Vitalic Health Private Limited

Financial Statements

2020-21

Chartered Accountants
ASV N Ramana Tower,
52, Venkatnarayana Road,
T. Nagar,
Chennai - 600 017,
Tamil Nadu, India

Phone: +91 44 6688 5000
Fax: +91 44 6688 5400

INDEPENDENT AUDITOR'S REPORT

To The Members of Vitalic Health Private Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Vitalic Health Private Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2021, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2021, its loss and total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors report and related annexures, but does not include the financial statements and our auditor's report thereon. The Directors report and related annexures is expected to be made available to us after the date of this auditor's report.

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

- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- When we read the Directors report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information.

Management's Responsibility for the Financial Statements

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

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless 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 Responsibility for the Audit of the Financial Statements

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

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

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

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

    c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on 31 March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company 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, as amended in our opinion and to the best of our information and according to the explanations given to us:

    i. The Company does not have any pending litigations which would impact its financial position.

    ii. The Company 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.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

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

Ananthi Amarnath
Partner
Membership No. 209252
UDIN: 21209252AAAAFK6614

Place: Chennai
Date: 26 April 2021

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

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

We have audited the internal financial controls over financial reporting of Vitalic Health Private Limited (“the Company”) as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 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 Companies Act, 2013.

Auditor’s Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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

Ananthi Amarnath
Partner
Membership No. 209252
UDIN: 21209252AAAAFK6614

Place: Chennai
Date: 26 April 2021

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the property, plant and equipment.

(b) The property, plant and equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the property, plant and equipment at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

(c) The Company does not have any immovable properties of freehold or leasehold land and building and hence reporting under clause (i)(c) of the CARO 2016 is not applicable.

(ii) The Company is in the business of rendering services, and consequently does not have any inventory and hence reporting under clause (ii) of the CARO 2016 is not applicable.

(iii) According to the information and explanations given to us, the Company has granted loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which:

(a) The terms and conditions of the grant of such loans are, in our opinion, *prima facie,* not prejudicial to the Company's interest.

(b) The schedule of payment of interest has been stipulated and payment of interest have been regular as per stipulations. There is no specific schedule fixed for repayment of principal, hence in the absence of such schedule, we are unable to comment on the regularity of the repayments or receipts of principal amounts.

(c) There is no overdue amount remaining outstanding as at the balance sheet date.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year.

(vi) Having regard to the nature of the Company's business / activities, reporting under clause (vi) of CARO 2016 is not applicable.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) Except for certain delays in Income tax, the Company has been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Goods and services tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and services tax, cess and other material statutory dues in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.

(c) There are no dues of Income-tax and Goods and services tax as on March 31, 2021 on account of disputes.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to debenture holders. The Company has not taken any loans or borrowings from financial institutions, banks and government.

(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the CARO 2016 Order is not applicable.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.

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

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

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

Ananthi Amarnath
Partner
Membership No. 209252
UDIN: 21209252AAAAFK6614

Place: Chennai
Date: 26 April 2021

Vitalic Health Private Limited
Balance Sheet as at March 31, 2021
(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Note	As at March 31, 2021	As at March 31, 2020
ASSETS			
Non-current assets			
Property, plant and equipment	3	2.42	0.10
Intangible assets	4	129.59	-
Financial assets			
(i) Investments	5(a)	599.99	82,913.50
(ii) Other financial assets	6	2,365.37	246.25
Deferred tax assets (net)	7	40.50	-
Total non-current assets		**3,137.87**	**83,159.85**
Current assets			
Financial assets			
(i) Investments	5(b)	800.16	-
(ii) Trade receivables	9	129.42	236.83
(iii) Cash and cash equivalents	10	56.74	9.93
(iv) Other financial assets	6	3.07	1.59
Other current assets	11	129.98	19.73
Current Tax Assets	8	-	115.27
Total current assets		**1,119.37**	**383.35**
Total assets		**4,257.24**	**83,543.20**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	12 (a)	1,673.02	685.50
Instruments entirely equity in nature	12 (a)	-	5,913.36
Other equity			
Reserves and surplus	12 (b)	1,867.38	73,397.25
Total equity		**3,540.40**	**79,996.11**
LIABILITIES			
Non-current liabilities			
Financial liabilities			
(i) Other financial liablities	14	-	325.00
Provisions	15	180.04	27.95
Other non current Liabilities	16	41.89	-
Total non-current liabilities		**221.93**	**352.95**
Current liabilities			
Financial liabilities			
(i) Borrowings	13	-	3,000.00
(ii) Trade payables	17		
(a) Total outstanding dues of micro and small enterprises		3.10	-
(b) Total outstanding dues of creditors other than micro and small enterprises		49.38	92.78
(iii) Other financial liabilities	14	16.38	28.29
Provisions	15	39.23	26.51
Current Tax Liabilities	18	4.55	-
Other current liabilities	19	382.27	46.57
Total current liabilities		**494.91**	**3,194.15**
Total liabilities		**716.84**	**3,547.10**
Total equity and liabilities		**4,257.24**	**83,543.20**

See accompanying notes to the financial statements
This is the Balance Sheet referred in our report of even date.

For Deloitte Haskins & Sells LLP
Chartered Accountants

Ananthi Amarnath
Partner

Place: Chennai
Date: April 26, 2021

For and on behalf of Board of Directors
Vitalic Health Private Limited

M Pradeep Dadha
Whole-time Director
DIN: 00087519

Advait Suhas Pandit
Whole-time Director
DIN: 02972886

Rashmi Khaitan
Chief Financial Officer

Divya Mohan
Company Secretary

Place: Chennai
Date: April 26, 2021

Vitalic Health Private Limited
Statement of Profit and Loss for the year ended March 31, 2021
(All amounts are in INR lakhs, unless otherwise stated)

	Note	Year ended March 31, 2021	Year ended March 31, 2020
INCOME			
Income from services		2,357.20	635.90
Less: GST recovered		359.34	96.30
Revenue from operations	20	1,997.86	539.60
Other income	21	197.01	4,110.58
Total income		**2,194.87**	**4,650.18**
EXPENSES			
Employee benefits expense	22	1,522.05	707.70
Depreciation and amortisation expense	23	31.75	0.30
Finance costs	24	169.82	84.96
Other expenses	25	365.32	389.54
Total expenses		**2,088.94**	**1,182.50**
Profit before exceptional items and tax		**105.93**	**3,467.68**
Exceptional items	26	80,328.77	-
Profit/ (Loss) before tax		**(80,222.83)**	**3,467.68**
Income tax expense / (income)	27		
Current tax		123.00	-
Deferred tax		(40.50)	14.16
Total tax expense		**82.50**	**14.16**
Profit/(Loss) after tax		**(80,305.33)**	**3,453.52**
Other comprehensive expense			
Items that will not be reclassified to profit or loss			
Remeasurements of post-employment benefit obligations (net of tax)	28	(77.18)	(4.11)
Other comprehensive expense for the year, net of tax		**(77.18)**	**(4.11)**
Total comprehensive income for the year		**(80,382.52)**	**3,449.41**
Earnings per equity share:			
Basic earnings per share (in INR) [Nominal value per share: INR 10 (March 31, 2020: INR 10)]	36	(659.51)	50.38
Diluted earnings per share (in INR) [Nominal value per share: INR 10 (March 31, 2020: INR 10)]	36	(659.51)	21.74

See accompanying notes to the financial statements

This is the Statement of Profit and Loss referred to our report of even date.

For Deloitte Haskins & Sells LLP
Chartered Accountants

Ananthi Amarnath
Partner

Place: Chennai
Date: April 26, 2021

For and on behalf of Board of Directors
Vitalic Health Private Limited

M Pradeep Dadha
Whole-time Director
DIN: 00087519

Advait Suhas Pandit
Whole-time Director
DIN: 02972886

Rashmi Khaitan
Chief Financial Officer

Divya Mohan
Company Secretary

Place: Chennai
Date: April 26, 2021

Vitalic Health Private Limited
Statement of Changes in Equity for the year ended March 31, 2021
(All amounts are in INR lakhs, unless otherwise stated)

A. Equity share capital

	Note	Amount
As at April 1, 2019	12 (a)	685.50
Issue of equity share capital		-
Balance as at March 31, 2020	12 (a)	**685.50**
Issue of equity share capital for cash*	12 (a)	29.15
Issue of equity share capital against share warrants	12 (a)	4.60
Conversion of compulsorily convertible preference shares	12 (a)	953.77
Balance as at March 31, 2021	12 (a)	**1,673.02**

B. Instruments entirely equity in nature

Compulsorily Convertible Non-cumulative Preference Shares

	Note	Amount
As at April 1, 2019	12 (a)	4,775.39
Issue of compulsorily convertible preference share capital		1,137.97
Balance as at March 31, 2020	12 (a)	**5,913.37**
Conversion into equity share capital		(5,913.37)
Balance as at March 31, 2021	12 (a)	**-**

C. Other equity

	Note	Reserves and surplus					Total
		Securities premium	Retained earnings	Share options outstanding	Capital Reserve	Deemed Equity Contribution - Group Share-based payment scheme	
Balance as at April 1, 2019		**36,183.62**	**21,808.72**	**-**	**-**	**-**	**57,992.35**
Profit/(Loss) after tax	12 (b)	-	3,453.52	-	-	-	3,453.52
Other comprehensive income / (loss)	12 (b)	-	(4.11)	-	-	-	(4.11)
Total comprehensive income for the year		**-**	**3,449.41**	**-**	**-**	**-**	**3,449.41**
Issue of preference shares		11,765.97	-	-	-	-	11,765.97
Employees stock option expense	33	-	-	189.53	-	-	189.53
Balance as at March 31, 2020		**47,949.59**	**25,258.13**	**189.53**	**-**	**-**	**73,397.25**
Profit/(Loss) after tax	12 (b)	-	(80,305.33)	-	-	-	(80,305.33)
Other comprehensive income	12 (b)	-	(77.18)	-	-	-	(77.18)
Total comprehensive income for the year		**-**	**(80,382.52)**	**-**	**-**	**-**	**(80,382.52)**
Equity shares issued for cash*		2,031.85	-	-	-	-	2,031.85
Equity shares issued against share warrants		320.40	-	-	-	-	320.40
Compulsorily Convertible Preference Shares converted into Equity Shares		4,959.60	-	-	-	-	4,959.60
Employees stock option expense	33	-	-	138.07	-	-	138.07
Transfer to Employee Stock option Liability		-	-	(327.60)	-	-	(327.60)
Received from Holding Company		-	-	-	-	1,831.82	1,831.82
On account of Business Combination	37	-	-	-	(101.49)	-	(101.49)
Balance as at March 31, 2021		**55,261.44**	**(55,124.39)**	**-**	**(101.49)**	**1,831.82**	**1,867.38**

*Application money received from the Bennett Coleman and Company Limited during the year had been recognized as share warrants which got converted into equity shares before the year end.

See accompanying notes to the financial statements

This is the Statement of Changes in Equity referred in our report of even date.

For Deloitte Haskins & Sells LLP
Chartered Accountants

Ananthi Amarnath
Partner

Place: Chennai
Date: April 26, 2021

For and on behalf of Board of Directors
Vitalic Health Private Limited

M Pradeep Dadha
Whole-time Director
DIN: 00087519

Advait Suhas Pandit
Whole-time Director
DIN: 02972886

Rashmi Khaitan
Chief Financial Officer

Divya Mohan
Company Secretary

Place: Chennai
Date: April 26, 2021

Vitalic Health Private Limited
Statement of Cash Flows for the year ended March 31, 2021
(All amounts are in INR lakhs, unless otherwise stated)

	Year ended March 31, 2021	Year ended March 31, 2020
A. Cash flow from operating activities		
Profit/ (Loss) before tax	(80,222.83)	3,467.68
Adjustments for:		
Depreciation and amortisation expense	31.75	0.30
Finance costs	169.82	84.96
Loss on sale of investments in subsidiaries	16,134.90	-
Derognition from fair value to cost price on investment	27,813.16	-
Profit on sale of investment in mutual funds	(2.30)	(5.54)
Provision no longer required written back	(1.47)	(1.37)
Provision for diminution value of investments	-	4.00
Net fair value gains on Financial Assets measured at fair value through profit or loss	-	(4,054.63)
Reversal of Guarantee Commission	50.00	(25.00)
Employee share based payment expense	151.28	0.26
Unwinding of discount on security deposits	(8.24)	(21.77)
Gain on de-recognition of Security Deposit	(70.57)	-
Interest Income on Loan	-	(2.27)
Impairment of Investment	36,380.71	-
Operating profit/(Loss) before working capital changes	**426.22**	**(553.38)**
Changes in operating assets and liabilities:		
(Increase)/decrease in loans	195.43	-
(Increase)/decrease in other financial assets	27.64	-
(Increase)/decrease in other current and non-current assets	(449.58)	26.02
(Increase)/decrease in trade receivables	123.99	77.02
Increase/(decrease) in trade payables	(40.60)	24.03
Increase/(decrease) in other financial liabilities	(1.29)	24.40
Increase/(decrease) other current liabilities and non-current liabilities	305.35	0.19
Increase/(decrease) in provisions	79.66	20.18
Cash generated from/(used) in operations	**666.83**	**(381.54)**
Income taxes paid (net of refunds)	(3.05)	(54.19)
Net cash inflow/ (used) from operating activities (A)	**663.78**	**(435.73)**
B. Cash flow from investing activities		
Investments in related parties and others	1,934.73	(14,834.93)
Purchase of investments in mutual funds	(2,590.00)	(927.99)
Sale of investments in mutual fund	1,792.16	933.54
Loans advanced to related parties	(2,378.33)	(2.00)
Repayment received for loans given to subsidiaries (net)	40.00	-
Purchase consideration paid for acquiring business from Medrx LLP (Refer Note 37)	(213.96)	-
Interest received	101.11	2.61
Net cash (outflow) from investing activities (B)	**(1,314.29)**	**(14,828.77)**
C. Cash flow from financing activities		
Proceeds from short-term borrowings	-	3,000.00
Repayment of short-term borrowings	(3,000.00)	(686.56)
Proceeds from issue of optionally fully convertible debentures	600.00	-
Redemption of optionally fully convertible debentures	(600.00)	-
Interest paid	(195.52)	(59.26)
Proceeds from issue of share capital (including securities premium)	2,061.02	12,903.93
Equity Contribution	1,831.82	-
Net cash (outflow)/ Inflow from financing activities (C)	**697.31**	**15,158.11**
Net increase/(decrease) in cash and cash equivalents (A) + (B) + (C)	**46.80**	**(106.39)**
Cash and cash equivalents as at the beginning of the period	9.93	116.32
Cash and cash equivalents as at the end of the period	**56.74**	**9.93**

(All amounts are in INR lakhs, unless otherwise stated)

Reconciliation of cash and cash equivalents as per the Statement of Cash Flows

Cash and cash equivalents as per above comprises of the following:

	Year ended March 31, 2021	Year ended March 31, 2020
Balances with banks		
- In current accounts	56.44	8.23
Cheques on hand	-	1.47
Cash on hand	0.30	0.23
Balances per Statement of Cash Flows	**56.74**	**9.93**

See accompanying notes to the financial statements

This is the Statement of Cash Flows referred in our report of even date.

For Deloitte Haskins & Sells LLP
Chartered Accountants

Ananthi Amarnath
Partner

Place: Chennai
Date: April 26, 2021

For and on behalf of Board of Directors
Vitalic Health Private Limited

M Pradeep Dadha
Whole-time Director
DIN: 00087519

Advait Suhas Pandit
Whole-time Director
DIN: 02972886

Rashmi Khaitan
Chief Financial Officer

Divya Mohan
Company Secretary

Place: Chennai
Date: April 26, 2021

1 Corporate Information

1.1 Brief description of the Company

Vitalic Health Private Limited ('the Company') is a company incorporated in India having its registered office at No.250,Lloyds Road, Royapettah, Chennai,Tamil Nadu-600014, India. The Company's immediate holding company is Reliance Retail Ventures Limited and the Ultimate Holding Company is Reliance Industries Limited.
The Company is primarily engaged in the business of providing business consultancy, technical ,advisory and Business support services relating to activities that promote physical fitness, health care, health management, wholesome lifestyle, wellness through all mediums including the internet.

2 Summary of Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.01 Basis of preparation

(i) Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:
- certain financial assets and liabilities are measured at fair value

(iii) Going Concern
These financial statements of the Company are prepared on a going concern basis.

(iv) Consolidation exemption
The Holding Company, Reliance Retail Ventures Limited, shall present the consolidated financial statements. The Company has therefore availed the exemption under paragraph 4(a) of Ind AS 110 and shall satisfy the conditions for exemption from preparing consolidated financial statements as per the Companies (Accounts) Amendment Rules, 2016 and thereby does not present consolidated financial statements.

(v) Current and Non-Current Classification
The Company presents assets and liabilities in the Balance Sheet based on Current/ Non-Current classification.
An asset is treated as Current when it is -
- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.
A liability is current when -
- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.02 Critical estimates and judgements

The preparation of financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities recognised in the financial statements that are not readily apparent from other sources. The judgements, estimates and associated assumptions are based on historical experience and other factors including estimation of effects of uncertain future events that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates (accounted on a prospective basis) 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 estimates and judgements

The following are the critical judgements and estimations that have been made by the management:

Estimation of current tax expense and payable - Note 27
Estimated useful life of property, plant and equipment - Note 2.13
Estimation of defined benefit obligation - Note 28
Fair value measurements and valuation processes - Refer note 2.11 and Note 29
Recognition of deferred tax assets - Note 7
Impairment of financial assets - Refer note 2.11 and Note 30

2.03 Segment reporting

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

The board of directors assesses the financial performance and position of the Company, and makes strategic decisions. The board of directors have been identified as being the CODM. Refer note 34 for segment information presented.

2.04 Foreign currency translation

(i) Functional and presentation currency:
Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'), i.e., Indian Rupee (INR), which is the Company's functional and presentation currency.

(ii) Transactions and balances:
Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

2.05 Revenue recognition

Sale of services
Revenue in the nature of business consultancy, technical, advisory and business support services is recognised over time when the performance obligations are fulfilled and there is no uncertainty over the realisation of revenue from the customer.

Payment for services are as per the terms of the contract. The Company does not expect to have any contracts where the period between the transfer of the promised services to the customer and payment by the customer exceeds one year. As a consequence, the Company does not adjust any of the transaction prices for the time value of money.

2.06 Tax Expenses

The tax expenses for the period comprises of current tax and Deferred Income Tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income or in Equity. In which case, the tax is also recognised in Other Comprehensive Income or Equity.

i) Current Tax
Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the Income Tax authorities, based on tax rates and laws that are enacted at the Balance sheet date.
ii) Deferred Tax
Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit.
Deferred tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilized.
Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

2.07 Business combinations

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the:
(i) fair values of the assets transferred;
(ii) liabilities incurred to the former owners of the acquired business;
(iii) equity interests issued by the Company; and
(iv) fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The Company recognises any non - controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

Acquisition-related costs are expensed as incurred.
The excess of the:
(i) consideration transferred;
(ii) amount of any non-controlling interest in the acquired entity, and
(iii) acquisition-date fair value of any previous equity interest in the acquired entity

over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

2.08 Impairment of Non-Financial Assets - Property, Plant and Equipment and Intangible Assets

The Company assesses at each reporting date as to whether there is any indication that any Property, Plant and Equipment and Intangible assets or group of assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs. An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset’s carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset’s fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

2.09 Cash and cash equivalents

Cash and cash equivalents comprise of cash on hand, cash at banks, short term deposits and short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.10 Trade receivables

Trade receivables are amounts due from customers for services performed in the ordinary course of business. Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at the fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest rate method, less loss allowance.

2.11 Investments and other financial assets

Financial Instruments
i) Financial Assets
A. Initial Recognition and Measurement
All Financial Assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets, which are not at Fair Value Through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognized using trade date accounting.

B. Subsequent Measurement
a) Financial Assets Measured at Amortised Cost (AC)
A Financial Asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represents solely payments of principal and interest on the principal amount outstanding.
b) Financial Assets Measured at Fair Value Through Other Comprehensive Income (FVTOCI)
A Financial Asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represents solely payments of principal and interest on the principal amount outstanding.
c) Financial Assets Measured at Fair Value Through Profit or Loss (FVTPL)
A Financial Asset which is not classified in any of the above categories are measured at FVTPL.
Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

C. Investment in Subsidiaries, Associates and Joint ventures
The Company has accounted for its investments in Subsidiaries, associates and joint venture at cost less impairment loss (if any).

D. Other Equity Investments
All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'. However, dividend on such equity investments are recognized in Statement of Profit and loss when the company's right to receive payment is established.

E. Impairment of Financial Assets
In accordance with Ind AS 109, the Company uses "Expected Credit Loss" (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL).
Expected credit losses are measured through a loss allowance at an amount equal to:
• The 12 months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date);
or
• Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)
For Trade Receivables the Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.
For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

ii) Financial Liabilities
A. Initial Recognition and Measurement
All Financial Liabilities are recognized at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.
B. Subsequent Measurement
Financial Liabilities are carried at amortized cost using the effective interest method.
For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(iii) Derecognition of financial assets

The Company derecognizes a Financial Asset when the contractual rights to the cash flows from the Financial Asset expire or it transfers the Financial Asset and the transfer qualifies for derecognition under Ind AS 109.
A Financial Liability (or a part of a Financial Liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

(iv) Income recognition

Interest income

Interest Income from a Financial Asset is recognised using effective interest rate method.

Dividends

Dividend Income is recognised when the Company's right to receive the amount has been established.

2.12 Financial guarantee contracts

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of (i) the amount determined in accordance with the expected credit loss model as per Ind AS 109 and (ii) the amount initially recognised less, where appropriate, cumulative amount of income recognised in accordance with the principles of Ind AS 115.
The fair values of the financial guarantees is determined based on the estimated amount that would be payable to a third party for assuming the obligations.
Where guarantees in relation to loans or other payables of subsidiaries are provided for no compensation, the fair values are accounted for as contributions and recognised as part of the cost of the investment.

2.13 Property, plant and equipment

All property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the written down value method to allocate their cost, net of their residual values, over their estimated useful lives or, in the case of certain leased furniture, fittings and equipment, the shorter lease term as follows:

Asset	Useful life
Computers and accessories	3 - 6 years

The useful lives have been determined based on technical evaluation done by the Management's expert, in order to reflect the actual usage of the assets and are in line with those specified by Schedule II to the Companies Act, 2013. The residual values are not more than 5% of the original cost of the asset. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other income/(expenses).

2.14 Intangible assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortisation / depletion and impairment loss, if any. Such cost includes purchase price and any cost directly attributable to bringing the asset to its working condition for the intended use.
Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Intangible Assets Under Development.
Gains or losses arising from derecognition of an Intangible Asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

(i) Goodwill
Goodwill on past business combination is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.
Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, which in our case are the operating segments.

(ii) Computer software

Costs associated with maintaining software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Company are recognised as intangible assets where the following criteria are met:

- it is technically feasible to complete the software so that it will be available for use
- Management intends to complete the software and use or sell it
- there is an ability to use or sell the software
- it can be demonstrated how the software will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the software are available, and
- the expenditure attributable to the software during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads. Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is available for use. They are stated at cost net of accumulated amortisation.

(iii) Amortisation methods and periods

The Company amortises intangible assets with a finite useful life using the straight-line method over the following periods:

Asset	Useful life
Computer software	4 years
Brand Development	4 years
Licenses	4 years
Non Compete Fee	4 years
Customer Relationship	4 years

The amortisation period and the amortisation method for Intangible Assets with a finite useful life are reviewed at each reporting date.

2.15 Trade and other payables

These amounts represent liabilities for services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within the period agreed with the vendors. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest rate method.

2.16 Borrowings

Borrowings are initially recognised at fair value net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest rate method.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income/(expenses).

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a longterm loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

2.17 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

2.18 Provisions and contingent liabilities

Provisions:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.
If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to
the passage of time is recognised as a finance cost.

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

2.19 Employee benefits
(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the appropriate market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least 12 months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post-employment obligations
(a) Defined contribution plans
Provident Fund

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefits expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(b) Defined benfit plans
Gratuity

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuary using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of defined benefit obligation and the fair value of plan assets. This cost is included in employee benefits expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the Balance Sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

(iv) Bonus plans:
The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.
(iv) Share-based payments:

Share-based compensation benefits provided to employees under the "Vitalic ESOP 2019" plan, an employee share scheme was discontinued in the current year vide resolution passed in the Extraordinary General Meeting held on 15th June 2020 and cancellation of all options under the plan.

Employee options
The fair value of options granted under the plan is recognised as an employee benefits expense with a corresponding increase in equity. Options granted under the plan to employees of the Company's subsidiaries including step-down subsidiaries are recognsied as investment with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:
a. excluding the impact of any service and non-market performace vesting conditions (e.g. remaining an employee of the entity over a specified time period), and
b. including the impact of any non-vesting conditions (e.g. the requirement for employees to save or hold shares for a specific period of time).

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the original to revised estimates, if any, in profit or loss, with a corresponding adjustments to equity.

2.20 Contributed equity

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2.21 Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, equity shares issued during the year

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.22 Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

2.23 Recent Pronouncements

On March 24, 2021, the Ministry of Corporate Affairs ("MCA") through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable 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:
• Lease liabilities should be separately disclosed under the head 'financial liabilities', duly distinguished as current or non-current.
• 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.
• Specified format for disclosure of shareholding of promoters.
• Specified format for ageing schedule of trade receivables, trade payables, capital work-in-progress and intangible asset under development.
• 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 etc.

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 the standalone financial statements.

The amendments are extensive and the Company will evaluate the same to give effect to them as required by law.

(All amounts are in INR lakhs, unless otherwise stated)

3 Property, plant and equipment

	Office equipment	Computers and accessories	Total
Year ended March 31, 2020			
Gross carrying amount			
Deemed cost as at April 1, 2019	-	0.26	0.26
Additions	-	-	-
Disposals	-	-	-
Closing gross carrying amount	-	0.26	0.26
Accumulated depreciation			
Opening accumulated depreciation	-	0.16	0.16
Additions from business combinations	-	-	-
Depreciation charge during the year	-	-	-
Disposals	-	-	-
Closing accumulated depreciation	-	0.16	0.16
Net carrying amount as on March 31,2020	-	0.10	0.10
Year ended March 31, 2021			
Gross carrying amount			
Opening gross carrying amount	-	0.26	0.26
Additions	-	-	-
Additions from business combinations (Refer Note 37)	0.83	3.94	4.77
Disposals	-	-	-
Closing gross carrying amount	0.83	4.20	5.03
Accumulated depreciation			
Opening accumulated depreciation	-	0.16	0.16
Additions from business combinations (Refer Note 37)	0.05	0.44	0.49
Depreciation charge during the year	0.31	1.65	1.96
Disposals	-	-	-
Closing accumulated depreciation	0.36	2.25	2.61
Net carrying amount as on March 31,2021	0.47	1.94	2.42

(All amounts are in INR lakhs, unless otherwise stated)

4 Intangible Assets

	Software	Customer Relationship	Non compete	Brand Development	Goodwill	Total
Year ended March 31, 2020						
Gross carrying amount						
Opening gross carrying amount	0.60	-	-	-	-	0.60
Additions	-	-	-	-	-	-
Additions from business combinations	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
Closing gross carrying amount	0.60	-	-	-	-	0.60
Accumulated depreciation						
Opening accumulated depreciation	0.30	-	-	-	-	0.30
Additions from business combinations	-	-	-	-	-	-
Amortisation charge during the year	0.30	-	-	-	-	0.30
Disposals		-	-	-	-	-
Closing accumulated depreciation	0.60	-	-	-	-	0.60
Net carrying amount as on March 31,2020	**-**	**-**	**-**	**-**	**-**	**-**
Year ended March 31, 2021						
Gross carrying amount						
Opening gross carrying amount	0.60	-	-	-	-	0.60
Additions	-	-		-		-
Additions from business combinations (Refer Note 37)	57.24	44.07	26.28	45.79	3.59	176.99
Disposals	-	-	-	-	-	-
Closing gross carrying amount	57.84	44.07	26.28	45.79	3.59	177.59
Accumulated depreciation						
Opening accumulated depreciation	0.60	-	-	-	-	0.60
Additions from business combinations (Refer Note 37)	5.71	4.40	2.62	4.52	0.36	17.60
Amortisation charge during the year	9.64	7.42	4.42	7.71	0.61	29.79
Disposals	-	-	-	-		-
Closing accumulated depreciation	15.94	11.81	7.05	12.23	0.96	47.99
Net carrying amount as on March 31,2021	**41.90**	**32.26**	**19.24**	**33.57**	**2.63**	**129.59**

5 (a) Non-current investments

	Number of shares/unit		Amount	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Measured at cost				
Equity shares (Unquoted)				
In subsidiaries (fully paid-up)				
Tresara Health Private Limited (INR 10 each) (Refer Note 5.1 below)	-	35,69,378	-	12,299.87
Dadha Healthcare Private Limited (INR 10 each) (Refer Note 26(II))	-	50,000	-	5.00
Vitalic Nutrition Private Limited (INR 10 each) (Refer Note 26(II))	-	30,87,500	-	308.75
Less: Impairment				
Dadha Healthcare Private Limited			-	(5.00)
Vitalic Nutrition Private Limited			-	(308.75)
In Associates (fully paid-up)				
Eliph Nutrition Private Limited (INR 10 each)	100	100	6.40	6.40
Total (Equity shares)			**6.40**	**12,306.27**
Preference shares (Unquoted)				
In subsidiaries (fully paid-up)				
Tresara Health Private Limited (INR 10 each)	-	5,45,853	-	2,352.62
In Associates (fully paid-up)				
Eliph Nutrition Private Limited (INR 10 each)	9,269	9,269	593.59	593.59
Total (Preference shares)			**593.59**	**2,946.22**
At Amortised cost				
Debentures (Unquoted)				
In subsidiary (upto August 17, 2020)/fellow subsidiaries (with effect from August 18, 2020) (fully paid-up)				
Tresara Health Private Limited (INR 93 each)	1,08,54,004	1,45,82,116	36,380.71	67,661.01
Less: Provision for Impairment of Investment			(36,380.71)	-
Total (Debentures)			**-**	**67,661.01**
Total non-current investments			**599.99**	**82,913.50**

Aggregate amount of unquoted investments	**36,980.70**	**83,227.25**
Aggregate amount of impairment in the value of investments	**36,380.71**	**313.75**

Note 5.1:

Financial guarantee of Rs. 50 lakhs as at March 31, 2020 given in favour of IDBI bank for credit facilities taken by Dadha Pharma Distribution Private Limited stands revoked as the same was foreclosed on October 29, 2020.

5 (b) Current investments

At fair value through profit and loss

	Number of shares/unit		Amount	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Axis Mutual Fund (Unquoted)- Overnight Fund Direct Growth	73,543.35	-	800.16	-
Total current investments			800.16	-

Aggregate amount of unquoted investments	**800.16**	**-**
Aggregate amount of face value of investments	**800.00**	**-**
Aggregate amount of impairment in the value of investments	**-**	**-**

(All amounts are in INR lakhs, unless otherwise stated)

		As at March 31, 2021	As at March 31, 2020
6	**Financial assets - Other financial assets**		
	(Unsecured, considered good unless otherwise stated)		
	Non-current		
	Loans receivables (Refer note 32)	2,338.33	-
	Security deposits	27.04	246.25
		2,365.37	**246.25**
	Current		
	Loans to related party (Refer note 32)	25.23	25.23
	Less: Loss allowance	(22.16)	(23.64)
		3.07	**1.59**
7	**Deferred tax assets (Net)**		
	(i) Deferred tax assets		
	Other timing differences (expenses disallowed u/s 43B of the Income tax Act, 1961)	41.48	-
	(ii) Deferred tax liabilities		
	Difference between book and tax written down value of depreciable fixed assets	0.98	-
		40.50	**-**

Movement in deferred tax assets (net)

	Provision for doubtful debts and advances	Difference between book and tax written down value of depreciable fixed assets	Other timing differences	Total
At March 31, 2019	6.32	**(0.01)**	**7.85**	**14.16**
(Charged)/credited:				
To profit or loss	(6.32)	0.01	(7.85)	(14.16)
At March 31, 2020	**-**	**-**	**-**	**-**
(Charged)/credited:				
To profit or loss	-	(0.98)	41.48	40.50
At March 31, 2021	**-**	**(0.98)**	**41.48**	**40.50**

Management assesses the available positive and negative evidence to estimate whether sufficient future taxable income will be generated to permit use of the existing deferred tax assets.

(All amounts are in INR lakhs, unless otherwise stated)

		As at March 31, 2021	As at March 31, 2020
8	**Current Tax Asset**		
	(Unsecured, considered good)		
	Net of Tax deducted at source	-	115.27
		-	**115.27**
9	**Trade receivables**		
	(Unsecured, considered good)		
	Trade receivables	129.42	236.83
		129.42	**236.83**
10	**Cash and cash equivalents**		
	Balances with banks		
	- in current accounts	56.44	8.23
	Cheques on hand	-	1.47
	Cash on hand	0.30	0.23
		56.74	**9.93**
11	**Other current assets**		
	(Unsecured, considered good)		
	Balance with government authorities	26.89	12.40
	Advances to suppliers	3.15	-
	Prepaid expenses	40.76	7.12
	Other advances	59.17	0.21
		129.98	**19.73**

(All amounts are in INR lakhs, unless otherwise stated)

12 (a) Equity share capital

	As at March 31, 2021		As at March 31, 2020	
	Number of shares	Amount	Number of shares	Amount
Authorised				
Equity shares of INR 10 each	1,68,66,322	1,686.63	1,68,66,322	1,686.63
Preference shares of INR 10 each	-	-	-	-
Compulsorily convertible preference shares of INR 62 each	95,37,690	5,913.37	95,37,690	5,913.37
Issued, subscribed and fully paid up				
Equity shares of INR 10 each	1,67,30,188	1,673.02	68,55,017	685.50
Compulsorily convertible preference shares of INR 62 each	-	-	95,37,689	5,913.37
(i) Reconciliation of shares outstanding				
Equity shares of INR 10 each				
Balance as at the beginning of the year	68,55,017	685.50	68,55,017	685.50
Add: Shares issued for cash during the year*	2,91,513	29.15	-	-
Add: Shares issued against share warrants (Refer Note 14)	45,969	4.60	-	-
Add: Compulsorily Convertible Preference Shares converted	95,37,689	953.77	-	-
Balance as at the end of the year	**1,67,30,188**	**1,673.02**	**68,55,017**	**685.50**
(ii) Reconciliation of shares outstanding (Compulsorily Convertible Non-cumulative Preference Shares):				
Series A compulsorily fully convertible non-cumulative preference shares				
Balance as at the beginning of the year	26,15,840	1,621.82	26,15,840	1,621.82
Less: Shares converted during the year	(26,15,840)	(1,621.82)	-	-
Balance as at the end of the year	**-**	**-**	**26,15,840**	**1,621.82**
Series B compulsorily fully convertible non-cumulative preference shares				
Balance as at the beginning of the year	20,39,611	1,264.56	20,39,611	1,264.56
Less: Shares converted during the year	(20,39,611)	(1,264.56)	-	-
Balance as at the end of the year	**-**	**-**	**20,39,611**	**1,264.56**
Series C compulsorily fully convertible non-cumulative preference shares				
Balance as at the beginning of the year	48,82,238	3,026.99	30,46,796	1,889.01
Less: Shares converted during the year	(48,82,238)	(3,026.99)	18,35,442	1,137.97
Balance as at the end of the year	**-**	**-**	**48,82,238**	**3,026.99**
Total (ii)	**-**	**-**	**95,37,689**	**5,913.36**

*Application money received from the Bennett Coleman and Company Limited during the year had been recognized as share warrants which got converted into equity shares before the year end.

(iii) Rights, preferences and restrictions

Equity shares

The Company has only one class of equity shares having a par value of INR 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed, if any by the board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Series A/B/C compulsorily convertible preference shares

The Board vide its meeting dated June 12, 2020, June 23,2020 , August 11,2020 has approved conversion of the outstanding Series A CCPS, Series B CCPS, Series C CCPS respectively into equity shares as per the terms of the original issue under the Shareholders Agreement ("SHA").
Accordingly, equity shares have been alloted to these investors in the following manner

Particulars	No of CCPS/Shares Allotted	Value of CCPS Converted	Value of Share Capital issued	Value of Increase in securities premium
Series A - Converted June 12, 2020	3,73,801	(231.76)	37.38	194.38
Series B - Converted June 12, 2020	14,56,908	(903.28)	145.69	757.59
Series C - Converted June 12, 2020	46,58,680	(2,888.38)	465.87	2,422.51
Series B - Converted June 23, 2020	5,82,703	(361.28)	58.28	303.00
Series C - Converted June 23, 2020	2,23,558	(138.61)	22.36	116.25
Series A - Converted August 11, 2020	22,42,039	(1,390.06)	224.20	1,165.86
Total	**95,37,689**	**(5,913.37)**	**953.78**	**4,959.59**

(All amounts are in INR lakhs, unless otherwise stated)

(iv) Details of shares held by the Holding Company

	As at March 31, 2021		As at March 31, 2020	
	Number of shares	% of holding	Number of shares	% of holding
Equity shares of INR 10 each				
Reliance Retail Ventures Limited	1,09,05,946	65%	-	-

(v) Details of shareholders holding more than 5% shares in the Company

	March 31, 2021		March 31, 2020	
	Number of shares	% of holding	Number of shares	% of holding
Equity shares of INR 10 each				
Reliance Retail Ventures Limited (including shares held by Nominees)	1,09,05,946	65%	-	0%
M Pradeep Dadha	31,51,607	19%	31,51,607	46%
Dadha Pharma Private Limited	12,48,034	7%	12,48,034	18%
M Pradeep Dadha (Karta of M Pradeep Dadha HUF)	9,24,601	6%	11,13,593	16%
Subhagmal Mohanchand Dadha, Shubda Dadha (Trustees of S.M.Dadha Family Trust)	-	-	5,00,000	7%
Black Buck Technologies LLP	-	-	3,93,891	6%
Mape Consumer Products LLP	-	-	3,43,722	5%
Series A compulsorily fully convertible non-cumulative preference shares				
Orbimed Asia II Mauritius FDI Investments Limited	-	-	26,15,840	100%
Series B compulsorily fully convertible non-cumulative preference shares		-		
Tanncam Investment Co. Ltd	-	-	14,56,908	71%
Sistema Asia Fund Pte Ltd	-	-	5,82,703	29%
Series C compulsorily fully convertible non-cumulative preference shares		-		
Daun Penh Pte. Ltd	-	-	22,72,627	47%
Tanncam Investment Co. Ltd	-	-	9,95,496	20%
Heng Sokha	-	-	10,94,979	22%

12 (b) Reserves and surplus

	As at March 31, 2021	As at March 31, 2020
Securities premium	55,261.44	47,949.59
Retained earnings	(55,124.39)	25,258.13
Share options outstanding account	-	189.53
Capital Reserve	(101.49)	-
Deemed Equity Contribution - Group Share-based payment scheme	1,831.82	-
	1,867.38	**73,397.25**

Securities premium		
Balance as at the beginning of the year	47,949.59	36,183.62
Add: Issued for cash during the year*	2,031.85	11,765.97
Add: Issued against share warrants	320.40	-
Add: Compulsorily Convertible Preference Shares converted	4,959.60	-
Balance as at the end of the year	**55,261.44**	**47,949.59**

*Application money received from the Bennett Coleman and Company Limited during the year had been recognized as share warrants which got converted into equity shares before the year end.

Retained earnings (Surplus in Statement of Profit and Loss)		
Balance as at the beginning of the year	25,258.13	21,808.72
Net profit / (Loss) for the year	(80,305.33)	3,453.52
Items of other comprehensive income directly recognised in retained earnings		
Remeasurements of post-employment benefit obligations (net of tax)	(77.18)	(4.11)
Balance as at the end of the year	**(55,124.39)**	**25,258.13**
Share options outstanding account		
Balance as at the beginning of the year	189.53	-
Add: Employee share based expense (Refer Note 22 & 33)	138.07	189.53
Less: Transfer to Employee stock option liability	(327.60)	-
Balance as at the end of the year	**-**	**189.53**

(All amounts are in INR lakhs, unless otherwise stated)

Capital Reserve		
Balance as at the beginning of the year	-	-
Reserve created on business combination (Refer Note 37)	(101.49)	-
Balance as at the end of the year	**(101.49)**	**-**
Deemed Equity Contribution - Group Share-based payment scheme		
Balance as at the beginning of the year	-	-
Received from holding company	1,831.82	-
Balance as at the end of the year	**1,831.82**	**-**

Nature and purpose of reserves:

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

Retained earnings/General reserves
Company's cumulative earnings since its formation minus dividends. These are available for distribution.

Share options outstanding account
The share options outstanding account is used to recognise the grant date fair value of options issued to employees under Vitalic ESOP 2019 plan. During the year the said plan was cancelled. Accordingly, the reserve is reversed during the year.

Capital Reserve

Capital reserve has been recognized on account of excess purchase consideration over net assets taken over, paid to Medrx Technologies LLP from whom business of developing and operating a practice management software and providing an online platform for medical consultation by healthcare providers including doctors had been acquired on a slump sale basis. Refer Note 38.

	As at March 31, 2021	As at March 31, 2020
13 Borrowings		
Current		
Unsecured loan - others	-	3,025.70
Less: Accrued interest on borrowings	-	(25.70)
	-	**3,000.00**

Net debt reconciliation
This section sets out an analysis of net debt and the movements in net debt

	As at March 31, 2021	As at March 31, 2020
Cash and cash equivalents	56.74	9.93
Non-current borrowings	-	-
Current borrowings	-	(3,025.70)
Net debt	**56.74**	**(3,015.77)**

	Other assets	Liabilities from financing activities	
	Cash and bank balances	Non-current borrowings	Current borrowings
Net debt as at March 31, 2019	**116.32**	**(687.91)**	**-**
Cash flows	(106.39)	686.56	(3,000.00)
Acquisition - leases	-	-	-
Interest expense	-	(59.26)	(25.70)
Interest paid	-	60.61	-
Net debt as at March 31, 2020	**9.93**	**-**	**(3,025.70)**
Cash flows	46.80	-	3,000.00
Interest expense	-	-	25.70
Interest paid	-	-	-
Net debt as at March 31, 2021	**56.74**	**-**	**-**

14 Other financial liabilities

Non-current		
Liablity component of other financial instruments - share warrants*	-	325.00
	-	**325.00**

*Note - The share warrants issued to Bennett Coleman and Company Limited are converted into Equity shares in the current year vide Board resolution dated August 3, 2020. Refer Note 12(a) and 12(b) for increase in share capital and securities premium respectively attributable to conversion of share warrants.

Current		
Interest accrued but not due on borrowings	-	25.70
Employee benefits payable	16.38	2.59
	16.38	**28.29**

15 Provisions

Non-current		
Provision for employee benefits:		
Gratuity (Refer note 28)	102.86	27.95
Compensated absences (Refer note 28)	77.17	-
	180.04	**27.95**
Current		
Provision for employee benefits:		
Gratuity (Refer note 28)	18.08	2.71
Compensated absences (Refer note 28)	21.15	23.80
	39.23	**26.51**

16 Other non-current liabilities

Income received in Advance	41.89	-
Total other non-current liabilities	**41.89**	**-**

17 Trade payables

Total outstanding dues of creditors of micro, small and medium enterprises (refer note below)	3.10	-
Total outstanding dues of creditors other than micro, small and medium enterprises	49.38	92.78
	52.48	**92.78**

Particulars	31-Mar-21	31-Mar-20
a) Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	3.10	-
b) Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	-	-
c) Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
d) Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
e) Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
f) Interest due and payable towards suppliers registered under MSMED Act, for payments already made.	-	-
e) Further interest remaining due and payable for earlier years.	-	-

18 Current tax liabilities (net)

Current tax liabilities (net of tax deducted at source Rs. 118.45 lakhs)	4.55	-
	4.55	**-**

19 Other current liabilities

Statutory dues including provident fund and tax deducted at source	339.03	26.57
Advance from Customers	3.20	-
Income Received in Advance	40.03	-
Vendor advance	-	20.00
	382.27	**46.57**

(All amounts are in INR lakhs, unless otherwise stated)

		Year ended March 31, 2021	Year ended March 31, 2020
20	**Revenue from operations**		
	Sale of services		
	Income from technical consultancy and advisory services	1,947.19	539.60
	Software service Income	50.67	-
		1,997.86	**539.60**

20.1 The Company has only one category of revenue stream (i.e., Sale of services) and one reportable segment. The requirement to disclose disaggregate revenue under Ind AS 115 and its relationship with operating segments under Ind AS 108 is not required.

20.2 Contract balances

i) Revenue from consultancy and advisory services are provided over the contract term and the related revenue is recognised over time. Payments are received as per the terms of the contract.
ii) Revenue from Software Service Income is recognized over the license term. Refer Note 19 for Advances received and Deferred revenue recognized.

20.3 Performance obligations

The contracts with customers are structured in such a way that the Company has the right to consideration from a customer in an amount that corresponds directly with the value to the customer of the performance obligation complete to date and the Company has the right to invoice. Therefore, taking the practical expedient, the details on transaction price allocated to the remaining performance obligations are not disclosed.

		Year ended March 31, 2021	Year ended March 31, 2020
21	**Other income**		
	Interest income from financial assets at amortised cost		
	- Interest income on loans	109.68	2.27
	Unwinding of discount on security deposits	8.24	21.77
	Net fair value gains on financial assets measured at fair value through profit or loss	-	4,054.63
	Net gain on sale of investment in mutual funds	2.30	5.54
	Reversal of Provision for doubtful advances	1.47	1.37
	Guarantee Commission	-	25.00
	Net loss on foreign currency transactions and translations	1.05	-
	Gain on de-recognition of Security Deposit	70.57	-
	Interest on Income Tax refund	3.69	-
		197.01	**4,110.58**
22	**Employee benefits expense**		
	Salaries, wages and bonus	1,310.74	665.32
	Contribution to provident and other funds (Refer note 28)	32.30	15.92
	Gratuity (Refer note 28)	10.64	7.70
	Employee share-based payment expense (Refer note 33)	151.28	0.26
	Staff welfare expenses	17.09	18.50
		1,522.05	**707.70**
23	**Depreciation and amortisation expense**		
	Depreciation of property, plant and equipment (Refer note 3)	1.96	-
	Amortisation of intangible assets (Refer note 4)	29.79	0.30
		31.75	**0.30**

	Year ended March 31, 2021	Year ended March 31, 2020
24 Finance costs		
Interest expense		
- on borrowings	169.82	84.95
- on others	0.00	0.01
	169.82	**84.96**
25 Other expenses		
Rates and taxes	28.86	4.22
Bank charges	0.54	3.27
Repairs and maintenance	29.13	13.92
Travelling and conveyance	-	3.63
Payment to auditors	17.60	12.95
Provision for diminution in the value of long-term investments (Refer Note 26 (III))	-	4.00
Business support charges	66.00	66.00
Legal and professional fees	118.45	273.29
Reversal of Guarantee commission income recognised in earlier years (Refer Note 4.1)	50.00	-
Donation	-	5.50
Security Charges	3.36	-
Electricity charges	0.65	-
Rent	29.90	-
Advertisement Expenses	3.52	-
Commission	0.19	-
Web hosting expenses	1.40	-
Miscellaneous expenses	15.72	2.76
	365.32	**389.54**

Note 25(a): Details of payments to auditors

	Year ended March 31, 2021	Year ended March 31, 2020
Payment to auditors		
As auditor		
Audit fee	14.00	12.25
Tax audit and other services (includes Rs. 1.6 Lakhs paid to erstwhile auditors)	3.10	0.50
Certification fees	0.50	-
Reimbursement of expenses	-	0.20
	17.60	**12.95**

	Year ended March 31, 2021	Year ended March 31, 2020
26 Exceptional items		
Loss on Redemption of Investment in Optionally Fully Convertible Debentures (Refer note I(a) bel	13,831.28	-
Loss on reclassification of investments from FVTPL to amortised cost (Refer note I(b) below)	13,981.88	
Loss on Sale of Investments in Equity Shares of Subsidiaries (Refer note II below)	16,134.90	-
Provision for Impairment of Investment (Refer note III below)	36,380.71	-
	80,328.77	**-**

I. **(a) Redemption of OFCDs**
The Company has during the year redeemed 3,728,112 OFCDs at the cost of investment of Rs. 93 and loss on redemption of Rs. 13,831.28 Lakhs was charged to the Statement of Profit and Loss for the year ended 31 March 2021.
(b) Reclassification of OFCDs from FVTPL to Amortised cost:
The Company had invested in 10,854,004 optionally fully convertible debentures (OFCD) of Tresara Health Private Limited (THPL), a subsidiary upto August 17, 2020 and fellow subsidiary thereafter, which was classified at fair value through profit and loss as at March 31, 2020. During the year, consequent to the change in the business model to collect contractual cash flows represented by solely payments of principal and interest, the Company had re-classified the aforesaid investments in THPL from fair value through profit or loss (FVTPL) to amortised cost and the difference between fair value and the amortised cost amounting to Rs. 13,981.88 has been charged to the Statement of Profit and Loss for the year ended March 31, 2021.

II. **Sale of investments**
The Company, during the year, sold its stake in the following Companies based on the valuation determined under section 11 UA of the Income Tax Act, 1961. The loss of sale of these investments are included under Exceptional items for the year ended 31 March 2021.

Particulars	Tresara Health Private Limited	Vitalic Nutrition Private Limited	Dadha Healthcare Private Limited
Gross carrying value before disposal	15,298.33	308.75	5.00
Impairment provision	-	(308.75)	(5.00)
Net carrying value before disposal	15,298.33	-	-
Deemed Investment (ESOP adjustment)	855.07	-	-
Sale consideration	1.00	17.00	0.50
Gain/Loss on disposal of Investments (Amount disclosed in Exceptional items above)	**16,152.40**	**(17.00)**	**(0.50)**

III. As explained in Note 2 above, the Company disposed their investments in equity shares of THPL based on the 11 UA valuation and accounted for a loss of Rs. 16,152.40 during the year. Based on the valuation of the equity shares of THPL, the management has also considered an impairment in the investment of OFCD's to the extent of Rs. 36,380.71 Lakhs and this has been included as exceptional item for the year ended 31 March 2021.

27 Income tax expense

(a) Income tax expense		
Current tax		
Current tax on profits for the period/year	123.00	-
Total current tax expense	**123.00**	-
Deferred tax		
Decrease/(increase) in deferred tax assets	(41.48)	14.17
(Decrease)/increase in deferred tax liabilities	0.98	(0.01)
Total deferred tax expense (Reversal)	**(40.50)**	**14.16**
	82.50	**14.16**
(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:		
Profit before tax for the year	(80,222.83)	3,467.68
Tax at the rate of 25.17% (March 31, 2020: 26%)	**(20,192.09)**	**901.60**
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Deferred taxes not created on notional income and temporary timing differences (Refer Note 7)	20,274.59	(887.44)
Income tax expense	**82.50**	**14.16**

(c) Tax losses

Unused tax losses for which no deferred tax asset has been recognised	-	7,808.38

Unrecognised deferred tax assets relates to unabsorbed depreciation which can be carried forward without any restrictions
During the year there is change in shareholding of more than 50% and hence the accumulated losses of previous years cannot be carried forward and utilized.

(All amounts are in INR lakhs, unless otherwise stated)

28 Employee benefit obligations

(a) Defined contribution plan - Provident fund

Contributions are made to provident fund for employees at the rate of 12% of basic salary as per regulations. The contributions are made to the registered provident fund administered by the Government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

	Year ended March 31, 2021	Year ended March 31, 2020
Provident Fund	31.61	15.36
Employees State Insurance	0.69	0.56
	32.30	**15.92**

(b) Employee Benefit Obligation

	As at March 31, 2021	
	Current	Non-current
Compensated absences	21.15	77.17
Gratuity	18.08	102.86
Total employee benefit obligations	**39.23**	**180.03**

	As at March 31, 2020	
	Current	Non-current
Compensated absences	23.80	-
Gratuity	2.71	27.95
Total employee benefit obligations	**26.51**	**27.95**

(i) Other long-term employee benefit obligations - Compensated absences

The leave obligations cover the Company's liability for earned leave. Based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment for such leave within the next 12 months.

(ii) Post employment obligations - Defined benefit plan - Gratuity

The scheme is an unfunded defined benefit arrangement providing gratuity benefits, expressed in terms of accrued monthly salary and period of service. Every employee is entitled to a benefit equivalent to fifteen days salary last drawn for each completed year of service in line with the Payment of Gratuity Act, 1972. The amount is payable at the time of separation from the Company or retirement, whichever is earlier.

	March 31, 2021	March 31, 2020
Opening balance	**30.66**	**18.85**
Current service cost	8.79	6.40
Interest expense	1.85	1.30
Total amount recognised in profit or loss	**10.64**	**7.70**
Remeasurements		
(Gain)/loss from change in financial assumptions	2.09	1.78
Experience losses/(gains)	75.09	2.33
Total amount recognised in other comprehensive income	**77.18**	**4.11**
Employer contributions	-	-
Benefit payments	2.45	-
Balances as at year end	**120.94**	**30.66**

(All amounts are in INR lakhs, unless otherwise stated)

(iii) Principal assumptions for actuarial valuation

The significant actuarial assumptions were as follows:

	March 31, 2021	March 31, 2020
Discount rate	5.45%	5.80%
Salary growth rate	9.00%	9.00%

Assumptions regarding future mortality are set based on actuarial advice in accordance with published statistics and experience. The estimates of future salary increases, considered in actuarial valuation, take in to account, inflation, seniority, promotions and other relevant factors such as demand and supply in the employment market.

(iv) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Change in assumption	March 31, 2021	March 31, 2020
Discount rate		
+ 1.00%	(5.88)	(1.64)
- 1.00%	6.51	1.83
Salary growth rate		
+ 1.00%	5.32	1.72
- 1.00%	(5.05)	(1.60)
Attrition rate		
+ 25.00%	(6.32)	(2.68)
- 25.00%	8.84	3.65

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

(v) Effect on future cash flows

The weighted average duration of the defined benefit obligation is 5.89 years (2020 – 6.47 years).
The expected maturity analysis of undiscounted gratuity is as follows:

	March 31, 2021	March 31, 2020
Less than 1 year	18.08	2.71
Between 2 - 5 years	62.46	16.15
Between 6 - 10 years	46.45	13.86
Between 11 - 15 years	22.30	6.42
Over 15 years	17.96	5.80

(All amounts are in INR lakhs, unless otherwise stated)

29 Fair value measurements

Financial instruments measured at Amortised cost

	Note	Hierarchy	March 31, 2021	March 31, 2020
Financial assets				
Loans	6	NA	2,368.44	247.84
Trade receivables	9	NA	129.42	236.83
Cash and cash equivalents	10	NA	56.74	9.93
Investments (net of provision for impairment)	5	NA	-	-
Total financial assets			**2,554.60**	**494.60**

	Note	Hierarchy	March 31, 2021	March 31, 2020
Financial liabilities				
Borrowings	13	NA	-	3,000.00
Other financial liablities	14	NA	16.38	353.29
Trade payables	17	NA	52.48	92.78
Total financial liabilities			**68.87**	**3,446.07**

Financial instruments measured at FVTPL

	Note	Hierarchy	March 31, 2021	March 31, 2020
Financial assets				
Non-current Investment	5	Level 3	-	67,661.01
Current Investment		Level 2	800.16	
Total financial assets			**800.16**	**67,661.01**

The Company has investments in subsidiaries that are carried at cost under Ind AS 27, Separate Financial Statements, and hence are not disclosed in the above table.

Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level is as follows:

Level 1: hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

The Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period. There are no transfers between levels 1 and 2 during the year.

The carrying amounts of trade receivables, trade payables, cash and cash equivalents and other current financial liabilities are considered to be the same as their fair values, due to their short-term nature.

Assets and liabilities which are measured at amortised cost for which fair values are disclosed

There has been no significant change between the discounting rate used on the date of transaction and as at the end of the period for assets and liabilities measured at amortised cost. Hence, the carrying value is taken as fair value.

30 Financial risk management

The Company's principal financial liabilities comprises borrowings, trade payables and other payables. The main purpose of these financial liabilities is to finance the Company operation. The Company's main financial assets includes trade and other receivable, cash and cash equivalents, investments from its operations.

Risk	Exposure arising from	Measurement
Credit risk (Refer Note A)	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost and at fair value through profit or loss	Aging analysis Credit ratings
Liquidity risk (Refer Note B)	Borrowings, trade payables and other liabilities	Cash flow projections, Working capital requirements

A. 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 obligation. Credit risk arises from deposits with banks as well as credit exposures to customers including outstanding receivables and financial assets measured at amortised cost and at fair value through profit or loss.

Credit risk management

a) Credit risk on deposits is mitigated by depositing the funds in reputed private sector banks.

b) Credit risk on unsecured deposits is managed based on Company's established policy, procedures and controls. Outstanding deposits are regularly monitored and assessed for their recoverability.

c) The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. The Company periodically monitors the recoverability and credit risks of its other financials assets including security deposits and other receivables.

d) The Company's investments in debt instruments are with the group entites and are considered to be low risk investments.

Expected credit loss for financial assets other than trade receivables

The Company assesses whether there has been a significant increase in credit risk as at the end of each reporting period. This assessment is done by considering the counterpart's business, cash position and timing of expected cash collections. Based on the assessment performed, there has been no significant increase in credit risk for financial assets.

There is no loss provision required to be created for other assets.

Reconciliation of loss allowance provision - Financial assets - Loans	**March 31, 2021**	**March 31, 2020**
Opening Balance	**23.64**	**24.32**
Reversal of loss allowance	(1.48)	(0.68)
Closing Balance	**22.16**	**23.64**

Expected credit loss trade receivables - simplified approach

The Company's exposure to trade receivables are from group companies. Company takes appropritate steps to recover the dues as per agreed terms. Default is said to occur when the amount remains outstanding beyond the agreed credit period. An impairment analysis is performed at each reporting date on an individual basis. Adjusting the historic trends and expected future losses, the Company does not foresee any significant increase in credit risk or default from trade receivables. Of the trade receivable balance, Rs. 75.22 Lakhs is due from a single customer.

(All amounts are in INR lakhs, unless otherwise stated)

B. Liquidity risk

The Company manages its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Management monitors the Company's liquidity requirements on the basis of monthly and yearly projections. The Company's principal source of liquidity are cash flows that are generated from operations, external sourcing of funds by way of equity and debt. The amounts disclosed in the table are the maturity profile of contractual undiscounted cash flows of the Company's financial liabilities:

Particulars	Less than 6 months	6 months to 1 year	More than 1 year	Total
As at March 31, 2021				
Trade payables	52.48	-	-	**52.48**
Total	**68.87**	**-**	**-**	**68.87**
As at March 31, 2020				
Borrowings	3,000.00	-	-	**3,000.00**
Other financial liablities	-	-	325.00	**325.00**
Interest accrued but not due on borrowings	25.70	-	-	**25.70**
Trade payables	92.78	-	-	**92.78**
Total	**3,118.48**	**-**	**325.00**	**3,443.48**

31 Capital management

The Company's objectives when managing capital are to: -

• safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

• manages its capital structure and makes adjustments in light of changes in economic condition and the requirements of the financial covenants.

For the purpose of capital management, capital includes issued equity capital, securities premium and all other reserves attributable to the equity shareholders of the Company. Net debt includes all long and short-term borrowings (including current maturities of long-term borrowings and interest accrued) as reduced by cash and cash equivalents.

Under the terms of borrowing facilities, the Company is required to comply with certain financial covenants which it has complied throughout the reporting period.

Particulars	As at March 31, 2021	As at March 31, 2020
Net debt		
Debt	-	3,025.70
Cash and cash equivalents	(56.74)	(9.93)
	(56.74)	3,015.77
Equity	3,540.40	79,996.11
Net debt - equity ratio (percentage)	**-**	**4%**

Contingent liabilities

	March 31, 2021	March 31, 2020
Corporate guarantee in respect of credit facilities sanctioned by IDBI Bank to Dadha Pharma Distribution Private Limited.	-	2,000.00
Amount outstanding in respect of above as at the year end	-	1,547.29

(All amounts are in INR lakhs, unless otherwise stated)

32 Related party transactions

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

A. Name of Related Parties and nature of relationship

i) Ultimate Holding Company	Reliance Industries Limited (w.e.f August 18, 2020)
ii) Holding Company	Reliance Retail Ventures Limited (w.e.f August 18, 2020)
(iii) Where control exists	
Subsidiaries	Dadha Healthcare Private Limited (Upto July 30, 2020)
	Vitalic Nutrition Private Limited (Upto August 10, 2020)
	Tresara Health Private Limited (up to August 17, 2020)
Step-down Subsidiaries	Dadha Pharma Distribution Private Limited (up to August 17, 2020)
	Netmeds Marketplace Limited (up to August 17, 2020)
	Netmeds Health Private Limited (formerly known as "Netmeds Health and Wellness Marketplace Private Limited") - (Upto July 30, 2020)
	MedRx Technologies LLP (Previously known as "MedRx Distributors LLP") (Upto August 14, 2020)
Fellow Subsidaries	Reliance Retail Limited (w.e.f August 18, 2020)
	Tresara Health Private Limited (w.e.f August 18, 2020)
	Dadha Pharma Distribution Private Limited (w.e.f August 18, 2020)
	Netmeds Marketplace Limited (w.e.f August 18, 2020)

B. Other related parties with whom transactions have taken place during the year

Associate	Eliph Nutrition Private Limited	
Key management personnel (KMP)	S Mohanchand Dadha (resigned w.e.f January 21, 2021	Director
	M Pradeep Dadha	Director (Upto November 16, 2020)
		Whole Time Director (w.e.f November 17, 2020)
	Advait Suhas Pandit	Director (Upto September 30, 2020)
		Whole Time Director (w.e.f October 1, 2020)
	Jethu Singh Bhati	Additional Director (w.e.f March 13, 2021)
	Dhirendra Harilal Shah	Additional/Independent Director (w.e.f March 13, 2021)
	Krishnan Sudarshan	Additional/Independent Director (w.e.f November 17, 2020)
	Rashmi Khaitan	Chief Financial Officer (w.e.f November 17, 2020)
	D R Anand	Company Secretary (Resigned w.e.f November 3, 2020)
	Divya Mohan	Company Secretary (w.e.f January 20, 2021)

(All amounts are in INR lakhs, unless otherwise stated)

32 Related party transactions (Contd.)

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

Name of the related party	Holding Company		Subsidiaries		Fellow Subsidiaries		Joint Venture		Key Managerial Personnel		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Sale of services			**183.00**	**539.60**	**1,764.19**	**-**	**-**	**-**	-	-	**1,947.19**	**539.60**
Netmeds Marketplace Limited	-	-	155.00	437.60	208.19	-	-	-	-	-	363.19	437.60
Reliance Retail Limited	-	-	-	-	1,500.00	-	-	-			1,500.00	-
Tresara Health Private Limited	-	-	28.00	102.00	56.00	-	-	-	-	-	84.00	102.00
Interest income - on loans			**7.95**	**2.27**	**101.35**		-	-	-	-	**109.30**	**2.27**
Netmeds Marketplace Limited	-	-	7.95	-	101.35	-	-	-	-	-	109.30	-
Dadha Healthcare Private Limited	-	-		2.27		-	-	-	-	-	-	2.27
Interest expenses - on loans	-	-	-	-	**37.53**	**-**	**-**	**-**	**-**	**-**	**37.53**	**-**
Reliance Retail Limited	-	-	-	-	37.53	-	-	-	-	-	37.53	-
Receiving of services - Shared infrastructure charges	**-**	**-**	**22.00**	**66.00**	**44.00**	**-**	-	-	-	-	**66.00**	**66.00**
Netmeds Marketplace Limited	-	-	22.00	66.00	44.00	-	-	-	-	-	66.00	66.00
Loans advanced	**-**	**-**	**2,338.33**	**2.00**	**-**	**-**	-	-	-	-	**2,338.33**	**2.00**
Dadha Healthcare Private Limited	-	-	-	2.00	-	-	-	-	-	-	-	2.00
Netmeds Marketplace Limited			2,338.33								2,338.33	-
Investments made in equity shares	**-**	**-**	**-**	**4.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**4.00**
Dadha Healthcare Private Limited	-	-	-	4.00	-	-	-	-	-	-	-	4.00

(All amounts are in INR lakhs, unless otherwise stated)

32 Related party transactions (Contd.)

	Holding Company		Subsidiaries		Fellow Subsidiaries		Joint Venture		Key Managerial Personnel		Total	
Name of the related party	**March 31, 2021**	**March 31, 2020**	**March 31, 2021**	**March 31, 2020**	**March 31, 2021**	**March 31, 2020**	**March 31, 2021**	**March 31, 2020**	**March 31, 2021**	**March 31, 2020**	**March 31, 2021**	**March 31, 2020**
Sale of Investments made in equity shares	**-**	**-**	**-**	**0.14**	**-**	**-**	**-**	**-**	-	-	**-**	-
Tresara Health Private Limited	-	-	-	0.14	-	-	-	-	-	-	-	0.14
Investments made in debentures	**-**	**-**	**-**	**14,831.07**	**-**	**-**	-	-	-	-	**-**	**14,831.07**
Tresara Health Private Limited	-	-	-	14,831.07	-	-	-	-	-	-	-	14,831.07
Commission from Corporate Guarantee	**-**	**-**	**-**	**25.00**	**-**	**-**	-	-	-	-	**-**	**25.00**
Dadha Pharma Distribution Private Limited	-	-	-	25.00	-	-	-	-	-	-	-	25.00
Interest from Investments in Debentures	**-**	**-**	**-**	**0.31**	**-**	**-**	-	-	-	-	**-**	**0.31**
Tresara Health Private Limited	-	-	-	0.31	-	-	-	-	-	-	-	0.31
Remuneration paid (including payments made in lieu of employee stock option reserve)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**200.37**	**-**	**200.37**	**-**
Advait Suhas Pandit	-	-	-	-	-	-	-	-	189.51	-	189.51	-
D R Anand	-	-	-	-	-	-	-	-	8.61	-	8.61	-
Divya Mohan	-	-	-	-	-	-	-	-	2.25	-	2.25	-
Sitting Fees	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1.50**	**-**
Dhirendra Harilal Shah	-	-	-	-	-	-	-	-	-	-	0.30	-
Krishnan Sudarshan	-	-	-	-	-	-	-	-	-	-	1.20	-
Borrowings repaid	**-**	**-**	**-**	**-**	**869.85**	**-**	**-**	**-**	**-**	**-**	**869.85**	**-**
Reliance Retail Limited	-	-	-	-	869.85	-	-	-	-	-	869.85	-
Investments in Optionally Fully convertible Debentures repaid	**-**	**-**	**2,675.15**	**-**	**792.00**	**-**	**-**	**-**	**-**	**-**	**3,467.15**	**-**
Tresara Health Private Limited	-	-	2,675.15	-	792.00	-	-	-	-	-	3,467.15	-
Optionally Fully convertible Debentures received	**600.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**600.00**	**-**
Reliance Retail Ventures Limited	600.00										600.00	-
Optionally Fully convertible Debentures repaid	**600.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**600.00**	**-**
Reliance Retail Ventures Limited	600.00	-	-	-	-	-	-	-	-	-	600.00	-
Guarantee outstanding reversed	**-**	**-**	**-**	**-**	**50.00**	**-**	**-**	**-**	**-**	**-**	**50.00**	**-**
Dadha Pharma Distribution Private Limited	-	-	-	-	50.00	-	-	-	-	-	50.00	-

Vitalic Health Private Limited
Notes to the financial statements for the year ended March 31, 2021
(All amounts are in INR lakhs, unless otherwise stated)

32 Related party transactions (Contd.)

D. Balances as at year end

	Subsidiaries		Fellow Subsidiaries		Joint Venture		Key Managerial Personnel		Total	
Name of the related party	**March 31, 2021**	**March 31, 2020**	**March 31, 2021**	**March 31, 2020**	**March 31, 2021**	**March 31, 2020**	**March 31, 2021**	**March 31, 2020**	**March 31, 2021**	**March 31, 2020**
Trade payables	**-**	**23.76**	**6.08**		-	-	-	-	**6.08**	**23.76**
Netmeds Marketplace Limited	-	23.76	6.08		-	-	-	-	6.08	23.76
Investments in equity instruments	**-**	**12,374.35**	**-**	**-**	**6.40**	**6.40**	-	-	**6.40**	**12,380.75**
Tresara Health Private Limited	-	12,060.60	-	-	-	-	-	-	-	12,060.60
Vitalic Nutrition Private Limited	-	308.75	-	-	-	-	-	-	-	308.75
Dadha Healthcare Private Limited	-	5.00	-	-	-	-	-	-	-	5.00
Eliph Nutrition Private Limited	-	-	-	-	6.40	6.40	-	-	6.40	6.40
Investments in debentures	**-**	**39,847.87**	**36,380.71**		-	-	-	-	**36,380.71**	**39,847.87**
Tresara Health Private Limited	-	39,847.87	36,380.71		-	-	-	-	36,380.71	39,847.87
Investments in Preference Shares	**-**	**2,352.63**			**593.60**	**593.60**	-	-	**593.60**	**2,946.23**
Eliph Nutrition Private Limited	-	-			593.60	593.60	-	-	593.60	593.60
Tresara Health Private Limited	-	2,352.63		-	-	-	-	-	-	2,352.63
Share Based Compensation (ESOP)	**-**	**189.27**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**189.27**
Tresara Health Private Limited	-	189.27		-	-	-	-	-	-	189.27
Trade receivables	**-**	**236.83**	**129.37**		-	-	-	-	**129.37**	**236.83**
Netmeds Marketplace Limited	-	195.79	75.22	-	-	-	-	-	75.22	195.79
Tresara Health Private Limited	-	41.04	54.15	-	-	-	-	-	54.15	41.04
Loans to related Parties-Non Current	**-**	**1.59**	**2,338.33**		-	**-**	-	-	**2,338.33**	**1.59**
Tresara Health Private Limited	-	-		-	-	-	-	-	-	-
Netmeds Marketplace Limited	-	-	2,338.33	-	-	-	-	-	2,338.33	-
Dadha Healthcare Private Limited	-	1.59	-	-	-	-	-	-	-	1.59
Short term loans and advances - Loans to related parties	**-**	**1.59**	**0.38**		-	**-**	-	-	**0.38**	**1.59**
Reliance Retail Limited	-	-	0.38	-	-	-	-	-	0.38	-
Dadha Healthcare Private Limited	-	1.59	-	-	-	-	-	-	-	1.59
Other current assets - Interest accrued but not due - Loans to related parties	**-**	**1.73**	**-**	**-**	-	**-**	**-**	**-**	**-**	-
Dadha Healthcare Private Limited	-	1.73	-	-	-	-	-	-	-	1.73
Personal guarantee for unsecured loan	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**3,025.70**	**-**	**3,025.70**
Mr. Pradeep Dadha	-	-	-	-	-	-	-	3,025.70	-	3,025.70
Guarantee outstanding	**-**	**50.00**			-	-	-	-	**-**	**50.00**
Dadha Pharma Distribution Private Limited	-	50.00	-	-	-	-	-	-	-	50.00

(All amounts are in INR lakhs, unless otherwise stated)

33 Share-based payments

Share-based compensation benefits were provided to employees under via the "Vitalic ESOP 2019" plan, an employee share scheme which was discontinued in the current year vide resolution passed in the Extraordinary General Meeting held on 15th June 2020 and cancellation of all options under the plan. All outstanding and granted options stand cancelled.

Employee option plan

The Company's "Vitalic ESOP 2019" (Plan) was approved by the shareholders, in their general meeting held on February 19, 2019. The object of the plan is
i) to create a shared vision and to promote ownership among the employees,
ii) to recognize and reward the past and present performance and to provide a motivation tool for future (potential and expected) performance of Employees in their employment with the Company and its subsidiaries; and
iii) to provide an incentive compensation for the effort made by Employees in the successful operation, long term growth and financial success of the Company and its subsidiaries.

Under the plan, the participants are granted options which vest not earlier than 1 year and not later than 5 years from the date of grant of such options. The vesting options would be subject to continued employment with the Company or its subsidiaries. In addition, the Board may also, if it feels necessary in certain or in all cases, specify certain performance parameters in the letter of grant subject to which the options would vest. The vested options may be exercised within a period being not more than 10 years from the date of vesting of such option.

Options are granted under the plan for consideration as agreed between the Company and the grant holder. The grants does not give the option grantee any right or status of any kind of a shareholder of the Company (for example, bonus shares, rights shares, dividend, voting, etc.) in respect of any shares covered by the grant unless the option grantee exercise the option and becomes a registered holder of the shares of the Company. Each option is convertible into one equity share. The exercise price of the options is decided based on the grant letter provided to the option grantee.

The Plan covers employees across the group companies. Refer (ii) below for break-up of the share of the Company and its subsidiaries.

(i) Set out below is a summary of options granted under the plan:

	March 31, 2021		March 31, 2020	
	Average exercise price per share (INR)	**Number of options**	**Average exercise price per share (INR)**	**Number of options**
Opening balance	620	2,82,151		-
Granted during the year			620	2,83,362
Lapsed during the year	620	1,509	620	1,211
Cancelled during the year	620	2,80,642		
Closing balance		**-**		**2,82,151**
Vested and exercisable		**-**		**-**

No options were exercisable and no options expired during the periods covered in the above tables.

(ii) Number of options granted to employees of different group entities

	March 31, 2021	March 31, 2020
Vitalic Health Private Limited	-	814
Netmeds Marketplace Limited	-	2,50,809
Dadha Pharma Distribution Private Limited	-	11,172
Medrx Technologies LLP	-	19,356

(iii) Share options outstanding at the end of the year have the following expiry date and exercise price:

Grant date	Expiry date	Exercise price (in INR)	Share options	
			March 31, 2021	**March 31, 2020**
07-Jun-19	10-Jun-20	620	-	1,36,108
07-Jun-19	01-Oct-20	620	-	11,292
07-Jun-19	10-Jun-21	620	-	58,606
07-Jun-19	01-Oct-21	620	-	11,290
07-Jun-19	10-Jun-22	620	-	64,855
Total			-	2,82,151

Weighted average remaining contractual life of options outstanding at the end of March 31, 2021 is Nil (March 31, 2020 - 0.93 Yrs).

(All amounts are in INR lakhs, unless otherwise stated)

(iv) Fair value of options granted

The fair value of grant date of options granted during the year ended March 31, 2021 is Nil (March 31, 2020 - INR 116.93). The fair value at grant date is independently determined using the Black-Scholes Model which takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.

The model inputs for options granted during the year ended March 31, 2020 included:

a) options are granted at INR 620 per option and vest upon satisaction of the vesting conditions, being remaning in service until the vesting date. The vested are exercisable within a period being not more than 10 years from the date of vesting of such option.
b) exercise price is fixed at INR 620 per option
c) grant date is June 7, 2019.
d) expiry date ranges from June 2020 to June 2022, as the plan contains graded vesting
e) share price grant date is INR 706.81 per share
f) expected price volatility of the company's shares is 16.45%
g) expected dividend yield is Nil
h) risk-free interest rate is 5.83%

The expected price volatility is based on the historic volatility (based on the remaining life of the options), adjusted for any expected changes to feature volatility due to publicly available information.

The expenses arising from share-based payment transactions is recognised in profit or loss as part of employee benefit expenses (Refer note 22).

(v) Settlement of Options Scheme

During the year, the Company had entered into a settlement agreement with the employees who were offered share options as mentioned above.
The employees have confirmed, agreed, acknowledged and undertook that the ESOP Options granted to them by the Company shall forthwith, without any further action, stand terminated and cancelled.
As part of the agreement, the employees have agreed to the full and final settlement of their respective share options, waived their rights with respect to the cancelled options including the right to exercise such ESOP Options under the ESOP plan.

In lieu of cancellation of the ESOP scheme, the management has agreed to compensate eligible employees through a pre-determined cash settlement and the settlement amount shall be paid out in 4 (four) annual tranches over 4 (four) years subject to continued employment over the preceding 12 months of the payout, with the Company or any of the group entity(ies) which are either subsidiaries and/or affiliates. This liability, based on the pre-determined cash settlement amount, for the year ended March 31, 2021 has been recorded as Employee share based payment expense and the unpaid amount as at March 31, 2021 has been recorded as Employee share based liability.

The Company in line with Ind AS 102 had passed entries to accelerate the recognition of fair value of options and had transferred the outstanding balance in the employee share options reserve to the settlement liability. The difference between the amortized cost of employee liability required and the amount transferred from the employee share options reserve has been charged to profit and loss.
The following figures represent the effect of entering into the settlment agreement.

Particulars	**Under the ESOP Scheme (if scheme had not been cancelled)**	**Effect of changes**	**As at March 31, 2021**
Employee share-based payment expense (Refer Note 22)	52.55	98.73	151.28
Employee share based reserve (Refer Note 12)	146.09	(146.09)	-
Deemed Equity Contribution from Holding Company	-	1,831.82	1,831.82
Deemed Investment in Subsidiaries/Fellow Subsidiaries	144.04	(144.04)	-
Other Advances (Other current assets) (Refer Note 11)	-	59.05	59.05

34 Segment reporting

(a) Description of segments

The board of directors as chief operating decision maker (CODM) of the Company for the purpose of resource allocation and segment performance focuses on single business segment of providing business consultancy and advisory services relating to activities that promote physical fitness, health care, health management, wholesome lifestyle, wellness through all mediums including the internet and income from sale of software and hence, there is only one reportable business segment in terms of Ind AS 108, Operating Segments.
The Chief operational decision maker (Board of Directors) monitors the operating results of the entity's business for the purpose of making decisions about resource allocation and performance assessment.

(b) Segment revenue

The Company is domiciled in India. Entire revenue from the operating segment is derived from India.

Information about revenue from major geographies	March 31, 2021	March 31, 2020
India	1,997.86	539.60
Others	-	-
	1,997.86	**539.60**

Information about revenue from major customers

During the year, revenue of INR 1935.00 Lakhs is from two largest customer (Previous year 539.6 Lakhs)

(c) Segment assets

All non-current assets of the Company are located in India.

35 Contingent liabilities

	March 31, 2021	March 31, 2020
Corporate guarantee in respect of credit facilities sanctioned by IDBI Bank to Dadha Pharma Distribution Private Limited.	-	2,000.00
Amount outstanding in respect of above as at the year end	-	1,547.29

It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings. The Company does not expect any reimbursements in respect of the above contingent liabilities. There are employee and trade mark related litigations that are pending with various authorities. The financial impact of such matters will depend upon the outcome of the matter. The management does not expect any material liability in this regard.

36 Earnings per share

	March 31, 2021	March 31, 2020
(a) Basic		
Profit/Loss after tax (A)	(80,305)	3,453.52
Number of equity shares of INR 10 each at the beginning of the year	68,55,017	68,55,017
Number of equity shares of INR 10 each at the end of the year	1,67,30,188	68,55,017
Weighted average number of equity shares of INR 10 each outstanding during the year (B)	1,21,76,597	68,55,017
Basic earnings/(Loss) per share - (in INR) (A/B)	(659.51)	50.38
(b) Diluted		
Profit/Loss after tax (A)	(80,305)	3,453.52
Weighted average number of shares outstanding during the year	1,21,76,597	68,55,017
Add: Weighted average number of equity shares on account of 0.0001% Series A CCPS (Refer note 12)	-	26,15,840
Add: Weighted average number of equity shares on account of 0.0001% Series B CCPS (Refer note 12)	-	20,39,611
Add: Weighted average number of equity shares on account of 0.0001% Series C CCPS (Refer note 12)	-	43,76,410
Weighted average number of shares outstanding during the year for diluted EPS (D)	1,21,76,597	1,58,86,878
Diluted earnings per equity share (Rs.) - (A/D)-*	(659.51)	21.74

* There is no Dilution to the Basic Earnings per share as the potential Equity shares are anti-dilutive in nature

37 Acquisition of business from Medrx Technologies LLP

During the year, the company by way of entering into a business transfer agreement with Medrx Technologies LLP, its step-subsidiary (held through erstwhile subsidiary, Tresara Health Private Limited) had abosrbed the business of developing and operating a practice management software and providing an online platform for medical consultation by healthcare providers including doctors.

Since the business mentioned above was indirectly controlled by the Company at the time of acquiring, this transaction has been considered as a common control transaction. Hence, the company has recognized the net assets taken over at the carrying amount in the books of Medrx LLP. The following table enumerates the value of each asset and liability taken over and absorbed respectively. Excess of purchase consideration over the net asset taken over has been considered under capital reserve.

Particulars	Note No	Amount (Rs in Lakhs)
Assets		
Property, Plant and Equipment	3	4.28
Intangible Assets	4	159.39
Other financial assets	6	27.64
Current tax assets	8	0.13
Trade receivable	9	16.58
Other current assets	11	0.01
Liabilities		
Other current liabilities	19	(72.24)
Other financial liablities	14	(15.06)
Provisions	15	(7.96)
Trade payables	17	(0.30)
Net assets taken over		**112.47**
Purchase Consideration		213.96
Capital Reserve	12(b)	**(101.49)**

38 Impact of Covid-19 Pandemic

The spread of COVID-19 has severely affected business around the globe. Many countries, including India, have undertaken various measures to contain the spread of the virus including lock-downs, travel bans, quarantines, social distancing and other emergency measures. These measures have had a direct impact on businesses and have affected the supply chains and production of goods. Lower economic activity has also resulted in the suppressed demand for goods and services.

The Company is engaged in the business of providing business consultancy and advisory services to its group companies in the trading of pharmaceutical products including e-commerce business. The dependent business model collaborates pharmacy and technology, which has gained more relevance in the Covid-19 scenario.

In assessing the recoverability of various assets including investments, property, plant and equipment, intangible assets, receivables and its obligations, the Company has considered internal and external information up to the date of approval of financial statements including liquidity and solvency position for the Company for the ensuing twelve months and economic forecasts relevant to the Company. The Company based on current indicators of future economic conditions and factors mentioned above, expects to recover the carrying amount of its assets and meet its obligations and concluded that no material adjustments required in the stand-alone financial statements.

The impact of the global health pandemic may be different from that estimated, as at the date of approval of the financial statements, consequent to the highly uncertain economic environment and the Company will continue to closely monitor any material changes to future economic conditions and to carry out a definitive reassessment of the impact as circumstances evolve.

39 The financial statements were authorized for issuance by the Company's Board of Directors on April 26, 2021.

For and on behalf of Board of Directors
Vitalic Health Private Limited

M Pradeep Dadha
Whole-time Director
DIN: 00087519

Advait Suhas Pandit
Whole-time Director
DIN: 02972886

Rashmi Khaitan
Chief Financial Officer

Divya Mohan
Company Secretary

Place: Chennai
Date: April 26, 2021