information regarding Income and Expenditure of Investment Property

| Particulars   | 2020-21        | 2019-20        |
|---|----------------|----------------|
| Rental Income derived from investment Properties                          | 663,395        | 665,739        |
| Less: Depreciation  | 15,878         | 15,878         |
| Less: Other expenses  | 35,815         | 35,121         |
| <b>Profit arising from Investment Properties before indirect expenses</b> | <b>611,702</b> | <b>614,740</b> |

The fair value of the investment property as on March 31, 2021 is ₹ 5,715,716 thousand (Previous year - ₹ 5,715,716 thousand). These fair values of the investment property are categorised as level 2 in the fair valuation hierarchy and has been determined by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued.

|  | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--|-------------------------|-------------------------|
| <b>5. INVESTMENT IN EQUITY ACCOUNTED INVESTEES</b>   |                         |                         |
| <b>Investment in Associates</b>  |                         |                         |
| 34,050,113 (Previous year: 34,050,113) Equity shares of ₹ 10 each fully paid-up in Wockhardt Hospitals Limited | 1,016,045               | 1,054,381               |
| <b>Total</b>   | <u>1,016,045</u>        | <u>1,054,381</u>        |

**Notes:**

- a. In accordance with the terms of debenture issue and amendments thereafter, during the previous year, 530 Optionally Convertible Redeemable Debentures of Wockhardt Hospitals Limited of ₹ 1,000,000 each was converted into 17,096,773 Equity Shares. Consequently w.e.f. March 30, 2020, Wockhardt Hospitals Limited became the Associate of the Group. (Also refer note 33)

Wockhardt Hospitals Limited ('WHL' or 'Associate') is a separate legal entity incorporated in India and the Group holds 31.97% (Previous year: 31.97%) interest in the net assets of WHL.

- b. The Carrying amount of Group's interest in WHL is as follows:

|                               | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|-------------------------------|-------------------------|-------------------------|
| Non current assets            | 8,283,740               | 8,778,910               |
| Current assets                | 1,762,849               | 1,038,409               |
| Non current liabilities       | (3,492,609)             | (3,156,943)             |
| Current liabilities           | (1,575,691)             | (1,565,775)             |
| <b>Net assets</b>             | <b>4,978,289</b>        | <b>5,094,601</b>        |
| Percentage ownership interest | 31.97%                  | 31.97%                  |
| Group's share                 | 1,591,559               | 1,628,744               |
| Carrying value                | 1,016,045               | 1,054,381               |

Since the Fair value of net assets of WHL on March 30, 2020 was equal to the investment value, Goodwill on this acquisition is Nil

- c. Reconciliation of share of assets to carrying amount of investments:

|  | March 31, 2021   | March 31, 2020   |
|--|------------------|------------------|
| Fair value on the date of investments in associate/Opening balance | 1,054,381        | 1,055,553        |
| Share of loss post acquisition                                     | (37,595)         | (1,168)          |
| Share in Other Comprehensive Income post acquisition               | (741)            | (3)              |
| <b>Total</b>   | <b>1,016,045</b> | <b>1,054,381</b> |
| Investment in Equity accounted Investee above                      | 1,016,045        | 1,054,381        |

- d. The Financial information in WHL is as follows:

|                               | For the year ended<br>March 31, 2021 | For the year ended<br>March 31, 2020 |
|-------------------------------|--------------------------------------|--------------------------------------|
| Total Revenue                 | 4,995,155                            | 27,154                               |
| Total Expenses                | 5,143,705                            | (32,312)                             |
| Total loss before tax         | (148,549)                            | (5,158)                              |
| Total loss after tax          | (117,595)                            | (3,655)                              |
| Other comprehensive income    | (2,316)                              | (11)                                 |
| Percentage ownership interest | 31.97%                               | 31.97%                               |
| Group's share                 |                                      |                                      |
| Total loss before tax         | (47,491)                             | (1,649)                              |
| Total loss after tax and OCI  | (38,336)                             | (1,172)                              |

- e. Reconciliation of share of net income to carrying amount of its interest in associates:

|   | March 31, 2021 | March 31, 2020 |
|---|----------------|----------------|
| Net loss as per financial information of WHL                    | (38,336)       | (1,172)        |
| Share included in Investment in Equity accounted Investee above | (38,336)       | (1,172)        |

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|   | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|---|-------------------------|-------------------------|
| <b>6. OTHER NON-CURRENT INVESTMENTS (also Refer note 33 for Related Party Balances)</b>   |                         |                         |
| <b>A. Investment in equity instruments - Fair value through Other Comprehensive Income (OCI)</b>  |                         |                         |
| 780,000 (Previous year - 780,000) Equity shares of ₹ 10 each fully paid-up in Al Barr Finance House Limited   | 17,583                  | 17,583                  |
| Less: Impairment provision  | <u>(17,583)</u>         | <u>(17,583)</u>         |
| <b>Total</b>  | <u>—</u>                | <u>—</u>                |
| <b>B. Other Investments</b>   |                         |                         |
| <b>Investment in Optionally Convertible Redeemable Debentures - Fair value through Profit and Loss</b>  |                         |                         |
| 1,149 (Previous year - 1,149) 0% Optionally Convertible Redeemable Debentures of ₹ 1,000,000 each fully paid-up of series C Debentures in Wockhardt Hospitals Limited               | 2,080,863               | 1,903,087               |
| <b>Investment in Non-Convertible Redeemable Bonds - Fair value through profit and loss</b>  |                         |                         |
| 9,000,000 (Previous year - 9,000,000) Zero Coupon Non-Convertible Redeemable Bonds of ₹ 100 each in Khorakiwala Holdings and Investments Private Limited                            | 1,355,728               | 1,265,968               |
| <b>Investments in Optionally Convertible Cumulative Redeemable Preference Shares - Fair value through Profit and Loss</b>   |                         |                         |
| 41,797,210 (Previous Year - 41,635,920) 0.1% Optionally Convertible Cumulative Redeemable Preference Shares of ₹ 10 each in Wockhardt Hospitals Limited                             | 2,396,352               | 2,379,597               |
|   | <u>5,832,943</u>        | <u>5,548,652</u>        |
| <b>Investment in Non-Convertible Cumulative Redeemable Preference Shares - Amortised Cost</b>   |                         |                         |
| 369,942,639 (Previous year - 369,942,639) 3% Non-Convertible Cumulative Redeemable Preference Shares of Dartmour Holdings Private Limited of ₹ 10 each fully paid up                | 1,565,475               | 1,423,159               |
| 29,508,863 (Previous year - 29,508,863) 3% Non-Convertible Cumulative Redeemable Preference Shares of Palanpur Holdings and Investments Private Limited of ₹ 100 each fully paid up | 1,248,717               | 1,135,198               |
|   | <u>2,814,192</u>        | <u>2,558,357</u>        |
| <b>Total</b>  | <u>8,647,135</u>        | <u>8,107,009</u>        |
| <b>Aggregate book value of unquoted investments</b>   | <u>8,647,135</u>        | <u>8,107,009</u>        |
| <b>7. OTHER NON-CURRENT FINANCIAL ASSETS</b>  |                         |                         |
| Deposits with maturity more than 12 months (under lien)   | 84,575                  | 77,378                  |
| <b>Total</b>  | <u>84,575</u>           | <u>77,378</u>           |
| <b>8. OTHER NON-CURRENT ASSETS</b>  |                         |                         |
| Security Deposits   | 5,534                   | 5,534                   |
| <b>Total</b>  | <u>5,534</u>            | <u>5,534</u>            |

|  | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--|-------------------------|-------------------------|
| <b>9. TRADE RECEIVABLES (Refer note 33 for related party balances)</b>   |                         |                         |
| Unsecured, considered good   | 261,605                 | 160,957                 |
| Unsecured, considered doubtful   | 271                     | 271                     |
| Less: Provision for doubtful debts   | (271)                   | (271)                   |
|  | <u>—</u>                | <u>—</u>                |
| <b>Total</b>   | <b>261,605</b>          | <b>160,957</b>          |
| <b>Note:</b>   |                         |                         |
| Trade receivables pledged as collateral as referred to in Note 15 ₹ 261,460 thousand (Previous year - ₹ 160,957 thousand). |                         |                         |
| <b>10a. CASH AND CASH EQUIVALENTS</b>  |                         |                         |
| a) Balance with banks:   |                         |                         |
| In current account   | 39,748                  | 64,420                  |
| Deposit with maturity less than 3 months   | —                       | 100,004                 |
| b) Cash in hand  | 353                     | 353                     |
|  | <u>40,101</u>           | <u>164,777</u>          |
| <b>Total</b>   | <b>40,101</b>           | <b>164,777</b>          |
| <b>10b. OTHER BANK BALANCES</b>  |                         |                         |
| Deposits with maturity more than 12 months   | 138,010                 | —                       |
|  | <u>138,010</u>          | <u>—</u>                |
| <b>Total</b>   | <b>138,010</b>          | <b>—</b>                |
| <b>11. LOANS GIVEN (CURRENT)</b>   |                         |                         |
| <b>Unsecured:</b>  |                         |                         |
| Loans to other parties: (Refer note 33)  |                         |                         |
| Considered good  | 341,041                 | 173,213                 |
| Considered doubtful  | 16,064                  | 16,064                  |
| Less: provision for doubtful balances  | (16,064)                | (16,064)                |
|  | <u>—</u>                | <u>—</u>                |
| <b>Total</b>   | <b>341,041</b>          | <b>173,213</b>          |
| <b>12. OTHER CURRENT FINANCIAL ASSETS</b>  |                         |                         |
| Interest Accrued   | —                       | 1,670                   |
| Other Receivable   | 9,043                   | 4,817                   |
|  | <u>9,043</u>            | <u>6,487</u>            |
| <b>Total</b>   | <b>9,043</b>            | <b>6,487</b>            |
| <b>13. OTHER CURRENT ASSETS</b>  |                         |                         |
| Advances   |                         |                         |
| Unsecured, considered good   | 10,672                  | 8,388                   |
| Unsecured, considered doubtful   | 129                     | 129                     |
| Less: provision for doubtful advances  | (129)                   | (129)                   |
|  | <u>—</u>                | <u>—</u>                |
| <b>Total</b>   | <b>10,672</b>           | <b>8,388</b>            |



# Carol Info Services Limited

## 14. SHARE CAPITAL

|                                | As at<br>March 31, 2021 | As at<br>March 31, 2021 | As at<br>March 31, 2020 | As at<br>March 31, 2020 |
|--------------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
|                                | Number of shares        | Amount                  | Number of shares        | Amount                  |
| <b>AUTHORISED</b>              |                         |                         |                         |                         |
| Equity shares of ₹ 10 each     | 90,000,000              | 900,000                 | 90,000,000              | 900,000                 |
| Preference shares of ₹ 10 each | 10,000,000              | 100,000                 | 10,000,000              | 100,000                 |
|                                | <u>100,000,000</u>      | <u>1,000,000</u>        | <u>100,000,000</u>      | <u>1,000,000</u>        |
| <b>ISSUED</b>                  |                         |                         |                         |                         |
| Equity shares of ₹ 10 each     | 35,519,797              | <u>355,198</u>          | 35,519,797              | <u>355,198</u>          |
| <b>SUBSCRIBED AND PAID UP:</b> |                         |                         |                         |                         |
| Equity shares of ₹ 10 each     | 35,436,472              | <u>354,365</u>          | 35,436,472              | <u>354,365</u>          |

### Notes:

#### a. Reconciliation of number of Equity shares outstanding at the beginning and end of the year

|   | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|---|-------------------------|-------------------------|
| Outstanding at the beginning of the year  | 35,436,472              | 35,436,472              |
| Additions during the year                 | -                       | -                       |
| <b>Outstanding at the end of the year</b> | <u>35,436,472</u>       | <u>35,436,472</u>       |

#### b. Terms/Rights attached to Equity shares

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share held and is entitled to dividend, if declared at the Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the 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.

#### c. Shares held by holding company

32,671,905 (Previous year - 32,671,905) fully paid up equity shares are held by Khorakiwala Holdings and Investments Private Limited, the holding company.

#### d. Shareholders holding more than 5% shares in the company is set out below:

|  | As at<br>March 31, 2021 |              | As at<br>March 31, 2020 |              |
|--|-------------------------|--------------|-------------------------|--------------|
|  | No. of Shares           | % of holding | No. of Shares           | % of holding |
| Khorakiwala Holdings and Investments Private Limited | 32,671,905              | 92.20        | 32,671,905              | 92.20        |

## 15. NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS

|  | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--|-------------------------|-------------------------|
| <b>SECURED</b>                             |                         |                         |
| Term loan from bank (Refer note (a) below) | 3,190,309               | 3,308,529               |
| <b>UNSECURED</b>                           |                         |                         |
| Preference shares (Refer note (b) below)   | 62,220                  | 55,553                  |
| <b>Total</b>                               | <u>3,252,529</u>        | <u>3,364,082</u>        |

### Notes:

#### a. Term loan from financial institution

The aforesaid term loan is secured by exclusive charge by way of mortgage of leasehold rights in premises situated at Bandra Kurla Complex, Mumbai, and also leasehold rights and title in the premises situated at Aurangabad, exclusive charge by way of hypothecation of all present and future receivables from customers, exclusive charge on Escrow Account, and pledge of shares of Wockhardt Limited held by Humuza Consultants amounting to market value of not less than ₹ 150 crores with a minimum of 72 lakh shares. An amount equivalent to two months' equated monthly installment is kept as Debt Service Reserve Account in form of Fixed Deposit with the Lender. This term loan, carrying interest rate at Project LHPLR minus 530 BPS p.a is repayable by way of monthly instalments and will be fully repaid by January 2035.

|   | As at<br>March 31, 2021 |                | As at<br>March 31, 2020 |                |
|---|-------------------------|----------------|-------------------------|----------------|
|   | No. of Shares held      | Amount         | No. of Shares held      | Amount         |
| <b>b. Preference shares</b>   |                         |                |                         |                |
| <b>i) Details of preference shares</b>  |                         |                |                         |                |
| <b>Authorised</b>   |                         |                |                         |                |
| Preference shares of ₹ 10 each  | 19,950,000              | 199,500        | 19,950,000              | 199,500        |
|   |                         | <u>199,500</u> |                         | <u>199,500</u> |
| <b>Issued, subscribed and paid up</b>   |                         |                |                         |                |
| 3% Non Convertible Cumulative Redeemable<br>Preference Shares of ₹ 10 each fully paid up:                                   |                         |                |                         |                |
| Shares outstanding at the beginning of the year   | 19,000,000              | 190,000        | 19,000,000              | 190,000        |
| Add: Issued during the year   | —                       | —              | —                       | —              |
| Shares outstanding at the end of the year   | <u>19,000,000</u>       | <u>190,000</u> | <u>19,000,000</u>       | <u>190,000</u> |
| <b>ii) Terms/Rights attached to Preference shares</b>   |                         |                |                         |                |
| 19,000,000 3% Non Convertible Cumulative Redeemable Preference Shares of ₹ 10 each are redeemable at par on March 16, 2035. |                         |                |                         |                |
| <b>iii) Effective interest rate for the above preference shares is 12% p.a.</b>   |                         |                |                         |                |
| <b>iv) Details of preference shares held by each shareholders holding more than 5% of total preference shares</b>           |                         |                |                         |                |

|                | As at<br>March 31, 2021 |              | As at<br>March 31, 2020 |              |
|----------------|-------------------------|--------------|-------------------------|--------------|
|                | No. of Shares held      | % of Holding | No. of Shares held      | % of Holding |
| Merind Limited | 19,000,000              | 100%         | 19,000,000              | 100%         |

**16. PROVISIONS (NON-CURRENT)**

|  | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--|-------------------------|-------------------------|
| <b>Provision for employee benefits (Refer note 29)</b> |                         |                         |
| Gratuity (unfunded)                                    | 56                      | 46                      |
| Compensated absences (unfunded)                        | 64                      | 104                     |
| <b>Total</b>   | <u>120</u>              | <u>150</u>              |

**17. CURRENT FINANCIAL LIABILITIES - BORROWINGS**

|  | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--|-------------------------|-------------------------|
| <b>Unsecured</b>   |                         |                         |
| Loans repayable on demand (Refer note below and note 33) | 73,936                  | —                       |
| <b>Total</b>   | <u>73,936</u>           | <u>—</u>                |

Note: Interest payable on the above loan 8.5% p.a. (Previous year - Nil)

**18. TRADE PAYABLES**

|  | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--|-------------------------|-------------------------|
| Trade payables                                 |                         |                         |
| Due to Micro enterprises and Small enterprises | —                       | —                       |
| Due to Others                                  | 2,207                   | 2,026                   |
| <b>Total</b>                                   | <u>2,207</u>            | <u>2,026</u>            |

**Note:**

Principal amount including interest, if any payable to micro and small enterprises as per Micro, Small and Medium Enterprises Development Act, 2006 as at March 31, 2021 ₹ Nil (Previous year - ₹ Nil). The above information is given to the extent information available with the Company and relied upon by the auditors.

**19. OTHER CURRENT FINANCIAL LIABILITIES**

|  | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--|-------------------------|-------------------------|
| Current maturities of long-term debt (Refer note 15) | 110,365                 | 125,519                 |
| Other payables                                       |                         |                         |
| Deposits payable                                     | 590,868                 | 590,868                 |
| Employee liabilities                                 | 194                     | 140                     |
| Other payables                                       | 14,377                  | 12,349                  |
| <b>Total</b>   | <u>715,804</u>          | <u>728,876</u>          |

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|  | As at<br>March 31, 2021                          | As at<br>March 31, 2020                          |
|--|--|--|
| <b>20. OTHER CURRENT LIABILITIES</b>   |  |  |
| Statutory dues   | 13,205   | 13,556   |
| <b>Total</b>   | <u>13,205</u>                                    | <u>13,556</u>                                    |
| <b>21. PROVISIONS (CURRENT)</b>  |  |  |
| <b>Provision for employee benefits (Refer note 29)</b>   |  |  |
| Gratuity (unfunded)#   | 1  | -  |
| # (Previous year- ₹ 0.062 thousand)  |  |  |
| Compensated absences (unfunded)  | 1  | 6  |
| <b>Total</b>   | <u>2</u>   | <u>6</u>   |
|  | <b>For the<br/>year ended<br/>March 31, 2021</b> | <b>For the<br/>year ended<br/>March 31, 2020</b> |
| <b>22. REVENUE FROM OPERATIONS</b>   |  |  |
| Lease income (Refer note 30B)  | 663,395  | 665,739  |
| Other Operating income   | 262,375  | 245,210  |
| <b>Total</b>   | <u>925,770</u>                                   | <u>910,949</u>                                   |
| <b>23. OTHER INCOME</b>  |  |  |
| Interest income on bonds   | 96,555   | 96,775   |
| Interest on other investments  | 255,836  | 233,157  |
| Interest Income  | 33,326   | 12,916   |
| Fair valuation of debentures   | 177,774  | 139,090  |
| Fair valuation of Optionally Convertible Cumulative Redeemable Preference Shares   | 11,755   | 114,685  |
| Miscellaneous income (Refer note below)  | 1  | -  |
| <b>Total</b>   | <u>575,247</u>                                   | <u>596,623</u>                                   |
| <b>Note:</b>   |  |  |
| Miscellaneous income to the extent of ₹ 1 thousand (Previous year - ₹ Nil) is on account of liabilities no more payable. |  |  |
| <b>24. EMPLOYEE BENEFITS EXPENSES</b>  |  |  |
| Salaries and wages (Refer note 29)   | 904  | 999  |
| Contribution to provident and other funds (Refer note 29)  | 28   | 29   |
| Staff welfare expenses   | 54   | 5  |
| <b>Total</b>   | <u>986</u>                                       | <u>1,033</u>                                     |
| <b>25. FINANCE COSTS</b>   |  |  |
| Interest Expenses on   |  |  |
| term loans   | 361,394  | 293,451  |
| lease liabilities  | 5,376  | 98   |
| others   | 12,651   | 8,971  |
| Loss on modification of loan   | -  | 29,768   |
| Other borrowing costs  | 4,454  | 23,602   |
| <b>Total</b>   | <u>383,875</u>                                   | <u>355,890</u>                                   |

|  | For the<br>year ended<br>March 31, 2021 | For the<br>year ended<br>March 31, 2020 |
|--|---|---|
| <b>26. OTHER EXPENSES</b>  |   |   |
| Travelling and conveyance  | 24                                      | 18                                      |
| Power and fuel   | 3,507                                   | 6,484                                   |
| Rates and taxes  | 11,158                                  | 16,135                                  |
| Repairs and maintenance:   |   |   |
| Building   | 2,060                                   | 2,061                                   |
| Others   | 6,309                                   | 4,677                                   |
| Insurance  | 3,267                                   | 2,447                                   |
| Legal and professional charges   | 1,147                                   | 5,643                                   |
| Security services  | 4,208                                   | 2,657                                   |
| Secretarial expenses   | 649                                     | 1,232                                   |
| Loss on conversion of Optionally Convertible Redeemable Debentures                 | –                                       | 356,294                                 |
| Donation (Refer note 36)   | 9,500                                   | –                                       |
| Miscellaneous expenses (Refer note below)  | 928                                     | 5,726                                   |
| <b>Total</b>   | <b>42,757</b>                           | <b>403,374</b>                          |
| <b>Note:</b>   |   |   |
| <b>Payment to auditors included in Miscellaneous expenses</b>                      |   |   |
| Audit fees   | 645                                     | 645                                     |
| Other services   | 100                                     | 100                                     |
| Out of pocket expenses   | 35                                      | 35                                      |
|  | <b>780</b>                              | <b>780</b>                              |
| <b>27. INCOME TAXES</b>  |   |   |
| <b>(a) Amounts recognised in profit or loss</b>                                    |   |   |
| <b>Current income tax expense</b>  | 145,851                                 | 149,277                                 |
| <b>Tax pertaining to earlier years</b>   | 236,415                                 | –                                       |
| <b>Deferred income tax liability/(asset), net</b>                                  |   |   |
| Origination and reversal of temporary differences including MAT credit entitlement | 51,322                                  | 23,800                                  |
| Changes in Indian corporate tax rate in deferred tax                               | –                                       | (9,425)                                 |
| <b>Deferred tax expense</b>  | 51,322                                  | 14,375                                  |
| <b>Tax expense for the year</b>  | <b>433,588</b>                          | <b>163,652</b>                          |
| <b>(b) Amount recognised in other comprehensive income</b>                         |   |   |
| <b>Items that will not be reclassified to profit or loss</b>                       |   |   |
| Re-measurements of the defined benefit plans – (charge)/credit                     | (2)                                     | 3                                       |
| Fair value on equity instruments – (charge)/credit                                 | –                                       | 179,742                                 |
| <b>Total</b>   | <b>(2)</b>                              | <b>179,745</b>                          |

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|  | For the<br>year ended<br>March 31, 2021 | For the<br>year ended<br>March 31, 2020 |
|--|---|---|
| <b>(c) Reconciliation of effective tax rate</b>  |   |   |
| <b>Profit before tax (a)</b>   | <b>1,051,449</b>                        | 725,307                                 |
| Tax using the Company's domestic tax rate (Current year - 25.170% and Previous year - 29.120%) | <b>264,650</b>                          | 211,209                                 |
| <b>Tax effect of:</b>  |   |   |
| Deductions admissible under section 24 and 25 of the Income Tax Act, 1961                      | <b>(96,550)</b>                         | (61,985)                                |
| Expenses not deductible for tax purposes   | <b>16,534</b>                           | 21,095                                  |
| Items on which no tax is payable   | <b>(62,702)</b>                         | (57,181)                                |
| Rate difference on taxable profits   | -                                       | (2,335)                                 |
| Gain eligible for set-off against capital loss, hence deferred tax liability not created       | <b>(2,959)</b>                          | -                                       |
| Impact of re-measurement of tax due to rate change   | <b>(1,775)</b>                          | (11,200)                                |
| Disallowance under section 14A   | <b>79,189</b>                           | 75,665                                  |
| Decrease in Indian corporate tax rate resulting in decrease in opening deferred tax            | <b>11,775</b>                           | -                                       |
| Impact of differential tax rates applicable to the respective entity                           | <b>(29,202)</b>                         | (11,616)                                |
| MAT written off  | <b>18,213</b>                           | -                                       |
| Tax pertaining to earlier years  | <b>236,415</b>                          | -                                       |
| <b>Tax expense as per profit or loss (b)</b>   | <b>433,588</b>                          | 163,652                                 |
| <b>Effective tax rate for the year (b)/(a)</b>   | <b>41.24%</b>                           | 22.56%                                  |

**Note:**

The increase in the rate is mainly on account of charge of tax pertaining to earlier years and write off of brought forward MAT credit entitlement, as the company had opted for Vivad se Vishwas Scheme for closure of past litigations.

**(d) Movement in deferred tax balances**

| Particulars                     | Net balance<br>April 01,<br>2020 | Recognised<br>in profit and<br>loss | Recognised<br>in OCI | Recognised<br>in Equity | MAT<br>written off | As at March 31, 2021                      |                       |                           |
|---------------------------------|----------------------------------|-------------------------------------|----------------------|-------------------------|--------------------|---|-----------------------|---------------------------|
|                                 |                                  |                                     |                      |                         |                    | Net deferred<br>tax asset/<br>(liability) | Deferred<br>tax asset | Deferred<br>tax liability |
| Investments                     | (68,322)                         | (17,502)                            | -                    | -                       | -                  | (85,823)                                  | -                     | (85,823)                  |
| Debentures                      | (219,589)                        | (30,001)                            | -                    | 15,041                  | -                  | (234,549)                                 | -                     | (234,549)                 |
| Lease rent                      | (38,292)                         | 14,397                              | -                    | -                       | -                  | (23,895)                                  | -                     | (23,895)                  |
| Employee Benefits               | 3                                | (3)                                 | (2)                  | -                       | -                  | (2)                                       | -                     | (2)                       |
| MAT Credit                      | 18,213                           | -                                   | -                    | -                       | (18,213)           | -   | -                     | -                         |
| <b>Tax assets/(Liabilities)</b> | <b>(307,986)</b>                 | <b>(33,109)</b>                     | <b>(2)</b>           | <b>15,041</b>           | <b>(18,213)</b>    | <b>(344,269)</b>                          | -                     | <b>(344,269)</b>          |

| Particulars                     | Net balance<br>April 01,<br>2019 | Recognised<br>in profit and<br>loss | Recognised<br>in OCI | Recognised<br>in Equity | MAT<br>utilisation | As at March 31, 2020                      |                       |                           |
|---------------------------------|----------------------------------|-------------------------------------|----------------------|-------------------------|--------------------|---|-----------------------|---------------------------|
|                                 |                                  |                                     |                      |                         |                    | Net deferred<br>tax asset/<br>(liability) | Deferred<br>tax asset | Deferred tax<br>liability |
| Investments                     | (222,471)                        | 85,293                              | 179,742              | -                       | (110,886)          | (68,322)                                  | -                     | (68,322)                  |
| Debentures                      | (171,953)                        | (47,636)                            | -                    | -                       | -                  | (219,589)                                 | -                     | (219,589)                 |
| Lease rent                      | 13,740                           | (52,032)                            | -                    | -                       | -                  | (38,292)                                  | -                     | (38,292)                  |
| Employee Benefits               | -                                | -                                   | 3                    | -                       | -                  | 3   | 3                     | -                         |
| MAT Credit                      | 58,651                           | -                                   | -                    | -                       | (40,438)           | 18,213                                    | 18,213                | -                         |
| <b>Tax assets/(Liabilities)</b> | <b>(322,033)</b>                 | <b>(14,375)</b>                     | <b>179,745</b>       | -                       | <b>(151,324)</b>   | <b>(307,986)</b>                          | <b>18,216</b>         | <b>(326,203)</b>          |

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

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

During the year, the Group has written off brought forward MAT credit entitlement of ₹ 18,213 thousand (March 31, 2020 : ₹ NIL thousand), as the Company has opted for New tax regime.

|  | For the<br>year ended<br>March 31, 2021 | For the<br>year ended<br>March 31, 2020 |
|--|---|---|
|--|---|---|

**28. EARNINGS PER SHARE (EPS)**

The calculations of earnings per share (EPS) (basic and diluted) are based on the earnings and number of shares as computed below:

**Reconciliation of earnings**

|   |                |                |
|---|----------------|----------------|
| Profit after tax                                | 617,861        | 561,655        |
| Net profit for calculation of Basic/Diluted EPS | <u>617,861</u> | <u>561,655</u> |

**Reconciliation of number of shares**

|  |                   |                   |
|--|-------------------|-------------------|
| Weighted average number of shares in calculating Basic/Diluted EPS | 35,436,472        | 35,436,472        |
|  | <u>35,436,472</u> | <u>35,436,472</u> |

**Earnings per share (nominal value ₹ 10 each)**

|   |       |       |
|---|-------|-------|
| Earnings per share - Basic/Diluted in ₹ | 17.44 | 15.85 |
|---|-------|-------|

**29. EMPLOYEE BENEFITS**

|  | For the year ended<br>March 31, 2021<br>Gratuity<br>(Non-funded) | For the year ended<br>March 31, 2020<br>Gratuity<br>(Non-funded) |
|--|--|--|
|--|--|--|

**(A) Defined benefit plans –****I. Expenses recognised in profit or loss during the year**

|                         |           |           |
|-------------------------|-----------|-----------|
| 1. Current Service Cost | 11        | 8         |
| 2. Interest cost        | 3         | 2         |
| <b>Total Expenses</b>   | <u>14</u> | <u>10</u> |

**II. Expenses recognised in Other Comprehensive Income**

|  |            |           |
|--|------------|-----------|
| 1. Actuarial changes arising from changes in demographic assumptions | –          | –         |
| 2. Actuarial changes arising from changes in financial assumptions   | (0.45)     | 7         |
| 3. Actuarial changes arising from changes in experience adjustments  | (3)        | 4         |
|  | <u>(3)</u> | <u>11</u> |

**III. Net Asset/(Liability) recognised as at balance sheet date**

|  |      |      |
|--|------|------|
| 1. Present value of defined benefit obligation | 57   | 46   |
| 2. Net Asset/(Liability)                       | (57) | (46) |

**IV. Reconciliation of Net Asset/(Liability) recognised as at balance sheet date**

|   |      |      |
|---|------|------|
| 1. Net Asset/(Liability) at the beginning of year   | (46) | (25) |
| 2. Expense as per I and II above                    | (11) | (21) |
| 3. Employer contributions                           | –    | –    |
| 4. Liability settled on resignation of the employee | –    | –    |
| 5. Excess provision written back                    | –    | –    |
| 6. Net asset/(liability) at the end of the year     | (57) | (46) |

**V. Maturity profile of defined benefit obligation**

|  |   |      |
|--|---|------|
| Within the next 12 months (next annual reporting period) | 1 | 0.06 |
| Between 2 and 5 years                                    | 3 | 2    |
| Between 6 and 10 years                                   | 5 | 4    |

**VI. Quantitative sensitivity analysis for significant assumptions**

|  |        |        |
|--|--------|--------|
| 1. Increase/(decrease) on present value of defined benefit obligation at the end of the year |        |        |
| (i) One percent point increase in discount rate  | (8)    | (7)    |
| (ii) One percent point decrease in discount rate   | 10     | 9      |
| (iii) One percent point increase in rate of salary increase                                  | 10     | 8      |
| (iv) One percent point decrease in rate of salary increase                                   | (8)    | (7)    |
| (v) One percent point increase in attrition rate   | (0.01) | (0.01) |
| (vi) One percent point decrease in attrition rate  | 0.01   | 0.01   |

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|   | For the year ended<br>March 31, 2021<br>Gratuity<br>(Non-funded) | For the year ended<br>March 31, 2020<br>Gratuity<br>(Non-funded) |
|---|--|--|
| 2. The Sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. |  |  |

## VII. Actuarial Assumptions

|                                     |   |  |
|-------------------------------------|---|--|
| 1. Discount rate                    | 6.90%   | 6.85%  |
| 2. Expected rate of salary increase | 8.00%   | 8.00%  |
| 3. Attrition rate                   | 1.00%   | 1.00%  |
| 4. Mortality                        | <b>Indian Assured<br/>Lives Mortality<br/>(2012-14)</b> | Indian Assured<br>Lives Mortality<br>(2012-14) |

### Notes:

- a) Amounts recognised as an expense and included in the Note 24. - 'Salaries and wages':  
Gratuity ₹ 14 thousand (Previous year - ₹ 10 thousand) and Compensated absence ₹ -45 thousand (Previous year - ₹ 50 thousand).
- b) Actuarial valuation was worked out considering attrition rate and estimates of future salary increase taking into account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
- c) The plan above is typically exposed to actuarial risk such as interest risk, Mortality risk, Liquidity risk, salary risk and legislative risk:
  - Interest risk: The decrease in the interest rate linked to Government securities will increase the liability.
  - Mortality risk: An increase in the life expectancy of the plan participants will increase the plan's liability.
  - Liquidity risk: Retirement/resignation of Plan participants with higher salaries and long duration or higher in hierarchy may lead strain in the cashflows due to significant accumulation of their accumulated benefits.
  - Salary risk: The present value of the defined benefit 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.
  - Legislative risk: Any change in the legislation/regulation would change the present value of defined benefit plan liability.
- d) The Company had provided for gratuity and compensated absence based on actuarial valuation done as per Projected Unit Credit Method.

### (B) Defined contribution plan –

Amount recognised as an expense and included in the Note 24 – 'Contribution to provident and other funds' ₹ 28 thousand (Previous year – ₹ 29 thousand).

## 30. LEASES

### A. Leases as lessee

Effective April 01, 2019, the Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 01, 2019. Consequently the Company has re-assessed the lease period and recognised lease income over the revised lease period. With respect to assets taken on lease by the Company, the Company has applied the standard using modified retrospective method. Consequently, the Company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the right of use asset at value equal to the lease liability. The Company has accordingly not restated the comparative information.

Consequent to the new standard, the Company had recorded Right-of-Use assets ₹ 145,629 thousand as on April 01, 2019. Refer Note 2 for details of Right-of-Use Assets and depreciation thereon. Lease liability as on April 01, 2019 amounted to ₹ 1,174 thousand as per Ind AS 116. Lease liability on account of ground lease rent is also included below:

Lease liability as on the balance sheet date is as follows:

|                     | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|---------------------|-------------------------|-------------------------|
| Non-current portion | 49,879                  | 1077                    |
| Current             | 4,789                   | 96                      |
|                     | <u>54,668</u>           | <u>1,173</u>            |

The weighted average incremental borrowing rate used for discounting is 8.75% p.a. to 10.05% p.a.  
Refer note 25 for Interest on lease Liabilities.

In accordance with the practical expedients available within the standard, the Company has applied Ind AS 116 only to contracts that were previously identified as leases under Ind AS 17.

The Company's lease assets consist of 2 lands. The leasehold land at Aurangabad is for a period of 19 years and can be extended with mutual consent. The aforesaid lease right can be sublet, sold, assigned or transferred. The lease term has been determined taking into consideration the non cancellable lease period as per the agreement and such further period of extension is reasonably certain.

The land at Mumbai is for a period of 80 years. Except for the initial payment, ground rent is paid annually for the aforesaid lease.

**B. Leases as lessor**

The Company has given on operating lease certain office, factory premises, bungalows, sports club and fitness centre. These lease and license agreements are for a period not exceeding five years and are in most cases renewable by mutual consent, on mutually agreeable terms. The company has taken refundable interest free security deposits in accordance with the agreed terms.

The maturity analysis of lease payments, showing the undiscounted lease payments over the estimated lease period to be received are as follows:

| Current year period | 2021-22 | 2022-23 | 2023-24 | 2024-25 | 2025-26 | Beyond March 26 |
|---------------------|---------|---------|---------|---------|---------|-----------------|
| Amount              | 588,448 | 608,668 | 640,975 | 683,355 | 726,585 | 880,366         |

  

| Previous year period | 2020-21 | 2021-22 | 2022-23 | 2023-24 | 2024-25 | Beyond March 25 |
|----------------------|---------|---------|---------|---------|---------|-----------------|
| Amount               | 561,073 | 582,920 | 603,140 | 640,975 | 683,355 | 1,606,951       |

**31. FINANCIAL INSTRUMENTS****Financial instruments – Fair values and risk management****A. Accounting classification and fair values**

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels are presented below. It does not include the fair value information for financial assets and financial liabilities not measured at fair value if their carrying amount is a reasonable approximation of fair value.

|   | Carrying amount                    |   |                  |                  | Total Fair value  |
|---|------------------------------------|---|------------------|------------------|-------------------|
|   | Fair value through profit and loss | Fair value through other comprehensive income | Amortised Cost   | Total            | Total             |
| <b>March 31, 2021</b>                                   |                                    |   |                  |                  |                   |
| <b>Financial assets</b>                                 |                                    |   |                  |                  |                   |
| Non-current investments                                 | 5,832,943                          | –   | 2,814,192        | 8,647,135        | 12,945,280        |
| Loans given   | –                                  | –   | 341,041          | 341,041          | 341,041           |
| Other bank balances including fixed deposits with banks | –                                  | –   | 222,585          | 222,585          | 77,290            |
| Trade receivables                                       | –                                  | –   | 261,605          | 261,605          | 261,605           |
| Cash and cash equivalents                               | –                                  | –   | 40,101           | 40,101           | 40,101            |
| Other current financial assets                          | –                                  | –   | 9,043            | 9,043            | 9,043             |
| <b>Total</b>  | <b>5,832,943</b>                   | <b>–</b>                                      | <b>3,688,567</b> | <b>9,521,510</b> | <b>13,674,360</b> |
| <b>Financial liabilities</b>                            |                                    |   |                  |                  |                   |
| Borrowings  | –                                  | –   | 3,374,610        | 3,374,610        | 3,374,719         |
| Preference share liability                              | –                                  | –   | 62,220           | 62,220           | 146,632           |
| Trade payables  | –                                  | –   | 2,207            | 2,207            | 2,207             |
| Lease liabilities                                       | –                                  | –   | 54,668           | 54,668           | 54,866            |
| Other financial liabilities                             | –                                  | –   | 605,439          | 605,439          | 605,439           |
| <b>Total</b>  | <b>–</b>                           | <b>–</b>                                      | <b>4,099,144</b> | <b>4,099,144</b> | <b>4,183,863</b>  |



# Carol Info Services Limited

|  | Fair value                                |   |   |                   |
|--|---|---|---|-------------------|
|  | Quoted prices in active markets (Level 1) | Significant observable inputs (Level 2) | Significant unobservable inputs (Level 3) | Total             |
| <b>March 31, 2021</b>                  |   |   |   |                   |
| <b>Financial assets</b>                |   |   |   |                   |
| Non-current investments                | –   | 8,399,025                               | 4,546,255                                 | 12,945,280        |
| Fixed deposits with Bank (non-current) | –   | 77,290                                  | –   | 77,290            |
| <b>Total</b>                           | –   | <b>8,476,315</b>                        | <b>4,546,255</b>                          | <b>13,022,570</b> |
| <b>Financial liabilities</b>           |   |   |   |                   |
| Borrowings                             | –   | 3,374,719                               | –   | 3,374,719         |
| Preference share liability             | –   | 146,632                                 | –   | 146,632           |
| Lease liabilities                      | –   | 54,866                                  | –   | 54,866            |
| <b>Total</b>                           | –   | <b>3,576,217</b>                        | –   | <b>3,576,217</b>  |

|   | Carrying amount                    |   |                  |                  | Total Fair value  |
|---|------------------------------------|---|------------------|------------------|-------------------|
|   | Fair value through profit and loss | Fair value through other comprehensive income | Amortised Cost   | Total            | Total             |
| <b>March 31, 2020</b>                                   |                                    |   |                  |                  |                   |
| <b>Financial assets</b>                                 |                                    |   |                  |                  |                   |
| Non-current investments                                 | 5,548,652                          | –   | 2,558,357        | 8,107,009        | 12,563,046        |
| Loans given   | –                                  | –   | 173,213          | 173,213          | 173,213           |
| Other bank balances including fixed deposits with banks | –                                  | –   | 77,378           | 77,378           | 67,320            |
| Trade receivables                                       | –                                  | –   | 160,957          | 160,957          | 160,957           |
| Cash and cash equivalents                               | –                                  | –   | 164,777          | 164,777          | 164,777           |
| Other current financial assets                          | –                                  | –   | 6,487            | 6,487            | 6,487             |
| <b>Total</b>  | <b>5,548,652</b>                   | –   | <b>3,141,169</b> | <b>8,689,821</b> | <b>13,135,800</b> |
| <b>Financial liabilities</b>                            |                                    |   |                  |                  |                   |
| Borrowings  | –                                  | –   | 3,434,048        | 3,434,048        | 3,434,048         |
| Preference share liability                              | –                                  | –   | 55,553           | 55,553           | 113,898           |
| Trade payables  | –                                  | –   | 2,026            | 2,026            | 2,026             |
| Lease Liabilities                                       | –                                  | –   | 1,173            | 1,173            | 1,258             |
| Other financial liabilities                             | –                                  | –   | 603,357          | 603,357          | 603,357           |
| <b>Total</b>  | –                                  | –   | <b>4,096,157</b> | <b>4,096,157</b> | <b>4,154,587</b>  |

|  | Fair value                                |   |   |                   |
|--|---|---|---|-------------------|
|  | Quoted prices in active markets (Level 1) | Significant observable inputs (Level 2) | Significant unobservable inputs (Level 3) | Total             |
| <b>March 31, 2020</b>                  |   |   |   |                   |
| <b>Financial assets</b>                |   |   |   |                   |
| Non-current investments                | –   | 7,224,809                               | 5,338,237                                 | 12,563,046        |
| Fixed deposits with Bank (non-current) | –   | 67,320                                  | –   | 67,320            |
| <b>Total</b>                           | –   | <b>7,292,129</b>                        | <b>5,338,237</b>                          | <b>12,630,366</b> |
| <b>Financial liabilities</b>           |   |   |   |                   |
| Borrowings                             | –   | 3,434,048                               | –   | 3,434,048         |
| Preference share liability             | –   | 113,898                                 | –   | 113,898           |
| Lease Liabilities                      | –   | 1,258                                   | –   | 1,258             |
| <b>Total</b>                           | –   | <b>3,549,204</b>                        | –   | <b>3,549,204</b>  |

**B. Measurement of fair values**

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

- Long term material variable rate receivables/borrowings are evaluated by the Group based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customers and risk characteristics. Based on this evaluation, allowances are taken into account for the expected credit losses of the receivables.
- The fair values of the loans taken from banks and other parties estimated by discounting cash flows using rates currently available for debt/instruments on similar terms, credit risks and remaining maturities. These valuations requires management to use certain unobservable inputs to be disclosed in the table below. Management regularly assesses a range of reasonably possible alternatives for those significant observable inputs and determines their impact on the total fair value.

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values, as well as the significant inputs used.

**Financial instruments measured at fair value**

| Type  | Valuation technique  | Significant unobservable inputs  | Inter-relationship between significant unobservable inputs and fair value measurement   |
|---|--|--|---|
| Non Current Investments – Investment in Optionally Convertible Redeemable Debentures                    | Discounted cash flow technique: The valuation model considers present value of expected payments discounted using an appropriate discounting rate. | (i) Risk adjusted discount rate of 5.30%<br>(ii) Discounted cash inflows   | The estimated fair value would increase/(decrease) if:<br>– the risk adjusted discount rate were lower/(higher)<br>– the cash inflows were higher/(lower)   |
| Non Current Investments – Investments in Optionally Convertible Cumulative Redeemable Preference Shares | Discounted cash flow technique: The valuation model considers present value of expected payments discounted using an appropriate discounting rate. | (i) Risk adjusted discount rate of 5.40%<br>(ii) Discounted cash inflows   | – the cash inflows were higher/(lower)  |
| Non Current Investments – Investment in Unquoted Equity Instruments                                     | Discounted cash flow technique: The valuation model considers present value of expected payments discounted using an appropriate discounting rate. | (i) EBITDA margins based on average EBITDA margin<br>(ii) Terminal growth rate based on the Company's long term sustainable growth rate potential<br>(iii) Weighted average cost of capital of 14% | The estimated fair value would increase/(decrease) if:<br>– the EBITDA margin were higher/(lower)<br>– the terminal growth rate were higher/(lower) or;<br>– the weighted average cost of capital were lower/(higher) |
| Investment in Unquoted Preference shares  | Discounted cash flow technique: The valuation model considers present value of expected payments discounted using an appropriate discounting rate. |  | Not applicable  |
| Investments in Zero Coupon Non-Convertible Redeemable Bonds   | Discounted cash flow technique: The valuation model considers present value of expected payments discounted using an appropriate discounting rate. |  | Not applicable  |
| Non current financial assets measured at amortised cost/ long-term borrowings and Lease liabilities     | Discounted cash flow technique: The valuation model considers present value of expected payments discounted using an appropriate discounting rate. |  | Not applicable  |

**C. Financial risk management**

The Group has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk; and
- Market risk

**Risk management framework**

The Group's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework.

The Group has defined and adopted a Risk Management Policy, which not only assesses the risks but also helps in timely ratification and minimization of these risks associated with strategic, operational, financial and compliance operations across all business operations. These control procedures and systems ensure that the Board is periodically informed on the material risks faced by the Group and the steps taken by the Group to alleviate those risks. At present, in the opinion of the Board of Directors, there are no risks which may threaten the existence of the Group.

**i. Credit risk**

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investment securities. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. The Group establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

# Carol Info Services Limited

## Trade receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business.

As on March 31, 2021 and March 31, 2020, the Group did not have any significant concentration of credit risk with any external customers (i.e. customers other than entities over which Individuals having direct or indirect control over the Company, have significant influence/control).

Summary of the Group's exposure to credit risk by age of the outstanding from various customers is as follows:

|                       | Net Carrying amount     |                         |
|-----------------------|-------------------------|-------------------------|
|                       | As at March 31,<br>2021 | As at March 31,<br>2020 |
| Not due               | 226,429                 | 131,496                 |
| Past due 1–180 days   | 4,918                   | 8,983                   |
| Past due 181–360 days | 3,891                   | 9,477                   |
| More than 360 days    | 26,367                  | 11,001                  |
|                       | <u>261,605</u>          | <u>160,957</u>          |

## Expected credit loss assessment for customers as at Balance sheet date

The Group allocates each exposure to a credit risk grade based on a variety of data that is determined to be predictive of the risk of loss (e.g. timeliness of payments, available press information etc.) and applying experienced credit judgement.

Exposures to customers outstanding at the end of each reporting period are reviewed by the Group to determine incurred and expected credit losses. Given that the macro economic indicators affecting customers of the Group have not undergone any substantial change, the Group expects the historical trend of minimal credit losses to continue.

The movement in the allowance for impairment in respect of trade receivables during the year was as follows.

|                                     |            |
|-------------------------------------|------------|
| Balance as at April 01, 2019        | 271        |
| Impairment loss recognised          | –          |
| Amounts written off                 | –          |
| Balance as at March 31, 2020        | 271        |
| Impairment loss recognised          | –          |
| Amounts written off                 | –          |
| <b>Balance as at March 31, 2021</b> | <b>271</b> |

## Cash and Bank balances

The Group held cash and bank balances of ₹ 178,111 thousand (Previous Year - ₹ 164,777 thousand). These balances are held with bank and financial institution counterparties with good credit ratings.

## Others

Other than trade receivables, the Group has no other financial assets that are past due but not impaired.

## ii. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure that it will have sufficient liquidity to meet its liabilities. The Group monitors the net liquidity position through forecasts on the basis of expected cash flows.

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

## Exposure to liquidity risk

| March 31, 2021                              | Carrying amount | Contractual cash flows |             |           |           |                   |
|---|-----------------|------------------------|-------------|-----------|-----------|-------------------|
|   |                 | Total                  | Upto 1 year | 1-3 years | 3-5 years | More than 5 years |
| <b>Non-derivative financial liabilities</b> |                 |                        |             |           |           |                   |
| Borrowings                                  | 3,374,611       | 6,496,963              | 538,204     | 928,535   | 928,535   | 4,101,689         |
| Preference share liability                  | 62,220          | 304,000                | –           | –         | –         | 304,000           |
| Lease liabilities                           | 54,668          | 355,576                | 5,185       | 10,371    | 10,371    | 329,649           |
| Trade payables                              | 2,207           | 2,207                  | 2,207       | –         | –         | –                 |
| Deposits payable                            | 590,868         | 590,868                | 590,868     | –         | –         | –                 |
| Employee liabilities                        | 194             | 194                    | 194         | –         | –         | –                 |
| Other payables                              | 14,377          | 14,377                 | 14,377      | –         | –         | –                 |
| <b>Non-derivative financial assets</b>      |                 |                        |             |           |           |                   |
| Other investments                           | 8,647,135       | 20,587,918             | 941         | 836       | 3,698,396 | 16,887,745        |
| Other non-current financial assets          | 84,575          | 95,035                 | –           | 95,035    | –         | –                 |
| Trade receivables                           | 261,605         | 261,605                | 261,605     | –         | –         | –                 |
| Cash and cash equivalents                   | 40,101          | 40,101                 | 40,101      | –         | –         | –                 |
| Bank balances (other than above)            | 138,010         | 138,010                | 138,010     | –         | –         | –                 |
| Loans given                                 | 341,041         | 341,041                | 341,041     | –         | –         | –                 |
| Other current financial assets              | 9,043           | 9,043                  | 9,043       | –         | –         | –                 |
| March 31, 2020                              |                 |                        |             |           |           |                   |
| <b>Non-derivative financial liabilities</b> |                 |                        |             |           |           |                   |
| Borrowings                                  | 3,434,048       | 6,887,294              | 464,268     | 928,535   | 928,535   | 4,565,956         |
| Preference share liability                  | 55,553          | 304,000                | –           | –         | –         | 304,000           |
| Lease liabilities                           | 1,173           | 4,783                  | 100         | 200       | 200       | 4,283             |
| Trade payables                              | 2,026           | 2,026                  | 2,026       | –         | –         | –                 |
| Deposits payable                            | 590,868         | 590,868                | 590,868     | –         | –         | –                 |
| Employee liabilities                        | 140             | 140                    | 140         | –         | –         | –                 |
| Other payables                              | 12,349          | 12,349                 | 12,349      | –         | –         | –                 |
| <b>Non-derivative financial assets</b>      |                 |                        |             |           |           |                   |
| Other investments                           | 8,107,009       | 20,575,915             | 938         | 833       | 1,286,773 | 19,287,372        |
| Other non-current financial assets          | 77,378          | 95,035                 | –           | 95,035    | –         | –                 |
| Cash and cash equivalents                   | 164,777         | 164,777                | 164,777     | –         | –         | –                 |
| Loans given                                 | 173,213         | 173,213                | 173,213     | –         | –         | –                 |
| Other current financial assets              | 6,487           | 6,487                  | 6,487       | –         | –         | –                 |

## iii. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and other prices such as equity price. These will affect the Group's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. Financial instruments affected by market risk include loans, borrowings and deposits. The Market risk the Group is exposed can be classified as Currency risk and Interest rate risk. The Group does not have any currency risk.

**Interest rate risk**

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

**Exposure to interest rate risk**

The interest rate profile of the Group's interest-bearing financial instruments as reported to the management of the Group is as follows:

|                                  | Nominal amount          |                         |
|----------------------------------|-------------------------|-------------------------|
|                                  | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
| <b>Variable-rate instruments</b> |                         |                         |
| Financial liabilities            | 3,300,674               | 3,434,048               |
|                                  | <u>3,300,674</u>        | <u>3,434,048</u>        |
| <b>Fixed-rate instruments</b>    |                         |                         |
| Financial liabilities            | 136,156                 | 55,553                  |
|                                  | <u>136,156</u>          | <u>55,553</u>           |

# Carol Info Services Limited

## Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased/(decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, remain constant.

| Variable-rate instruments<br>Particulars | Increase/(Decrease) in Profit        |                                      |
|--|--------------------------------------|--------------------------------------|
|  | For the year ended<br>March 31, 2021 | For the year ended<br>March 31, 2020 |
| 100 bp increase                          | (33,007)                             | (34,066)                             |
| 100 bp decrease                          | 33,007                               | 34,066                               |

## 32. CAPITAL MANAGEMENT

The Group's capital management is intended to create value for stakeholders by facilitating the meeting of long-term and short-term goals of the Group.

The Group determines the amount of capital required on the basis of annual and long-term strategic plans. The Group's policy is aimed at combination of short-term and long-term borrowings.

The Group monitors the capital structure on the basis of 'adjusted net debt' to 'adjusted equity'. For this purpose adjusted net debt is defined as total liabilities comprising interest bearing loans and borrowings and obligations under finance lease, less cash and cash equivalents, Bank balance and current investments. Adjusted equity comprises 'Total equity'.

The following table summarises the capital of the Group:

|  | For the year ended<br>March 31, 2021 | For the year ended<br>March 31, 2020 |
|--|--------------------------------------|--------------------------------------|
| Total liabilities                                      | 3,374,610                            | 3,434,048                            |
| Less: Cash and cash equivalent and other bank balances | 178,111                              | 164,777                              |
| <b>Adjusted net debt</b>                               | <b>3,196,499</b>                     | <b>3,269,271</b>                     |
| Total equity   | 6,944,725                            | 6,350,157                            |
| <b>Adjusted equity</b>                                 | <b>6,944,725</b>                     | <b>6,350,157</b>                     |
| Adjusted net debt to adjusted equity ratio             | 0.46                                 | 0.51                                 |

## 33. RELATED PARTY TRANSACTIONS (as per Ind AS 24)

### a) Parties where control exists

#### Holding company

Khorakiwala Holdings and Investments Private Limited

#### Individuals having direct or indirect control over the Company

H. F. Khorakiwala

#### Entities having direct or indirect control over the Company

Habil Khorakiwala Trust - Themisto Trustee Company Private Limited holds shares in the Holding Company in its capacity as the trustee of Habil Khorakiwala Trust.

#### Associate Company

Wockhardt Hospitals Limited (w.e.f. March 30, 2020)

**Enterprises over which Individuals having direct or indirect control over the Company, have significant influence/control** – The related parties reported below are related parties with whom transactions have taken place during the year/balances outstanding as on the balance sheet date.

Palanpur Holdings and Investments Private Limited

Wockhardt Hospitals Limited (upto March 29, 2020)

Merind Limited

Sharanya Chemicals and Pharmaceuticals Private Limited

Holmdene Constructions

Wockhardt Limited

Humuza Consultants

Wockhardt Foundation

#### Key Managerial Personnel

G.B. Parulkar – Managing Director (upto June 30, 2020)

Mr. Deepak Madnani – Managing Director (w.e.f August 27, 2020)

Mr. Satish Agrawal – Chief Financial Officer and Executive Director (w.e.f August 27, 2020)

Stephen D'Souza – Non Executive Non Independent Director

Vijaya Nair – Independent Director

Akhtar Shamsi – Chairman and Independent Director

Neeraj Jain – Non Executive Non Independent Director (upto September 24, 2019)

Shiva Subramanian – Independent Director

Shobhana Nagwekar – Independent Director (upto March 30, 2021)

Janet Gonsalves – Additional Director (w.e.f. March 30, 2021)

## b) Transactions with related parties during the year

|   | For the year ended<br>March 31, 2021 | For the year ended<br>March 31, 2020 |
|---|--------------------------------------|--------------------------------------|
| <b>Holding Company</b>  |                                      |                                      |
| Rent paid   | 100                                  | 100                                  |
| (Rent paid as been reported as Right of use asset)  |                                      |                                      |
| Interest income on Zero Coupon Non-Convertible Redeemable Bonds   | 27,000                               | 27,000                               |
| <b>Transactions with enterprises over which Individuals having direct or indirect control over the Company, having significant influence/control</b>  |                                      |                                      |
| (All the amounts mentioned below for the disclosure are the contractual amounts based on the arrangement with respective parties)   |                                      |                                      |
| Rent received from Wockhardt Limited  | 949,778                              | 902,395                              |
| Recovery of Electricity Charges from Wockhardt Limited  | 6,046                                | 16,846                               |
| Advance paid to Wockhardt Hospitals Limited   | 10,000                               | -                                    |
| Advance repaid back by Wockhardt Hospitals Limited  | 10,000                               | -                                    |
| Recovery of Expenses from Wockhardt Hospitals Limited   | 4,226                                | 5,063                                |
| Interest Income from Wockhardt Hospitals Limited  | 138                                  | -                                    |
| Advance taken from Wockhardt Hospitals Limited  | 123,936                              | -                                    |
| Advance taken repaid to Wockhardt Hospitals Limited   | 50,000                               | -                                    |
| Interest paid on Advances Taken from Wockhardt Hospitals Limited  | 4,918                                | -                                    |
| Investment in 0.1% Optionally Convertible Cumulative Redeemable Preference Shares of Wockhardt Hospitals Limited  | 5,000                                | 50,000                               |
| Purchase of 0% Optionally Convertible Redeemable Debentures of Wockhardt Hospitals Limited from Merind Limited  | -                                    | 584,000                              |
| Loan Repaid to Merind Limited   | -                                    | 54,690                               |
| Interest income from Holmdene Constructions   | 1                                    | 1                                    |
| Loan given to Holmdene Constructions  | 1                                    | 1                                    |
| Loan Given to Humuza Consultants  | 167,827                              | 312,945                              |
| Loan Repaid by Humuza Consultants   | -                                    | 140,000                              |
| Interest Income from Humuza Consultants   | 22,679                               | 2,161                                |
| In accordance with the terms of debenture issue and amendments thereafter, during the year, Nil (Previous year: 530) Optionally Convertible Redeemable Debentures of Wockhardt Hospitals Limited of ₹ 1,000,000 each have been converted into Nil (Previous year: 17,096,773) equity shares. Consequently Wockhardt Hospitals Limited had become an Associate of the Company during previous year. Under Ind AS the Company has recorded the following: |                                      |                                      |
| Loss on conversion of Optionally Convertible Redeemable Debentures of Wockhardt Hospitals Limited   | -                                    | 356,294                              |
| Donation to Wockhardt Foundation  | 9,500                                | -                                    |
| <b>c) Managerial remuneration payable/paid to Managing Director</b>   | <b>228</b>                           | <b>300</b>                           |
| <b>d) Director's sitting fees paid</b>  | <b>26</b>                            | <b>38</b>                            |
| [Akhtar Shamsi ₹ 9 thousand (Previous year - ₹ 11 thousand), Stephen D'Souza ₹ 9 thousand (Previous year - ₹ 10 thousand), Vijaya Nair ₹ 8 thousand (Previous year - ₹ 11 thousand), Neeraj Jain ₹ Nil (Previous year - ₹ 6 thousand)]  |                                      |                                      |
| <b>e) Reimbursement of Expenses to Key Managerial personnel</b>   | <b>18</b>                            | <b>18</b>                            |
| [Shiva Subramanian ₹ 6 thousand (Previous Year: ₹ 6 thousand), Shobhana Nagwekar ₹ 6 thousand (Previous Year: ₹ 6 thousand), Vijaya Nair ₹ 6 thousand (Previous Year: ₹ 6 thousand)]  |                                      |                                      |

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|  | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--|-------------------------|-------------------------|
| <b>f) Related party balances outstanding</b> (All the amounts mentioned below for the disclosure are the contractual amounts based on the arrangement with respective parties. Where such amounts are different from carrying amounts as per requirements of Ind AS, their carrying amounts have been disclosed in brackets.)  |                         |                         |
| Receivable from/(payable to) Holding Company<br>[Carrying value: ₹ -236 thousand (Previous Year - ₹ -118 thousand)]  | <b>87,834</b>           | 67,748                  |
| Investments in Zero Coupon Non-Convertible Redeemable Bonds of Holding Company<br>[Carrying value: ₹ 1,355,728 thousand (Previous Year - ₹ 1,265,968 thousand)]  | <b>900,000</b>          | 900,000                 |
| Security deposit payable to Wockhardt Limited  | <b>555,000</b>          | 555,000                 |
| Receivable from Enterprises where significant influence/control exists (Net of Provision)<br>[Holmdene Constructions ₹ 270 thousand (Previous Year - ₹ 269 thousand);<br>Wockhardt Limited ₹ 377,620 thousand* (Previous Year - ₹ 223,762 thousand),<br>Humuza Consultants ₹ 340,772 thousand (Previous Year - ₹ 172,945 thousand)]<br>* Including receivable on account of lease equalisation   | <b>718,662</b>          | 396,975                 |
| Carrying value - Wockhardt Limited ₹ 256,253 thousand (Previous year - ₹ 154,496 thousand)   |                         |                         |
| Receivable from Associate  | <b>9,043</b>            | 4,817                   |
| Payable to Associates  | <b>73,936</b>           | -                       |
| Payable to Enterprises where control/significant influence exists - Transaction value<br>Preference shares outstanding - held by Merind Limited<br>[Carrying value - ₹ 62,220 thousand (Previous year - ₹ 55,553 thousand)]  | <b>190,000</b>          | 190,000                 |
| Investment in Non-Convertible Cumulative Redeemable Preference Shares:<br>[Dartmour Holding Private Limited ₹ 3,699,426 thousand (Previous year - ₹ 3,699,426 thousand); Palanpur Holdings and Investments Private Limited ₹ 2,950,886 thousand (Previous year - ₹ 2,950,886 thousand)]<br>[Carrying Value: Dartmour Holding Private Limited ₹ 1,565,475 thousand (Previous year - ₹ 1,423,159 thousand); Palanpur Holdings and Investments Private Limited ₹ 1,248,717 thousand (Previous year - ₹ 1,135,198 thousand)] | <b>6,650,312</b>        | 6,650,312               |
| Managerial remuneration payable to Key managerial personnel<br>[Deepak Madnani ₹ 3 thousand (Previous year - ₹ Nil), G.B. Parulkar ₹ Nil (Previous year - ₹ 300 thousand)]   | <b>3</b>                | 300                     |
| Director Sitting fees payable<br>[Akhtar Shamsi ₹ 8 thousand (Previous year - ₹ 11 thousand), Stephen D'Souza ₹ 8 thousand (Previous year - ₹ 10 thousand), Vijaya Nair ₹ 7 thousand (Previous year - ₹ 11 thousand), Neeraj Jain ₹ Nil (Previous year - ₹ 6 thousand)]  | <b>23</b>               | 38                      |
| Expenses payable to Key Managerial personnel<br>[Shiva Subramanian ₹ 12 thousand (Previous Year - ₹ 1 thousand), Shobhana Nagwekar ₹ 6 thousand (Previous Year - ₹ 1 thousand), Vijaya Nair ₹ 6 thousand (Previous Year - ₹ 1 thousand)]   | <b>24</b>               | 3                       |

## 34. SEGMENT INFORMATION

### A. General Information

- (a) Factors used to identify the entity's reportable segments, including the basis of organisation –  
The operations of the Group are limited to one segment, namely, rental income. The Group operates in a single reportable segment which is governed by same set of risks and returns.
- (b) **Following are reportable segments**  
**Reportable segment**  
Rental Income

**B. Information about reportable segments**

| Particulars            | Rental income                        |                                      |
|------------------------|--------------------------------------|--------------------------------------|
|                        | For the year ended<br>March 31, 2021 | For the year ended<br>March 31, 2020 |
| External revenues      | 925,770                              | 910,949                              |
| <b>Segment revenue</b> | <b>925,770</b>                       | <b>910,949</b>                       |

**C. Information about geographical areas**

|  | For the year ended<br>March 31, 2021 | For the year ended<br>March 31, 2020 |
|--|--------------------------------------|--------------------------------------|
| <b>(a) Revenue from external customers</b>   |                                      |                                      |
| India  | 925,770                              | 910,949                              |
| <b>(b) Non current assets (other than financial instruments, deferred tax assets, post employment benefit assets, and rights under insurance contracts)*</b> |                                      |                                      |
| India  | 823,769                              | 792,414                              |

\* Non-current assets for this purpose consist of property, plant and equipment and Investment properties in India.

**D. Information about major customer**

Revenues from 1 customer of the Group amounts to ₹ 897,678 thousand (Previous year: 1 customer ₹ 880,309 thousand) in the Group's total revenues.

**35. SUBSEQUENT EVENTS**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

36. As part of Corporate Social Responsibility (CSR), the Company has made contribution of ₹ 9,500 thousand during the year (Previous year - ₹ Nil) for spending on CSR activities. The aforesaid amount has been included in Note 26 - OTHER EXPENSES. Also Refer note 33.

**37. ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE III TO THE COMPANY'S ACT, 2013, OF ENTITY CONSOLIDATED AS SUBSIDIARY/ASSOCIATE:**

| Name of the Entity                          | Net assets i.e total assets minus total liabilities |                  | Share in profit or loss             |                | Share in Other Comprehensive Income (OCI) |              | Share in Total Comprehensive Income |                |
|---|---|------------------|-------------------------------------|----------------|---|--------------|-------------------------------------|----------------|
|   | as % of consolidated net assets                     | Amount           | as % of consolidated profit or loss | Amount         | as % of consolidated OCI                  | Amount       | as % of total Comprehensive Income  | Amount         |
| <b>Parent</b>                               |   |                  |                                     |                |   |              |                                     |                |
| Carol Info Services Limited                 | 145.75%   | 10,122,194       | 114.14%                             | 662,333        | (0.27%)                                   | 2            | 114.29%                             | 662,335        |
| <b>Subsidiary in India</b>                  |   |                  |                                     |                |   |              |                                     |                |
| Banneret Trading Private Limited            | (45.19%)  | (3,138,033)      | (13.15%)                            | (76,321)       | -   | -            | (13.17%)                            | (76,321)       |
| <b>Associate in India</b>                   |   |                  |                                     |                |   |              |                                     |                |
| Wockhardt Hospitals Limited                 | 22.92%  | 1,591,559        | (6.48%)                             | (37,595)       | 100.27%                                   | (741)        | (6.20%)                             | (38,336)       |
| <b>Sub total</b>                            | <b>123.49%</b>                                      | <b>8,575,720</b> | <b>94.51%</b>                       | <b>548,417</b> | <b>100.00%</b>                            | <b>739</b>   | <b>94.50%</b>                       | <b>547,678</b> |
| Inter company elimination/Other adjustments | (23.49%)  | (1,630,995)      | 5.49%                               | 31,849         | -   | -            | 5.50%                               | 31,849         |
| <b>Total</b>                                | <b>100.00%</b>                                      | <b>6,944,725</b> | <b>100.00%</b>                      | <b>580,266</b> | <b>100.00%</b>                            | <b>(739)</b> | <b>100.00%</b>                      | <b>579,527</b> |

**38. CONTINGENT LIABILITY AND COMMITMENTS**

- Demands for ₹ 410 thousand (Previous Year - ₹ 410 thousand) have been raised by Sales Tax Authorities. The Company has disputed the said demands.
- Demands by Service Tax authorities ₹ 14,567 thousand (Previous Year - ₹14,567 thousand) disputed by the Company.
- Demand by Income tax authorities ₹ 65,019 thousand (Previous Year - ₹ 326,821 thousand) disputed by the Company.
- Claims against the Company not acknowledged as debt pertaining to interest ₹ 12,636 thousand (Previous Year - ₹ 9,266 thousand).



# Carol Info Services Limited

## 39. Reconciliation of the opening and closing balances of liabilities arising from Financing activities:

| Particulars      | Balance as on<br>March 31, 2021 | Balance as on<br>April 01, 2020 | Non cash changes   |   | Cash flow-<br>Inflow/(outflow) |
|------------------|---------------------------------|---------------------------------|--------------------|---|--------------------------------|
|                  |                                 |                                 | Ind AS adjustments | Other non cash<br>adjustments and<br>reclassification |                                |
| Borrowings (Net) | <b>3,436,830</b>                | <b>3,489,601</b>                | <b>(6,503)</b>     | <b>16,832</b>   | <b>(42,442)</b>                |
| (Previous year)  | 3,489,601                       | 2,931,725                       | 77,328             | (10,954)  | 624,250                        |

40. Previous year figures have been regrouped wherever necessary to conform to current year classification.

As per our attached report of even date

**For Haribhakti & Co. LLP**  
Chartered Accountants  
Firm Regn. No. 103523W/W100048

**Hemant Bhatt**  
Partner  
Membership No. 036834

Place : Mumbai  
Date : August 27, 2021

**For and on behalf of the Board of Directors**

**Deepak Madnani**  
*Managing Director*  
DIN: 07679855

**Stephen D'souza**  
*Director*  
DIN: 00045812

**Satish Agrawal**  
*Executive Director & Chief Financial Officer*  
DIN: 0008840144

**Jeevan Mondkar**  
*Company Secretary*  
ACS: 22565

**Registered Office: Wockhardt Towers, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051**  
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**CIN: U74999MH1979PLC021942 • Email: [investorrelations@carolinfoservices.com](mailto:investorrelations@carolinfoservices.com)**