



INDEPENDENT AUDITORS' REPORT

**To the Members of
Pasadena Retail Private Limited.**

Report on the Audit of the Financial Statements

1. Opinion

We have audited the financial statements of **M/s Pasadena Retail Private Limited** ("the Company"), which comprise the balance sheet as at 31 March 2020, and the statement of profit and loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the 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 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2020, and loss and other changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

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

3. Information Other than the Financial Statements and Auditors' Report Thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

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

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



4. Management's Responsibility for the Financial Statements

The Company's management and Board of Directors are 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 state of affairs, loss, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 and Board of Directors are 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.

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

5. Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

6. Report on Other Legal and Regulatory Requirements

- (i) As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143 (11) of the Act, we give in the "Annexure-A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- (ii) As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The balance sheet, the statement of profit and loss, the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid 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 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company, As per the Board of Directors of the company, in view of the MCA Notification No. G.S.R. 583(E) dated 13 June 2017, the company is exempt from the requirements of clause (i) of section 143(3) and therefore the report on adequacy and operating effectiveness of internal financial controls is not being made.

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- g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations as at 31 March 2020 on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There have been no amounts required to be transferred, to the Investor Education and Protection Fund by the Company.
- h) With respect to the matter to be included in the Auditors' Report under section 197(16):
- The Company is a private limited company and accordingly the requirements as stipulated by the provisions of section 197(16) of the Act are not applicable to the Company.

Place: Chandigarh
Dated: 24-06-2020



For Singhal Karun & Co.,
Chartered Accountants
(Firm Registration no - 004496N)

A handwritten signature in blue ink, appearing to read "Anil K. Goyal".

(Anil K. Goyal)
Proprietor

M. Ship No.FCA-80255
UDIN 20080255AAAAAQ5280

ANNEXURE REFERRED TO IN PARAGRAPH 1 OF THE AUDITORS' REPORT TO THE MEMBERS OF PASADENA RETIL PRIVATE LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED 31st MARCH, 2020

Based on audit procedures performed and taking into consideration the information and explanations given to us and the books of accounts and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

1. (a) The Company is in process to maintain proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) As explained to us, fixed assets have been physically verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification.

© As explained to us the company does not own any immoveable property.
2. The management has conducted physical verification of inventory at reasonable intervals during the year. No material discrepancies were noticed on the aforesaid verification. The inventory has been valued at cost or realizable value whichever is less.
3. The company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3 (iii) of the Order are not applicable.
4. The Company has not entered into any transaction covered u/s 185 and 186 of the Act. Accordingly, the provisions of clause 3 (iv) of the Order are not applicable.
5. The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013. Accordingly, the provisions of clause 3 (v) of the Order are not applicable.
6. As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the provisions of clause 3 (vi) of the Order are not applicable.
7. According to the information and explanations given to us and based on the records of the company examined by us, the company is regular in depositing the undisputed statutory dues, including Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and other material statutory dues, as applicable, with the appropriate authorities in India. The provisions of Employees Provident Fund Act and The Employees' State Insurance Act are not applicable to the Company. Further no undisputed amounts were outstanding at the year end for a period of more than 6 months from they became payable.
8. According to the records of the company examined by us and as per the information and explanations given to us, the company has not availed of any loans from any financial institution or banks and has not issued debentures. Accordingly, the provisions of clause 3 (viii) of the Order are not applicable.
9. As the company did not raise any money by way of either Term Loan or by Public Issue, therefore, the question of application of such money does not arise.



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10. We have neither come across any instance of fraud on or by the Company noticed or reported during the course of our audit nor have we been informed of any such instance by the Management.
11. As per information provided to us the company has not paid any managerial remuneration during the year. Accordingly, the provisions of clause 3 (xi) of the Order are not applicable.
12. In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
13. In our opinion all transactions with the related parties, are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
14. During the year, the company has not made any preferential allotment or private placement of shares or fully/partly paid debentures except allotment of Shares to promoters for cash at par.
15. In our opinion, the company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act.
16. The company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

Place: Chandigarh
Date: 24-06-2020



For Singhal Karun & Co.
Chartered Accountants

(Anil K. Goyal)
Proprietor

M.ship No.FCA-80255

UDIN 20080255AAAAA05200

Pasadena Retail Private Limited
(CIN - U52520DL2019PTC344249)
Balance Sheet as at 31 March 2020

| Particulars | Note | Amount (Rs) as at 31 Mar 2020 | Amount (Rs) as at 31 Mar 2019 |
|--|------|-------------------------------|-------------------------------|
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | 1 | 37,093,789 | - |
| Capital work-in-progress | | - | - |
| Other intangible assets | | - | - |
| Intangible assets under development | | - | - |
| Financial assets | | | |
| - Loans | | - | - |
| - Other financial assets | | - | - |
| Deferred tax assets (net) | | - | - |
| Other non-current assets | 2 | 2,728,340 | 1,462,011 |
| Total non-current assets | | 39,822,129 | 1,462,011 |
| Current assets | | | |
| Inventories | 3 | 46,993,687 | - |
| Financial assets | | | |
| - Trade receivables | | - | - |
| - Cash and cash equivalents | 4 | 420,403 | 8,284,812 |
| - Loans | | - | - |
| - Other financial assets | | - | 255,163 |
| Other current assets | 2 | 8,892,874 | - |
| Total current assets | | 56,306,964 | 8,539,975 |
| Total Assets | | 96,129,093 | 10,001,986 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| Equity share capital | 5 | 20,000,000 | 10,000,000 |
| Other equity | 6 | (6,685,484) | - |
| Total equity | | 13,314,516 | 10,000,000 |
| Liabilities | | | |
| Non-current liabilities | | | |
| Financial liabilities | | | |
| - Borrowings | | - | - |
| Provisions | | - | - |
| Total non-current liabilities | 9 | 22,934,304 | - |
| Current liabilities | | | |
| Financial liabilities | | | |
| - Borrowings | 7 | 17,075,128 | - |
| - Trade payables | | - | - |
| - total outstanding dues of micro enterprises and small enterprises | | - | - |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | 8 | 30,607,092 | - |
| - Other financial liabilities | 9 | 12,052,657 | 1,986 |
| Other current liabilities | 10 | 145,396 | - |
| Provisions | | - | - |
| Current tax liabilities (net) | | - | - |
| Total current liabilities | | 59,880,273 | 1,986 |
| Total liabilities | | 82,814,577 | 1,986 |
| Total Equity and Liabilities | | 96,129,093 | 10,001,986 |

Auditors' Report

For Singhal Karun & Co.

Chartered Accountants

Firm Regn No. 4496N

A. K Goyal

Proprietor

M/ship No. : 080255

UDIN: 20080255AAAAAQ5280

Place: Chandigarh

Date 24-06-2020



For and on behalf of the Board of Directors of
Pasadena Retail Private Limited

Y. Saboo

Director

DIN: 00012158

Place: Chandigarh

Date 24.06.2020

Ashok Goel

Director

DIN: 00783117

Pasadena Retail Private Limited

(CIN - U52520DL2019PTC344249)

Statement of Profit and Loss for the period ended 31 March 2020

| Particulars | Note | (Amount in Rs.) | |
|--|------|------------------------------------|------------------------------------|
| | | For the period ended 31 March 2020 | For the period ended 31 March 2019 |
| Revenue from operations | 11 | 29,167,729 | - |
| Other income | 12 | 154,083 | - |
| Total Income | | <u>29,321,812</u> | - |
| Expenses | | | |
| Purchase of stock-in-trade | 13 | 69,951,105 | - |
| Changes in inventory of stock-in-trade | 14 | (46,993,687) | - |
| Employee benefits expense | | - | - |
| Finance costs | 15 | 3,570,693 | - |
| Depreciation and amortization expense | 1 | 4,737,050 | - |
| Other expenses | 16 | 4,742,134 | - |
| Total expenses | | <u>36,007,296</u> | - |
| Profit/(Loss) before exceptional items and tax (I-II) | | <u>(6,685,484)</u> | - |
| Exceptional Items | | - | - |
| Profit/(Loss) before income tax | | <u>(6,685,484)</u> | - |
| Income tax expense | | | |
| - Current tax | | - | - |
| - Deferred tax | | - | - |
| Total income tax expense | | - | - |
| Profit/(Loss) for the year | | <u>(6,685,484)</u> | - |
| Other comprehensive income/(expense) | | | |
| Total comprehensive income/(Loss) for the year | | <u>(6,685,484)</u> | - |
| Earnings per equity share | | | |
| Basic (Rs.) | | Negative | - |
| Diluted (Rs.) | | Negative | - |

Auditors' Report

For Singhal Karun & Co.

Chartered Accountants

Firm Regn No.-4496N

A. K Goyal

Proprietor

M/ship No. : 080255

Place: Chandigarh

Date 24-06-2020



For and on behalf of the Board of Directors of

Pasadena Retail Private Limited

Y. Saboo

Managing Director

DIN: 00012158

Place: Chandigarh

Date 24.06.2020

Ashok Goel

Director

DIN: 00783117

UDIN 20080255AAAAA
25280

Pasadena Retail Private Limited
(CIN - U93000CH2009PLC031625)
Cash flow statement for the year ended 31st March 2020
(Amount in Rupees unless stated otherwise)

| Particulars | For the year ended 31st March 2020 | For the period ended 31st March 2019 |
|---|---------------------------------------|---|
| A. Cash flow from operating activities: | | |
| Net profit before tax from continuing operations | (6,685,484) | - |
| Adjustments for: | | |
| Depreciation | 4,737,050 | - |
| Deferred Tax | - | - |
| Pre-Operative expenses | 21,954 | - |
| Preliminary Expenses | 245,841 | - |
| Loss on sale of fixed assets | - | - |
| Provision of doubtful debts | - | - |
| Bad debts written off | - | - |
| Dividend Income | - | - |
| Interest expense | 1,222,054 | - |
| Interest income | (154,083) | - |
| Less: Tax paid | - | - |
| Operating profit before working capital changes | | |
| Adjustments for: | | |
| (Increase) / decrease in trade and other receivables | | |
| (Increase) / decrease in loans and advances | | |
| (Increase) / decrease in inventories | (46,993,687) | - |
| (Increase) / decrease in Other Current Assets | (8,905,506) | (255,163) |
| Increase / (decrease) in trade payables | 30,607,092 | - |
| Increase / (decrease) in other current liabilities | 3,452,874 | 1,986 |
| Short term provisions | | |
| Cash flow from operating activities before taxes | (22,451,895) | (253,177) |
| Direct taxes paid / (refunds) (net) | | |
| Net cash flow from operating activities | (22,451,895) | (253,177) |
| B. Cash flow from investing activities: | | |
| (Increase) / decrease in Investments | (5,983,667) | - |
| (Increase) / decrease in other Non Current Assets (Security Deposits) | (3,095,829) | (1,462,011) |
| Interest received | 154,083 | - |
| Net cash used in investing activities | (8,925,413) | (1,462,011) |
| C. Cash flow from financing activities: | | |
| Proceeds from issue of capital | 10,000,000 | 10,000,000 |
| Proceeds of long term borrowings (net of repayment) | 17,075,128 | - |
| Repayment of Demand Loan | | |
| Increase/(decrease) in short term borrowings | | |
| Increase/(decrease) in unsecured loans | | |
| Increase/(decrease) in Lease Liability | (0) | - |
| Lease Rent paid | (4,615,244) | - |
| Interest paid | 1,053,014 | - |
| Dividend paid | - | - |
| Net cash used in financing activities | 23,512,898 | 10,000,000 |
| Net increase/(decrease) in cash and cash equivalents | (7,864,409) | 8,284,812 |
| Opening cash and cash equivalents | 8,284,812 | - |
| Closing cash and cash equivalents | 420,403 | 8,284,812 |

Notes:

1 Cash and cash equivalents include:
Balance with banks

2 The cash flow statement has been prepared in accordance with "Indirect Method" as set out in Indian Accounting Standard-7 on "Statement on Cash Flows"

3 Refer note no.1 for significant accounting policies.

Auditors' Report:

For Singhal Karun & Co.
Chartered Accountants
Firm Regn No.-2496N

A. K Goyal
Proprietor
M/ship No. : 080255

UDIN 20080255AAAAAQ5280
Place: Chandigarh
Date: 24-06-2020



For and on behalf of the Board of Directors of
Pasadena Retail Private Limited

Y.Saboo
Managing Director
DIN: 00012158
Place: Chandigarh
Date: 24.06.2020

Ashok Goel
Director
DIN: 00783117

Pasadena Retail Private Limited

(CIN - U52520DL2019PTC344249)

Statement of Profit and Loss for the period ended 31 March 2020

| Particulars | Note | (Amount in Rs.) | | | |
|--|------|----------------------------------|--|---|------------------------------------|
| | | For the year ended 31 March 2020 | For the 9 Mths period ended 31 December 2019 | For the 3 Mths period ended 31 March 2020 | For the period ended 31 March 2019 |
| Revenue from operations | 11 | 29,167,729 | 16,432,183 | 12,735,546 | - |
| Other income | 12 | 154,083 | 108,148 | 45,935 | - |
| Total Income | | 29,321,812 | 16,540,331 | 12,781,481 | - |
| Expenses: | | | | | |
| Purchase of stock-in-trade | 13 | 69,951,105 | 60,709,674 | 9,241,431 | - |
| Changes in inventory of stock-in-trade | 14 | (46,993,687) | (48,020,268) | 1,026,581 | - |
| Employee benefits expense | | - | - | - | - |
| Finance costs | 15 | 3,570,693 | 2,097,115 | 1,473,578 | - |
| Depreciation and amortization expense | 1 | 4,737,050 | 2,562,910 | 2,174,140 | - |
| Other expenses | 16 | 4,742,134 | 938,452 | 3,803,682 | - |
| Total expenses | | 36,007,296 | 18,287,883 | 17,719,413 | - |
| Profit/(Loss) before exceptional items and tax (I-II) | | (6,685,484) | (1,747,552) | (4,937,932) | - |
| Exceptional Items | | - | - | - | - |
| Profit/(Loss) before income tax | | (6,685,484) | (1,747,552) | (4,937,932) | - |
| Income tax expense | | - | - | - | - |
| - Current tax | | - | - | - | - |
| - Deferred tax | | - | - | - | - |
| Total income tax expense | | - | - | - | - |
| Profit/(Loss) for the year | | (6,685,484) | (1,747,552) | (4,937,932) | - |
| Other comprehensive income/(expense) | | - | - | - | - |
| Total comprehensive income/(Loss) for the year | | (6,685,484) | (1,747,552) | (4,937,932) | - |
| Earnings per equity share | | | | | |
| Basic (Rs.) | | Negative | Negative | Negative | Negative |
| Diluted (Rs.) | | Negative | Negative | Negative | Negative |

Note: 1) There is no deferred Tax Liability but there is Deferred Tax asset that has not been recognised due to loss in operations
2) Provision for Tax created in the results for the period ending 30th Sept-2019 has been reversed in view of losses in current period.

Auditors' Report

For Singhal Karun & Co.

Chartered Accountants

Firm Regn No.-4496N

A. K Goyal

Proprietor

M/ship No. : 080255

Place: Chandigarh

Date

24-06-2020



For and on behalf of the Board of Directors of
Pasadena Retail Private Limited

(Signature)
Y. Saboo
Managing Director
DIN: 00012158
Place: Chandigarh
Date: 24.06.2020

(Signature)
Ashok Goel
Director
DIN: 00783117

UDIN 20080255AA
Place: Chandigarh
Date: 24-06-2020

Pasadena Retail Private Limited
(CIN - U52520DL2019PTC344249)

Statement of changes in Equity for the year ended 31st March 2020

a. Equity share capital

Total

2019-20

| | | | | |
|--|--|--|--|------------|
| Balance as at 11th January, 2019 | | | | 10,000,000 |
| Changes in equity share capital during 2018-19 | | | | - |
| Balance as at 31st March 2019 | | | | 10,000,000 |
| Changes in equity share capital during 2019-20 | | | | 10,000,000 |
| Balance as at 31st March 2020 | | | | 20,000,000 |

b. Other Equity

| Particulars | Retained earnings | Securities premium | Total Other Equity |
|----------------------------------|-------------------|--------------------|--------------------|
| Balance as at 11th January, 2019 | - | - | - |
| -Loss for the year | - | - | - |
| As at 31st March, 2019 | - | - | - |
| -Loss for the year | (6,685,484) | - | (6,685,484) |
| As at 31st March 2020 | (6,685,484) | - | (6,685,484) |

Auditors' Report

For Singhal Karun & Co.

Chartered Accountants

Firm Regn No.-4496N

A. K Goyal

Proprietor

M/ship No. : 080255

UDIN 20080255AAAAAQ5280

Place: Chandigarh

Date 24-06-2020

For and on behalf of the Board of Directors of

Pasadena Retail Private Limited

Y.Saboo

Director

DIN: 00012158

Place: Chandigarh

Date 24.06.2020

Ashok Goel

Director

DIN: 00783117



Pasadena Retail Private Limited
(CIN - U93000CH2009PLC031625)
1. Property, Plant & Equipment

| Deemed cost (gross carrying amount) (refer note c) | Improvements | Leasehold | Furniture Fixtures | Office equipment | Computer | ROU | Total | CWIP | Grand Total |
|---|--------------|-----------|-----------------------|------------------|------------|-------------|-----------|-------------|-------------|
| No | - | - | - | - | - | - | - | - | - |
| Additions | - | - | - | - | - | - | - | - | - |
| Disposals | - | - | - | - | - | - | - | - | - |
| Balance as at 31 March 2019 | - | - | - | - | - | - | - | - | - |
| Balance as at 1 April 2019 | - | - | - | - | - | - | - | - | - |
| Additions | 5,242,096 | 624,049 | 48,385 | 69,137 | 35,847,173 | 41,830,839 | 4,153,634 | 45,984,474 | |
| Disposals | - | - | - | - | - | (4,153,634) | - | (4,153,634) | |
| At 31 Dec 2019 | 5,242,096 | 624,049 | 48,385 | 69,137 | 35,847,173 | 41,830,839 | - | 41,830,839 | |
| Accumulated depreciation | | | | | | | | | |
| Balance as at 1 April 2018 | - | - | - | - | - | - | - | - | - |
| Depreciation for the year | - | - | - | - | - | - | - | - | - |
| Disposals | - | - | - | - | - | - | - | - | - |
| Balance as at 31 March 2019 | - | - | - | - | - | - | - | - | - |
| Balance as at 1 April 2019 | - | - | - | - | - | - | - | - | - |
| Depreciation for the year | 598,198 | 32,458 | 5,032 | 11,195 | 4,090,167 | 4,737,050 | - | 4,737,050 | |
| Disposals | - | - | - | - | - | - | - | - | - |
| At 31 Dec 2019 | 598,198 | 32,458 | 5,032 | 11,195 | 4,090,167 | 4,737,050 | - | 4,737,050 | |
| Carrying amounts (net) | | | | | | | | | |
| At 1 April 2018 | - | - | - | - | - | - | - | - | - |
| At 31 March 2019 | - | - | - | - | - | - | - | - | - |
| At 31 Dec 2019 | 4,643,898 | 591,591 | 43,353 | 57,942 | 31,757,006 | 37,093,789 | - | 37,093,789 | |



| | As at 31 March 2020 | | As at 31 March 2019 | | |
|--|-----------------------------|--------------------------|---------------------|--------------------------|--------------|
| | Current | Non-current | Current | Non-current | |
| 2 Advances (unsecured, considered good unless otherwise stated) | | | | | |
| Security deposit | - | 2,728,340 | - | 1,462,011 | |
| GST Recoverable | 8,879,335 | - | - | - | |
| Imprest Balance | (8,116) | - | - | - | |
| Preliminary Expenses | - | - | 245,841 | - | |
| Pre-Operative Expenses | - | - | 9,322 | - | |
| Prepaid Expenses | 21,655 | - | - | - | |
| | <u>8,892,874</u> | <u>2,728,340</u> | <u>255,163</u> | <u>1,462,011</u> | |
| 3 Inventories | | | | | |
| Finished Goods for Trading | 46,993,687 | - | - | - | |
| Add-Goods in Transit | - | - | - | - | |
| | <u>46,993,687</u> | <u>-</u> | <u>-</u> | <u>-</u> | |
| 4 Cash and Cash Equivalents | | | | | |
| Balances with banks in current accounts | 420,403 | - | 8,284,812 | - | |
| | <u>420,403</u> | <u>-</u> | <u>8,284,812</u> | <u>-</u> | |
| 5 Authorised share capital (20,00,000 equity shares of Rs. 10 each) | | | | | |
| Issued, Subscribed and Paid up share capital (20,00,000 equity shares of Rs. 10 each) | Rs. 2,00,00,000/- | | Rs. 1,00,00,000/- | | |
| | Rs. 2,00,00,000/- | | Rs. 1,00,00,000/- | | |
| (i) Reconciliation of the number of shares and amount | | | | | |
| Particulars | Opening Balance | Fresh issue | Closing Balance | | |
| Equity shares with voting rights | | | | | |
| Year ended 31 March, 2020 | | | | | |
| - Number of shares | 1000000 | 1000000 | 2000000 | | |
| - Amount (Rs) | 10000000 | 10000000 | 20000000 | | |
| Year ended 31 March, 2019 | | | | | |
| - Number of shares | - | 1000000 | 1000000 | | |
| - Amount (Rs) | - | 10000000 | 10000000 | | |
| (ii) Provide detail of the rights, preferences and restrictions attaching to each class of Shares All holders of Equity Shares enjoys equal rights in every respect. | | | | | |
| (iii) The shareholding of the Company is held as follows:- | | | | | |
| S.No. | Name of the shareholder | No of equity shares held | %age holding | No of equity shares held | %age holding |
| (i) | Ethos Limited | 1,000,000 | 50% | - | - |
| (ii) | Luxury Time Private Limited | 1,000,000 | 50% | 500,000 | 50% |
| (iii) | Mr. Yashvardhan Saboo | - | - | 500,000 | 50% |
| | Total | <u>2,000,000</u> | <u>100%</u> | <u>1,000,000</u> | <u>100%</u> |
| 6 Other Equity | | | | | |
| Particulars | Retained earnings | Securities premium | Total Other Equity | | |
| Balance as at 11th January, 2019 | - | - | - | | |
| -Loss for the year | - | - | - | | |
| As at 31st March, 2019 | - | - | - | | |
| -Loss for the year | (6685484) | - | (6685484) | | |
| As at 31st March 2020 | <u>(6685484)</u> | <u>-</u> | <u>(6685484)</u> | | |
| 7 Borrowings | | | | | |
| Beanstalk Brand Consultancy* | 5,000,000 | - | - | - | |
| Dream Digital Technology Private Limited* | 7,500,000 | - | - | - | |
| Mr. Yashvardhan Saboo* | 500,000 | - | - | - | |
| Mr.Ashok Goel* | 3,000,000 | - | - | - | |
| | <u>16,000,000</u> | <u>-</u> | <u>-</u> | <u>-</u> | |
| * Unsecured loans carry an interest rate of 12% per annum and is repayable on demand but within 12 months from the date of receipt. | | | | | |
| 8 Trade Payable | | | | | |
| -Total outstanding due to Micro and Small Enterprises | - | - | - | - | |
| -To related parties | - | - | - | - | |
| -Others | 30,607,092 | - | - | - | |
| | <u>30,607,092</u> | <u>-</u> | <u>-</u> | <u>-</u> | |
| 9 Other Financial liabilities | | | | | |
| Other Creditors | 1,643,364 | - | 1,986 | - | |
| Interest Accrued | 1,075,128 | - | - | - | |
| Advance from Customers | 1,668,100 | - | - | - | |
| Lease Liability | 8,743,193 | 22,934,304 | - | - | |
| | <u>13,129,785</u> | <u>22,934,304</u> | <u>1,986</u> | <u>-</u> | |
| 10 Other current liabilities | | | | | |
| Statutory dues-TDS Payable | 143,396 | - | - | - | |
| | <u>143,396</u> | <u>-</u> | <u>-</u> | <u>-</u> | |



| | For the year ended 31 March 2020 | For the period ended 31 March 2019 |
|---|-------------------------------------|--|
| 11 Revenue from Operations | | |
| Sales (net) | 2,91,67,729 | - |
| | <u>2,91,67,729</u> | <u>-</u> |
| Foot Notes :- | | |
| (i) Sale of traded goods (net) watches | 2,91,67,729 | - |
| | <u>2,91,67,729</u> | <u>-</u> |
| 12 Other Income | | |
| Exchange Fluctuation gain | - | - |
| Interest income | 1,54,083 | - |
| | <u>1,54,083</u> | <u>-</u> |
| 13 Purchase of Stock-in-Trade | | |
| Finished Goods for Trading | 6,99,51,105 | - |
| | <u>6,99,51,105</u> | <u>-</u> |
| 14 Changes in inventory of Finished Goods | | |
| Opening stock of finished goods for Trading | - | - |
| Closing stock of finished goods for Trading | 4,69,93,687 | - |
| (Increase)/Decrease in Stocks | <u>(4,69,93,687)</u> | <u>-</u> |
| 15 Financial Costs | | |
| Interest on borrowings | 11,94,590 | - |
| Interest on PV of Lease Liability w/off | 22,75,069 | - |
| Interest on Govt Dues | 27,464 | - |
| Bank Charges | 73,570 | - |
| | <u>35,70,693</u> | <u>-</u> |
| 16 Other Expenses | | |
| Pre-Operative expenses | 21,954 | - |
| Preliminary Expenses | 2,45,841 | - |
| Total (A) | <u>2,67,795</u> | <u>-</u> |
| Mall Maintenance Charges | 3,10,417 | - |
| Power Expenses | 1,68,708 | - |
| Insurance | 39,013 | - |
| Business Support service | 13,64,716 | - |
| Rates & Taxes | 90,000 | - |
| Exchange Flutuation loss | 21,57,031 | - |
| Market Promotion expenses | 47,175 | - |
| Legal & Professional Fees | 550 | - |
| Auditors remuneration: | | |
| - Audit Fee | 25,000 | - |
| - For Certification Work | 15,000 | - |
| Printing and stationery | 3,626 | - |
| Software Expenses | 13,500 | - |
| Telephone Expenses | 16,737 | - |
| Travelling Expenses | 13,644 | - |
| Office Maintenance Expenses | 500 | - |
| Postal Expenses | 230 | - |
| Staff Welfare Expenses | 19,903 | - |
| Uniform Expenses | 28,530 | - |
| Conveyance Expenses | 9,467 | - |
| Credit Card Charges | 1,14,541 | - |
| Customer Entertainment Expenses | 18,045 | - |
| Miscellaneous Expenses | 18,000 | - |
| Round off expenses | 6 | - |
| Total (B) | <u>44,74,339</u> | <u>-</u> |
| Grand Total | <u>47,42,134</u> | <u>-</u> |



a. Related parties and nature of related party relationship, where control exists:

| Description of Relationship | Name of the Party |
|------------------------------------|-------------------|
| Holding / Ultimate Holding Company | Nil |

b. Other related parties with whom transactions have taken place:

| Description of Relationship | Name of the Party |
|---|--|
| Associate Company | Ethos Limited |
| Entities over which significant influence is exercised by the relatives of Key Management Personnel | Luxury Time Private Limited Beanstalk Brand Consultancy |
| Directors | Dream Digital Technology Private Limited Mr. Yashovardhan Saboo Mr. Ashok Goel |

c. Transactions with related parties

| Nature of transactions | As at 31 March 2020 | As at 31 March 2019 |
|---|------------------------|------------------------|
| Interest Expense | | |
| Dream Digital Technology Private Limited | 572,951 | - |
| Mr. Yashovardhan Saboo | 33,115 | - |
| Beanstalk Brand Consultancy | 381,967 | - |
| Mr. Ashok Goel | 206,557 | - |
| Purchases of Goods | | |
| Luxury Time Private Limited | 241,503 | - |
| Business Support Services | | |
| Ethos Limited | 1,364,716 | - |
| Loan Received and Outstanding as on 31.03.2020 | | |
| Dream Digital Technology Private Limited | 7,500,000 | - |
| Mr. Yashovardhan Saboo | 500,000 | - |
| Beanstalk Brand Consultancy | 5,000,000 | - |
| Mr. Ashok Goel | 3,000,000 | - |
| Amount Payable as on 31.3.2020 | | |
| Dream Digital Technology Private Limited | 8,015,656 | - |
| Mr. Yashovardhan Saboo | 529,803 | - |
| Beanstalk Consultancy | 5,343,768 | - |
| Mr. Ashok Goel | 3,185,901 | - |
| Ethos Limited | 1,534,750 | - |



Notes to the financial statements for the year ended 31 March 2020

21 Financial instruments - fair values and risk management

| I. | Financial instruments by category and fair values | Note | Level of hierarchy | As at | | | As at | | |
|------------------------------|---|------|--------------------|---------------|----------------|-------------|---------------|----------------|-----------|
| | | | | 31 March 2020 | | | 31 March 2019 | | |
| | | | | FVTPL | Amortised cost | FVOCI | FVTPL | Amortised cost | FVOCI |
| Financial assets | | | | | | | | | |
| Non-current | | | | | | | | | |
| | Investments | | 3 | - | - | - | - | - | - |
| | Loans | | 3 | - | - | - | - | - | - |
| | -Security deposit | | | | 27,28,340 | - | - | 14,62,011 | - |
| | -Loan to employees | | | - | - | - | - | - | - |
| | -Loan to related party | | | - | - | - | - | - | - |
| | Other financial assets | | 3 | - | - | - | - | - | - |
| | -Deposits with original maturity of m | | (iii) | - | - | - | - | - | - |
| Current | | | | | | | | | |
| | Trade receivables | | (a) 3 | - | - | - | - | - | - |
| | Cash and cash equivalents | | (a) 3 | - | 4,20,403 | - | - | 82,84,812 | - |
| Total | | | | | - | 31,48,743 | - | - | 97,46,823 |
| Financial liabilities | | | | | | | | | |
| Non-current | | | | | | | | | |
| | Borrowings | | (b) 3 | - | - | - | - | - | - |
| Current | | | | | | | | | |
| | Borrowings | | (a) 3 | - | 1,60,00,000 | - | - | - | - |
| | Trade payables | | (a) 3 | - | 3,06,07,092 | - | - | - | - |
| | Other financial liabilities | | (a) 3 | - | 1,31,29,785 | - | - | 1,986 | - |
| Total | | | | | - | 5,97,36,877 | - | - | 1,986 |

Note:

- (a) Fair valuation of financial assets and liabilities with short term maturities is considered as approximate to respective carrying amount
(b) The fair value of borrowings is based upon a discounted cash flow analysis that used the aggregate cash flows from principal and finance costs over the life of the debt and current market interest rates.

There are no transfers between Level 1, Level 2 and Level 3 during the year ended 31 March 2020 and 31 March 2019.



II. Financial risk management

(i) Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risk faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to effect changes in market conditions and Company's activities.

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

- Credit risk (see (ii));
- Liquidity risk (see (iii));and
- Market risk (see (iv))

(ii) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The carrying amount of financial assets represents the maximum credit risk exposure and arises principally from the Company's receivable from customers and loans.

Trade receivables

The Company's retail business is pre-dominantly on cash and carry basis which is largely through credit-card collections. The credit risk on such collections is minimal, since they are primarily owned by customers' card issuing banks. The Company has adopted a policy of dealing with only credit worthy counterparties in case of institutional customers and the credit risk exposure for institutional customers is managed by the Company by credit worthiness checks.

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

Cash and cash equivalents

The Company holds cash and cash equivalents of Rs. 420,403 at 31 March 2020 (31 March 2019: Rs. 8,284,812). The cash and cash equivalents are held with scheduled banks.

(iii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial assets. The Company's approach to manage liquidity is to have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed circumstances, without incurring unacceptable losses or risking damage to the Company's reputation.



22. Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted,

31 March 2020

| | Carrying amount | Total | Contractual cash flow | | |
|---|--------------------|--------------------|-----------------------|--------------------|-------------------|
| | | | Less than 1 year | 1-5 years | More than 5 years |
| Non derivative financial liabilities | | | | | |
| -Borrowings(including current maturitie | 1,60,00,000 | 1,60,00,000 | 1,60,00,000 | - | - |
| -Trade payables | 3,06,07,092 | 3,06,07,092 | 3,06,07,092 | - | - |
| -Other Creditors | 16,43,364 | 16,43,364 | 16,43,364 | - | - |
| -Interest accrued | 10,75,128 | 10,75,128 | 10,75,128 | - | - |
| -Advance From customer | 16,68,100 | 16,68,100 | 16,68,100 | - | - |
| -Lease Liability | 3,16,77,496 | 3,16,77,496 | 87,43,193 | 2,29,34,304 | - |
| | 8,26,71,181 | 8,26,71,181 | 5,97,36,877 | 2,29,34,304 | - |

31 March 2019

| | Carrying amount | Total | Contractual cash flow | | |
|---|-----------------|--------------|-----------------------|-----------|-------------------|
| | | | Less than 1 year | 1-5 years | More than 5 years |
| Non derivative financial liabilities | | | | | |
| -Borrowings(including current maturitie | - | - | - | - | - |
| -Trade payables | - | - | - | - | - |
| -Other Creditors | 1,986 | 1,986 | 1,986 | - | - |
| -Advance From customer | - | - | - | - | - |
| -Lease Liability | - | - | - | - | - |
| | 1,986 | 1,986 | 1,986 | - | - |

23. Market Risk

Product price risk

In a potentially inflationary economy, the Company expects periodical price increases across its retail product lines. Product price increases which are not in line with the levels of customers' discretionary spends, may affect the business/retail sales volumes. Since the Company operates in luxury category, the demand is reasonably inelastic to changes in price. However, the Company continually monitor and compares prices of its products in other developed markets as its customers tend to compare prices across markets. In the event that prices deviate significantly unfavorably from the markets, the Company negotiates with its principals for change of prices. The Company also manages the risk by offering judicious product discounts to retail customers to sustain volumes. The Company negotiates with its vendors for purchase price rebates such that the rebates substantially absorb the product discounts offered to the retail customers. This helps the Company protect itself from significant product margin losses.



b) Currency risk
 There is no financial liability designated in foreign currency.

Capital Management

(i) *Risk management*

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The management monitors the return on capital. The Company monitors capital using a ratio of 'adjusted net debt' to 'total equity'. For this purpose, adjusted net debt is defined as total borrowings net of cash and cash equivalents and other bank balances. Equity comprises all components of equity (as shown in the Balance Sheet).

The Company's adjusted net debt to equity ratio was as follows.

| | <u>31 March 2020</u> | <u>31 March 2019</u> |
|--|----------------------|----------------------|
| Total liabilities | 8,28,14,577 | 1,986 |
| Less: cash and cash equivalents | (4,20,403) | (82,84,812) |
| Adjusted net debt | <u>8,23,94,174</u> | <u>(82,82,826)</u> |
| Total equity | 1,33,14,516 | 1,00,00,000 |
| Adjusted net debt to equity ratio | <u>6.19</u> | <u>(0.83)</u> |

Auditors' Report
For Singhal Karun & Co.
 Chartered Accountants
 Firm Regn No.-4496N

For and on behalf of the Board of Directors of
Pasadena Retail Private Limited

A. K Goyal
 Proprietor

(Signature)
 Y. Seboo
 Director

(Signature)
 Ashok Guler
 Director

M/ship No. : 080255
 UDIN: 20080255AAA
 Place: Chandigarh - AA
 Date: 24-06-2020

Director
 DIN: 00012158
 Place: Chandigarh
 Date: 24.06.2020

Director
 DIN: 00783117



Pasadena Retail Private Limited

Notes to the financial statements for the year ended 31 March 2020

I. Reporting entity

Pasadena Retail Private Limited ('PRPL' or 'the Company'), an associate of Ethos Limited, is a limited liability private company and was incorporated on 11th January, 2019. The Company's business consists of trading of watches, accessories and luxury items.

II. Significant accounting policies

a) Basis of preparation

i) Statement of compliance

These Ind AS financial statements ("financial statements") have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (India Accounting Standards) Amendment Rules, 2016 notified under section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The Company's financial statements upto and for the year ended 31 March 2019 were prepared in accordance with the Companies (Accounting Standards) Rules, 2006, notified under section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act. Though the Ind AS are not applicable to the Company but since it has become an associate of Ethos Limited we have applied Ind AS.

As these are Company's first financial statements prepared in accordance with Indian Accounting Standards (Ind AS), Ind AS 101, First time adoption of Indian Accounting Standards has been applied. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP.

The financial statements were authorized for issue by the Company's Board of Directors on -----June, 2020.

ii) Functional and presentation currency

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees.

iii) Basis of measurement

The financial statements have been prepared on the historical cost basis unless stated otherwise at concerned place.

iv) Use of estimates and judgments

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in current and future periods.

v) Measurement of fair values

A number of the Company's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to measurement of fair values. This includes the top management division which is responsible for overseeing all significant fair value measurements, including Level 3 fair values. The top management division regularly reviews significant unobservable inputs and valuation adjustments. If third party information, is used to measure fair values, then the top management division assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirement of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

When measuring the fair value of an asset or liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or liability fall into different levels of the fair value hierarchy, then the fair



value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the changes have occurred.

Further information about the assumptions made in measuring fair values used in preparing these financial statements is included in the respective notes

b) Inventories

Inventories which comprises traded goods which are valued at the lower of cost and net realisable value. The cost of inventories is based on the weighted average cost method, and includes expenditure incurring in acquiring the inventories, and other costs incurred in bringing them to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs necessary to make the sale.

c) Provisions (other than for employee benefits)

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future losses are not provided for.

d) Contingent liabilities and contingent assets

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed unless the possibility of outflow of resources is remote.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits to the entity. Contingent assets are recognized when the realisation of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate.

A contingent asset is disclosed where an inflow of economic benefits is probable.

e) Revenue

The Company has initially applied Ind AS 115 from 1 April 2019.

Revenue recognition under Ind AS 115 (applicable from 1 April 2018)

Under Ind AS 115, the company recognized revenue when (or as) a performance obligation was satisfied, i.e. when 'control' of the goods underlying the particular performance obligation were transferred to the customer.

Use of significant judgements in revenue recognition

- a) The Company's contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.
- b) Judgement is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as discounts. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is



reassessed at the end of each reporting period. The Company allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

- c) The Company uses judgement to determine an appropriate standalone selling price for a performance obligation. The Company allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct product or service promised in the contract.

Sale of services

The Company offers services in fixed term contracts and short term arrangement. Revenue from service is recognized when obligation is performed or services are rendered.

f) Recognition of interest income or expense

Interest income or expense is recognised using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument to :

- The gross carrying amount of the financial asset; or
- The amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

g) Borrowing Costs

Borrowing costs are interest and other costs incurred by the Company in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalized as a part of cost of the asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

h) Income taxes

Income tax comprises current and deferred tax. It is recognised instatement of profit or loss except to the extent that it relates to a business combination or an item recognised directly in equity or in other comprehensive income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of the assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax assets are recognised to the extent that it is probable that future profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Deferred tax whether recognised or not, are reviewed at each reporting date.



Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

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

Deferred tax assets and deferred tax liabilities are offset only if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authorities.

i) Leases

At the inception of each lease, the lease arrangement is classified as either a finance lease or an operating lease based on the substance of the lease arrangement.

Finance leases

Assets leased by the Company in its capacity as lessee where substantially all the risks and rewards of ownership vest in the Company are classified as finance leases. A finance lease is recognised as an asset and a liability at the commencement of the lease, at the lower of the fair value of the asset and the present value of the minimum lease payments. Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Operating leases

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payment made under operating leases (net of any incentives received from the lessor) are charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payment are structure to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

j) Financial instruments

i. Recognition and initial measurement

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at:

- amortised cost;
- fair value through other comprehensive income (FVOCI) – debt investment;
- fair value through other comprehensive income (FVOCI) – equity investment;
- fair value through profit and loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and



Pasadena Retail Private Limited

Notes to the financial statements for the year ended 31 March 2020

- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:
 - the asset 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 are solely payments of principal and interest on the principal amount outstanding.

On the recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by- investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Subsequent measurement and gains and losses

| | |
|------------------------------------|---|
| Financial assets at FVTPL | These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in statement of profit or loss. |
| Financial assets at amortised cost | These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in statement of profit or loss. Any gain or loss on de-recognition is recognised in statement of profit or loss. |
| Debt investments at FVOCI | These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in statement of profit or loss. Other net gains and losses are recognised in OCI. On de- recognition, gains and losses accumulated in OCI are reclassified to statement of profit or loss. |
| Equity investments at FVOCI | These assets are subsequently measured at fair value. Dividends are recognised as income in statement of profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to statement of profit or loss. |

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL, if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on de-recognition is also recognised in profit or loss.

iii. De-recognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all



or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

v. Derivative financial instruments

The Company holds derivative financial instruments to hedge its foreign currency risk exposures. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives will be carried as financial assets when the fair value is positive and as financial liability when the fair value is negative

k) Impairment

i. Impairment of financial asset

The Company recognises loss allowances for expected credit loss on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have detrimental impact on the estimated future cash flows of the financial assets have occurred.

Evidence that the financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- the breach of contract such as a default or being past due for 90 days or more;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial re-organisation; or
- the disappearance of active market for a security because of financial difficulties.

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- Bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date.

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis,



based on the Company's historical experience and informed credit assessment and including forward looking information.

Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. difference between the cash flow due to the Company in accordance with the contract and the cash flow that the Company expects to receive).

Presentation of allowance for expected credit losses in the balance sheet

Loss allowance for financial assets measured at the amortised cost is deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtors do not have assets or sources of income that could generate sufficient cash flows to repay the amount subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedure for recovery of amounts due.

ii) Impairment of non-financial assets

The Company's non-financial assets other than inventories and deferred tax assets, are reviewed at each reporting date to determine if there is indication of any impairment. If any such indication exists, then the asset's recoverable amount is estimated. For impairment testing, assets that do not generate independent cash flows are grouped together into cash generating units (CGUs). Each CGU represents the smallest group of assets that generate cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and fair value less cost to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognised in statement of profit or loss. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

l) Foreign currency transactions

Initial recognition

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Measurement at the reporting date

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences on restatement/settlement of all monetary items are recognised in profit or loss.

m) Operating segments

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed



regularly by the Company's Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance.

n) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash in hand, demand deposits held with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

o) Cash flow statement

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

p) Earnings per share

Basic earnings/ (loss) per share are calculated by dividing the net profit/ (loss) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue and share split. For the purpose of calculating diluted earnings/ (loss) per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date

q) Recent Accounting pronouncements

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified the following new and amendments to Ind AS which the Company shall comply:

Ind AS 116 – Leases

The Company is required to adopt Ind AS 116. Leases Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the current standard – i.e. lessors continue to classify leases as finance or operating leases.

Ind AS 17, Leases.

The Company has completed an initial assessment of the potential impact on its consolidated financial statements but has not yet completed its detailed assessment.

Leases in which the Company is a lessee

The Company will recognise new assets and liabilities for its operating leases of offices, factory facilities, Plant and equipment and Computers. The Company will recognise a depreciation charge for right-of-use assets and interest expense on lease liabilities.

In addition, the Company will include the payments due under the lease in its lease liability and apply Ind AS 36, Impairment of Assets to determine whether the right-of-use asset is impaired and to account for any impairment.

No significant impact is expected for the Company's finance leases.

Leases in which the Company is a lessor

The Company will assess the classification of sub-leases in which the Company will be a Lessor. Based on the information currently available, the Company has not yet entered any financial lease agreement as Lessor.



Ind AS 12 Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments)

The Company will follow the applicable provisions of Income Tax Act in respect of each accounting/reporting period. This amendment however has no effect on the accounting results of the year under review.

Ind AS 109 – Prepayment Features with Negative Compensation

The amendments relate to the existing requirements in Ind AS 109 regarding termination rights in order to allow measurement at amortised cost (or, depending on the business model, at fair value through other comprehensive income) even in the case of negative compensation payments. The Company does not expect this amendment to have any impact on its financial statements.

Ind AS 19 – Plan Amendment, Curtailment or Settlement

The amendments clarify that if a plan amendment, curtailment or settlement occurs, it is mandatory that the current service cost and the net interest for the period after the re-measurement are determined using the assumptions used for the re-measurement. In addition, amendments have been included to clarify the effect of a plan amendment, curtailment or settlement on the requirements regarding the asset ceiling. The Company does not expect this amendment to have any significant impact on its financial statements.

Ind AS 23 – Borrowing Costs

The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Company does not expect any impact from this amendment.





INDEPENDENT AUDITORS' REPORT

**To the Members of
Pasadena Retail Private Limited.**

Report on the Audit of the Financial Statements

1. Opinion

We have audited the financial statements of **M/s Pasadena Retail Private Limited** ("the Company"), which comprise the balance sheet as at 31 March 2022, and the statement of profit and loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the 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 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2022, and the Profits and other changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

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

3. Information Other than the Financial Statements and Auditors' Report Thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

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

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

4. Management's Responsibility for the Financial Statements

The Company's management and Board of Directors are 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 state of affairs, profit, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 and Board of Directors are 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.

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

5. Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



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6. Report on Other Legal and Regulatory Requirements

- (i) As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government in terms of section 143 (11) of the Act, we give in the "Annexure-A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- (ii) As required by Section 143(3) of the Act, we report that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The balance sheet, the statement of profit and loss, the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid 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 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company, As per the Board of Directors of the company, in view of the MCA Notification No. G.S.R. 583(E) dated 13 June 2017, the company is exempt from the requirements of clause (i) of section 143(3) and therefore the report on adequacy and operating effectiveness of internal financial controls is not being made.
 - g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations as at 31 March 2022 on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There have been no amounts required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv.
 - a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and



- c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. No dividend has been declared or paid during the year by the Company.
- h) With respect to the matter to be included in the Auditors' Report under section 197(16): The Company is a private limited company and accordingly the requirements as stipulated by the provisions of section 197(16) of the Act are not applicable to the Company

Place: Chandigarh
Dated: 27.05.2022



For Singhal Karun & Co.,
Chartered Accountants
(Firm Regn no-04496N)

(Anil K. Goyal)

Proprietor

M.Ship No.FCA-80255
UDIN:22080255AJTHIK7806

ANNEXURE REFERRED TO IN PARAGRAPH 6 OF THE AUDITORS' REPORT TO THE MEMBERS OF PASADENA RETAIL PRIVATE LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED 31st MARCH, 2022

Based on audit procedures performed and taking into consideration the information and explanations given to us and the books of accounts and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i)(a)(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (i)(a)(B) The Company has maintained proper records showing full particulars of intangibles assets.
- (i)(b) Property, Plant and Equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (i)(c) There is no immovable property (other than property where the Company is the lessee and the lease agreement is duly executed in favour of the lessee) held by the Company and accordingly, the requirement to report on clause 3(i)(c) of the Order is not applicable to the Company.
- (i)(d) The Company has not revalue its Property, Plant and Equipment or intangible assets during the year ended March 31, 2022. However the terms of lease were revised due to spread of pandemic Covid-19, the financial effect of revision has been adjusted in the books of accounts.
- (i)(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii)(a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion the coverage and the procedure of such verification by the management is appropriate. No significant discrepancies were noticed on such physical verification.
- (ii)(b) The Company has not been sanctioned any working capital limits from banks during the year on the basis of security of current assets of the Company, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) During the year the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to any company, firm, Limited Liability Partnership or any other party.
- (iv) As the Company has not made investments or given loans or provided guarantees/securities to any party, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.
- (v) The Company have not accepted any deposits from any party and accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) The Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products/services of the Company.
- (vii) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, income-tax, sales-tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix)(a) The Company has not availed any loan, therefore, the question of default in repayment of loans or other borrowings or in the payment of interest thereon to any lender does not arise.



- (ix)(b to f) As the Company has not availed any loans from banks/financial institutions, the requirement to report on clauses 3(viii)(b to f) of the Order are not applicable to the Company.
- (x)(a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (x)(b) The Company has not made any preferential allotment / private placement of shares during the year.
- (xi)(a) No fraud by the Company or no fraud on the Company has been noticed or reported during the year.
- (xi)(b) During the year, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by cost auditor, secretarial auditor or by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (xi)(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a), (b) and (c) of the order are not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) The Company is not required to have internal audit system commensurate with the size and nature of its business and hence requirement to report on clause 3(xiv) of the Order is not applicable to the Company.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi)(a) The provisions of Section 45-IA of the Reserve Bank of India Act, 1934(2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- (xvi)(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (xvi)(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order are not applicable to the Company.
- (xvi)(d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the current financial year and also in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.



- (xix) On the basis of the financial ratios disclosed in note -26 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The Company has no new ongoing projects, accordingly, the requirement to report on clause 3(xx)(a & b) of the Order are not applicable to the Company.
- (xxi) The requirement to report on clause 3(xxi) of the Order is not applicable to the standalone financial statements of the Company.

Place: Chandigarh
Dated: 27.05.2022

UDIN 22080255AJTHIK7806



For Singhal Karun & Co.,
Chartered Accountants
(Firm Regn no: 04496N)

A handwritten signature in blue ink, appearing to read 'Anil K. Goyal', written over the printed name.

(Anil K. Goyal)
Proprietor
M.ShipNo.FCA-80255
UDIN:22080255AJTHIK7806