

Genesis Luxury Fashion Private Limited
Financial Statements
2019-20

INDEPENDENT AUDITOR'S REPORT

To The Members of Genesis Luxury Fashion Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Genesis Luxury Fashion Private Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2020, and the Statement of Profit and Loss (including Other Comprehensive Income), and the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as 'Financial Statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2020, and its loss, total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report in the annual report for the year ended 31 March 2020, but does not include the financial statements and our auditor's report thereon.

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

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

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

Management's Responsibility for the Financial Statements

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

INDEPENDENT AUDITOR'S REPORT

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

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

Auditor's Responsibilities for the Audit of the financial statements

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

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

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

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

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

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

INDEPENDENT AUDITOR'S REPORT

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS prescribed under section 133 of the Act.
 - e) On the basis of the written representations received from the directors of the Company 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigation on its financial position in its financial statements (Also refer note 30 to the Financial Statements);
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in "Annexure B", a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

(Manoj H. Dama)
(Partner)
(Membership No. 107723)
UDIN: 20107723AAAAGI3092

Place : Mumbai,
Date : 27th April, 2020

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of **Genesis Luxury Fashion Private Limited** for the year ended 31 March 2020)

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

We have audited the internal financial controls over financial reporting of **Genesis Luxury Fashion Private Limited** ("the Company") as of 31 March 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

(Manoj H. Dama)
(Partner)
(Membership No. 107723)
UDIN: 20107723AAAAGI3092

Place : Mumbai,
Date : 27th April, 2020

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of **Genesis Luxury Fashion Private Limited** for the year ended 31 March 2020)

- (i) In respect of its fixed assets:
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) Some of the fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
 - c) The Company does not have any immovable properties of freehold or leasehold land and building and hence reporting under clause (i) (c) of the Order is not applicable to the Company.
- (ii) As explained to us, the inventories, excluding stock lying with third parties, were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification. In respect of inventories lying with third parties, these have been confirmed by them.
- (iii) According to the information and explanations given to us, the Company has granted unsecured loans to Companies covered in the register maintained under section 189 of the Act. In respect of these loans:
 - a) According to information and explanation given to us, the terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.
 - b) According to information and explanation given to us, repayment of principal is not yet due and payment of interest has not been stipulated.
 - c) According to information and explanation given to us, there is no amount overdue for more than 90 days at the balance sheet date.

As informed to us, the Company has not granted any loans, secured or unsecured, to firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act.

- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 186 of the Act in respect of grant of loans, guarantees given and investments made. The Company has not given any guarantee or granted any loans under Section 185 of the Act and hence, reporting in respect of provisions under section 185 of the Act is not applicable.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits under the provisions of Section 73 to Section 76 of the Act during the year. Hence, the provisions of clause (v) of paragraph 3 of the order are not applicable to the Company.
- (vi) According to the information and explanation given to us, maintenance of cost records has not been specified by the Central Government under section 148(1) of the Act.
- (vii) According to the information and explanations given to us in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-Tax, Goods and Services Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-Tax, Goods and Services Tax, Customs Duty, Cess and other material statutory dues in arrears as at 31 March 2020 for a period of more than six months from the date they became payable.
 - (c) There are no cases of non-deposit with the appropriate authorities of disputed dues of Goods and Services Tax. Details of dues of Income Tax, Sales Tax, Value Added Tax and Customs Duty which have not been deposited as on 31 March 2020 on account of disputes are given below:

Name of the Statute	Nature of Dues	Amount Involved (Rs. in Crores)	Amount Paid under protest (Rs. in Crores)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	9.09	1.82	A. Y. 2017-18	Commissioner of Income Tax (Appeals), Delhi
Custom Act, 1962	Custom duty	1.82	1.18	Sept 2012 to Aug 2017	Commissioner of Customs Air Cargo Customs (Imports), New Customs House, New Delhi
Madhya Pradesh CST Act, 1956	Central sales tax	0.02	-	FY 2014 – 15	Assistant Commissioner, Chennai
Madhya Pradesh VAT Act, 2002	Value added tax	0.09	0.01	FY 2014 – 15	Additional Commercial tax officer, Gwalior
Delhi Vat Act, 2004	Value added tax	0.17	-	FY 2013 – 14	Objections Hearing Authority, Value Added Tax, New Delhi

- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks. The Company has not issued any debentures or taken loans from financial institution or borrowed funds from Government.
- (ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and the term loans have been applied for the purpose for which they were raised.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of paragraph 3 of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under Clause (xiv) of paragraph 3 of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them and hence provisions of section 192 of the Act, are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

(Manoj H. Dama)
(Partner)
(Membership No. 107723)
UDIN: 20107723AAAAGI3092

Place : Mumbai,
Date : 27th April, 2020

Balance Sheet as at 31st March, 2020

	Notes	As at 31st March, 2020	As at 31st March, 2019	₹ Crores
ASSETS				
Non-Current Assets				
Property, Plant and Equipment	1	69.13	16.80	
Capital Work-in-Progress	1	3.14	1.11	
Intangible Assets	1	21.12	31.85	
		93.39	49.76	
Financial Assets				
Investments	2	65.90	66.01	
Loans	3	42.51	36.04	
Deferred Tax Assets (net)	4	9.38	11.86	
Other Non Current Assets	5	5.82	2.34	
Total Non-Current Assets		2 17.00		1 66.01
Current Assets				
Inventories	6	63.81	51.42	
Financial Assets				
Trade Receivables	7	25.82	2.67	
Cash and Cash Equivalents	8	0.25	0.72	
Other Financial Assets	9	6.58	9.46	
Other Current Assets	10	17.60	22.31	
Total Current Assets		1 14.06		86.58
Total Assets		3 31.06		2 52.59
EQUITY AND LIABILITIES				
Equity				
Equity Share Capital	11	17.50	17.46	
Other Equity	12	1 45.33	1 55.40	
Total Equity		1 62.83		1 72.86
Liabilities				
Non-Current Liabilities				
Financial Liabilities				
Borrowings	13	54.60	37.15	
Other Financial Liabilities	14	42.56	-	
Provisions	15	3.70	2.88	
Other Non-Current Liabilities	16	-	1.49	
Total Non-Current Liabilities		1 00.86		41.52
Current Liabilities				
Financial Liabilities				
Borrowings	17	-	7.58	
Trade Payables Due to:	18			
– Micro and Small Enterprises	-	-		
– Other than Micro and Small Enterprise		35.12	17.76	
Other Financial Liabilities	19	21.86	3.68	
Other Current Liabilities	20	10.30	9.11	
Provisions	21	0.09	0.08	
Total Current Liabilities		67.37		38.21
Total Liabilities		1 68.23		79.73
Total Equity and Liabilities		3 31.06		2 52.59
Significant Accounting Policies				
See accompanying Notes to the Financial Statements	1 to 40			

As per our Report of even date

For **Deloitte Haskins & Sells LLP**

Chartered Accountants

Firm registration no: 117366W/W-100018

Manoj H. Dama

Partner

Mumbai

Dated: 27th April, 2020

For and on behalf of the Board

V. Subramaniam

Director

K. Sudarshan

Director

Sanjay Kapoor

Director

Ankur Jain

Company Secretary

Darshan Mehta

Director

V. Ramachandran

Director

Samirbhai Sheth

Director

Statement of Profit and Loss for the year ended 31st March, 2020

	Notes	2019-20	2018-19
₹ Crores			
INCOME			
Value of Sales		1 84.66	1 81.06
Income from services		20.61	-
Value of Sales and Services		2 05.27	1 81.06
Less: Goods and Service Tax Recovered		30.92	26.86
Revenue from Operations		1 74.35	1 54.20
Other Income	22	4.36	10.59
Total Income		1 78.71	1 64.79
EXPENSES			
Purchases of Stock-in-Trade		90.09	91.06
Changes in Inventories of Stock-in-Trade	23	(11.31)	(15.20)
Employee Benefits Expense	24	24.15	22.07
Finance Costs	25	10.26	5.69
Depreciation and Amortisation Expense	1	31.97	16.73
Other Expenses	26	40.30	43.39
Total Expenses		1 85.46	1 63.74
(Loss)/ Profit before Tax		(6.75)	1.05
Tax expenses:			
Current tax	5	(0.56)	-
Deferred Tax	4	2.58	(2.42)
(Loss)/ Profit for the year		(8.77)	3.47
Other Comprehensive Income			
(i) Items that will not be reclassified to Profit or Loss	24.1	(0.40)	(0.28)
(ii) Income tax relating to items that will not be reclassified to Profit or Loss		0.10	0.08
Total Comprehensive (Loss)/ Income for the Year		(9.07)	3.27
Earnings per Equity Share of face value of ₹ 10 each			
Basic (in ₹)		(5.02)	2.00
Diluted (in ₹)	29	(5.02)	1.99
Significant Accounting Policies			
See accompanying Notes to the Financial Statements	1 to 40		

As per our Report of even date

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm registration no: 117366W/W-100018

Manoj H. Dama
Partner

Mumbai
Dated: 27th April, 2020

For and on behalf of the Board

V. Subramaniam
Director

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Director

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Director

Ankur Jain
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Darshan Mehta
Director

V. Ramachandran
Director

Samirbhai Sheth
Director

Statement of Changes in Equity for the year ended 31 March, 2020

A. Equity Share Capital

₹ Crores

Balance at the beginning of the reporting period i.e. 1st April, 2018	Changes in equity share capital during the year 2018-19	Balance at the end of the reporting period i.e. 31st March, 2019	Changes in equity share capital during the year 2019-20	Balance at the end of the reporting period i.e. 31st March 2020
17.30	0.16	17.46	0.04	17.50

B. Other Equity

₹ Crores

	Reserves and Surplus					Other Comprehensive Income	Total
	Retained Earnings	Securities premium	Share options outstanding account	Capital Redemption Reserve	Contribution from Holding Company for stock options		
As on 31st March, 2019							
Balance at the beginning of the reporting period i.e. 1st April, 2018	19.51	1 26.67	4.79	0.68	0.42	0.14	1 52.21
Transferred from Share Option outstanding on options exercise / lapsed	(0.18)	2.18	(2.80)	-	-	-	(0.80)
Issue of equity shares for cash	-	0.72	-	-	-	-	0.72
Total Comprehensive (Loss)/Income for the Year	3.47	-	-	-	-	(0.20)	3.27
Balance at the end of reporting period 31st March, 2019	22.80	1 29.57	1.99	0.68	0.42	(0.06)	1 55.40
As on 31st March, 2020							
Balance at the beginning of the reporting period i.e. 1st April, 2019	22.80	1 29.57	1.99	0.68	0.42	(0.06)	1 55.40
Securities Premium on issue of ESOPs	-	0.43	-	-	-	-	0.43
Transferred from Share Option outstanding on options exercise / lapsed	-	0.98	(1.99)	-	(0.42)	-	(1.43)
Total Comprehensive (Loss) for the Year	(8.77)	-	-	-	-	(0.30)	(9.07)
Balance at the end of reporting period 31st March, 2020	14.03	1 30.98	-	0.68	-	(0.36)	1 45.33

As per our Report of even date

For **Deloitte Haskins & Sells LLP**

Chartered Accountants

Firm registration no: 117366W/W-100018

Manoj H. Dama

Partner

Mumbai

Dated: 27th April, 2020

For and on behalf of the Board

V. Subramaniam

Director

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Director

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Company Secretary

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Director

V. Ramachandran

Director

Samirbhai Sheth

Director

Statement of Cash Flow for the year ended 31 March, 2020

	₹ Crores	
	2019-20	2018-19
A: CASH FLOW FROM OPERATING ACTIVITIES		
Net (Loss)/Profit Before Tax as per Statement of Profit and Loss	(6.75)	1.05
Adjusted for:		
Depreciation and Amortisation Expense	31.97	16.73
Unrealised Foreign Exchange Loss / (gain)	0.59	(0.28)
Net Gain on Financial assets	-	(8.75)
Interest Income	(4.15)	(1.83)
Employee Stock Option Scheme Expense	(1.32)	(0.80)
Finance Costs	10.26	5.69
	<u>37.35</u>	<u>10.76</u>
Operating Profit before Working Capital Changes	30.60	11.81
Adjusted for:		
Trade and Other Receivables	(21.88)	5.18
Inventories	(12.39)	(16.74)
Trade and Other Payables	18.46	6.69
	<u>(15.81)</u>	<u>(4.87)</u>
Cash Generated from Operations	14.79	6.94
Taxes Paid (Net)	(0.27)	1.15
	<u>14.52</u>	<u>8.09</u>
B: CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipment and Intangible Assets	(7.73)	(3.02)
Purchase of Investments in Joint Ventures	-	(4.75)
Sale of Investments in Subsidiaries / Joint Ventures / Associates	-	53.42
Loans given to related parties	(41.66)	(24.73)
Loans refunded by related parties	45.43	-
Interest Income	0.32	1.83
Net Cash (used in)/generate from Investing Activities	(3.64)	22.75
C: CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Issue of Share Capital	0.47	0.88
Payment of Lease Liabilities	(14.70)	-
Proceeds from Borrowings - Non-Current	99.12	-
Repayment of Borrowings - Non-Current	(81.67)	(9.63)
Short term borrowings (net)	(7.58)	(17.12)
Interest Paid	(7.00)	(5.69)
Net Cash Flow used in Financing Activities	(11.36)	(31.56)
Net Decrease in Cash and Cash Equivalents	(0.47)	(0.72)
Opening Balance of Cash and Cash Equivalents	0.72	1.44
Closing Balance of Cash and Cash Equivalents (Refer Note "8")	0.25	0.72

* Amount spent in cash towards Corporate Social Responsibility is ₹ Nil crore (Previous Year ₹ 0.01 crores)

As per our Report of even date

For **Deloitte Haskins & Sells LLP**

Chartered Accountants

Firm registration no: 117366W/W-100018

Manoj H. Dama

Partner

Mumbai

Dated: 27th April, 2020

For and on behalf of the Board

V. Subramaniam

Director

K. Sudarshan

Director

Sanjay Kapoor

Director

Ankur Jain

Company Secretary

Darshan Mehta

Director

V. Ramachandran

Director

Samirbhai Sheth

Director

Notes to the Financial Statements for the year ended 31st March, 2020

A. Corporate Information

Genesis Luxury Fashion Private Limited (“the Company”), is a public limited company domiciled in India and has registered office in 4th Floor, Court House, Lokmanya Tilak Marg, Dhobi Talao, Mumbai, Maharashtra- 400002, India.

The Company’s immediate holding Company is Reliance Retail Ventures Limited and Ultimate holding company is Reliance Industries Limited. The Company is engaged in organised retail spanning across various consumption baskets primarily catering to Indian consumers.

B. SIGNIFICANT ACCOUNTING POLICIES

B.1 BASIS OF PREPARATION AND PRESENTATION

The Financial Statements have been prepared on the historical cost basis except for following assets and liabilities which have been measured at fair value amount:

- (i) Certain Financial Assets and liabilities,
- (ii) Defined Benefits Plans – Plan Assets and
- (iii) Equity settled Share Based Payments.

The Financial Statements of the Company have been prepared to comply with the Indian Accounting Standards (‘Ind AS’), including the Rules notified under the relevant provisions of the Companies Act, 2013.

With effect from 1st April 2019, Ind AS 116 – “Leases” (Ind AS 116) supersedes Ind AS 17 – “Leases”. The Company has adopted Ind AS 116 using the prospective approach. The application of Ind AS 116 has resulted into recognition of ‘Right-of-Use’ asset with a corresponding Lease Liability in the Balance Sheet.

The Company’s Financial Statements are presented in Indian Rupees (₹), which is also its functional currency and all values are rounded to the nearest Crores (₹ 00,00,000), except when otherwise stated.

B.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Current and Non-Current Classification

The Company presents assets and liabilities in the Balance Sheet based on Current/ Non-Current classification.

An asset is treated as Current when it is –

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Notes to the Financial Statements for the year ended 31st March, 2020

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

(b) Property, Plant and Equipment

Property, Plant and Equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, Borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately.

Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre - operative expenses and disclosed under Capital Work – in - Progress.

Depreciation on Property, Plant and Equipment is provided on straight line method and based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Leasehold improvements are amortized over the lower of estimated useful life or lease period; on assets acquired under finance lease depreciation is provided over the lease term.

The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from derecognition of a Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and loss when the asset is derecognized.

(c) Leases

The Company, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

For short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term..

(d) Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortisation / depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange rate variations attributable to the Intangible Assets.

Notes to the Financial Statements for the year ended 31st March, 2020

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

Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Intangible Assets under Development.

Gains or losses arising from derecognition of an Intangible Asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

The company's intangible assets comprises assets with finite useful lives which are amortised on a straight-line basis over the period of their expected useful lives.

Computer software and reacquisition rights is amortised over a period of 5 years and 4 years respectively on a straight line basis.

A summary of amortisation / depletion policies applied to the Company's Intangible assets to the extent of depreciable amount is as follows:

Particular	Depreciation
Computer Software	Over a period of 5 years.
Reacquisition rights	Over a period of 4 years.

The amortisation period and the amortisation method for intangible assets with a finite useful life are reviewed at each reporting date

(e) Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services.

Generally, control is transferred upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Revenue is measured at the amount of consideration which the company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional. Generally, the credit period varies between 0-60 days from shipment of delivery of goods or services as the case may be.

In case of discounts, rebates, credits, price incentives or similar terms, consideration are determined based on its most likely amount, which is assessed at each reporting period.

Interest Income

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

(f) Cash and Cash Equivalent

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

(g) Finance Cost

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent

Notes to the Financial Statements for the year ended 31st March, 2020

they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

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

All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

(h) Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any. Cost of inventories comprises of all cost of purchase, cost of overheads net of recoverable taxes incurred in bringing them to their respective present location and condition.

Cost of inventories are determined on weighted average basis.

(i) Impairment of Non-Financial Assets – Property, Plant and Equipment and Intangible Assets

The Company assesses at each reporting date as to whether there is any indication that any Property, Plant and Equipment and Intangible Assets or group of Assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(j) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

(k) Contingent Liabilities

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

(l) Employee Benefits

Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

Notes to the Financial Statements for the year ended 31st March, 2020

Post-Employment Benefits

Defined Contribution Plans

A defined contribution plan is post-employment benefit plan under which the Company pays specified contributions towards Provident Fund and Pension Scheme.

The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service rendered before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Defined Benefit Plans

The Company pays gratuity to the employees who have completed five years of service with the Company at the time of resignation / superannuation. The gratuity is paid @15days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The Company's gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of the estimated future cash flows. The discount rate used for determining the present value of the obligation under defined benefit plans, is based on the market yields on Government securities as at the Balance Sheet date. Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss.

Re-measurement of Defined Benefit Plans in respect of post-employment are charged to the Other Comprehensive Income.

Employee Separation Costs

The Company recognises the employee separation cost when the scheme is announced and the Company is demonstrably committed to it.

(m) Tax Expenses

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

i) Current Tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the Income Tax authorities, based on tax rates and laws that are enacted at the Balance sheet date.

ii) Deferred Tax

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

Deferred Tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

Notes to the Financial Statements for the year ended 31st March, 2020

(n) Share Based Payments

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity-settled share based payments transaction are set out.

The fair value determined at the grant date of the equity-settled share based payments is expensed on a straight line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in Statement of Profit and Loss such that the cumulative expenses reflects the revised estimate, with a corresponding adjustment to the Share Based Payments Reserve.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

(o) Foreign Currencies Transactions and Translation

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in Other Comprehensive Income or Statement of Profit and Loss are also recognised in Other Comprehensive Income or Statement of Profit and Loss, respectively).

(p) Financial Instruments

i) Financial Assets

A. Initial Recognition and Measurement

All Financial Assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets, which are not at Fair Value through Profit and Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognised using trade date accounting.

B. Subsequent Measurement

a) Financial Assets Measured at Amortised Cost (AC)

A Financial Asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represents solely payments of principal and interest on the principal amount outstanding.

b) Financial Assets Measured at Fair Value Through Other Comprehensive Income (FVTOCI)

A Financial Asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represents solely payments of principal and interest on the principal amount outstanding.

c) Financial Assets Measured at Fair Value Through Profit or Loss (FVTPL)

A Financial Asset which is not classified in any of the above categories are measured at FVTPL.

Notes to the Financial Statements for the year ended 31st March, 2020

C. Investment In Subsidiaries, Associates and Joint Ventures

The Company has accounted for its investments in associates and joint venture at cost less impairment loss (if any).

D. Impairment of Financial Assets

In accordance with Ind AS 109, the Company uses “Expected Credit Loss”(ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12 months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For Trade Receivables the Company applies ‘simplified approach’ which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

ii) Financial Liabilities

A. Initial Recognition and Measurement

All Financial Liabilities are recognized at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

B. Subsequent Measurement

Financial liabilities are carried at amortized cost using the effective interest method.

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

iv) Derecognition of Financial Instruments

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

v) Offsetting

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(q) Earnings per share

Basic earnings per share is calculated by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year adjusted for bonus element in equity share. Diluted earnings per share adjusts the figures used in determination of basic earnings per share to take into account the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as at the beginning of the period unless issued at a later date.

Notes to the Financial Statements for the year ended 31st March, 2020

C. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of the Company's Financial Statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in next financial years.

A) DEPRECIATION / AMORTISATION AND USEFUL LIVES OF PROPERTY PLANT AND EQUIPMENT / INTANGIBLE ASSETS

Property, Plant and Equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

B) RECOVERABILITY OF TRADE RECEIVABLE

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

C) PROVISIONS

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

D) IMPAIRMENT OF NON-FINANCIAL ASSETS

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or a groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transaction are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

E) IMPAIRMENT OF FINANCIAL ASSETS

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

F) RECOGNITION OF DEFERRED TAX ASSETS

Deferred tax assets are recognised for deductible temporary differences and unused tax losses for which there is probability of utilisation against the future taxable profit. The Company uses judgement to determine the amount of deferred tax that can be recognised, based upon the likely timing and the level of future taxable profits and business developments.

Notes to the Financial Statements for the year ended 31st March, 2020

G) ESTIMATION UNCERTAINTY RELATING TO THE GLOBAL HEALTH PANDEMIC ON COVID 19

The impact of COVID – 19 on the business operations for the Company for the current year 2019-20 is not significant as those were continuing normally until the nationwide lockdown near the end of the year. Management has performed the assessment of the effect of COVID -19 on the recoverability of the value of assets as at the end of the year and liquidity position as well as business activities in the foreseeable future. Based on the assessment, presently there are no significant concerns regarding recoverability of the value of the assets as well as on liquidity and continuity of the business. The impact of COVID – 19 may be different from that estimated as at the date of approval of these financial statements and the Company will continue to monitor any material changes to future economic conditions.

Notes to the Financial Statements for the year ended 31st March, 2020

1. Property, Plant and Equipment, Intangible Assets and Capital Work-in-Progress

Description	Gross block			Depreciation/ amortisation			Net block	
	As at 1st April, 2019	Additions /Adjustments	Deductions/ Adjustments	As at 31st March, 2020	For the year	Deductions/ Adjustments	As at 31st March, 2020	As at 31st March, 2019
Property, Plant and Equipment								
Own assets:								
Plant and machinery	0.77	0.21	-	0.98	0.12	-	0.54	0.35
Electrical installations	-	0.71	-	0.71	0.02	-	0.02	-
Equipment	1.35	0.27	-	1.62	0.18	-	1.05	0.48
Furniture and fixtures	8.75	1.32	-	10.07	1.02	-	5.97	3.80
Vehicles	0.95	-	-	0.95	0.12	-	0.43	0.64
Leasehold improvements*	20.74	0.09	-	20.83	1.92	-	11.13	11.53
Sub-Total	32.56	2.60	-	35.16	3.38	-	19.14	16.80
Right-of-Use Asset:								
Operating Lease	-	70.97	-	70.97	17.86	-	17.86	-
Sub-Total	-	70.97	-	70.97	17.86	-	17.86	-
Total (i)	32.56	73.57	-	1 06.13	21.24	-	37.00	16.80
Intangible assets**								
Franchisee rights	42.72	-	-	42.72	10.73	-	21.60	31.85
Software	0.73	-	-	0.73	0.00	-	0.73	-
Total (ii)	43.45	-	-	43.45	10.73	-	22.33	31.85
Total (i+ii)	76.01	73.57	-	1 49.58	31.97	-	59.33	48.65
Previous year	75.11	0.89	-	76.01	16.73	-	27.36	64.48
Capital work-in-progress								
							3.14	1.11

* Addition in Leasehold improvement is net off against deferred contribution towards lease rentals

** Other than internally generated

Notes to the Financial Statements for the year ended 31st March, 2020

₹ Crores				
2. Investments - Non-Current	As at 31st March, 2020		As at 31st March, 2019	
	Units	Amount	Units	Amount
Investment measured at Cost				
In Equity Shares of Joint Venture/ Fellow Subsidiary/ Associate - Unquoted, Fully Paid Up (of Rs 10 each)				
Genesis La Mode Private Limited	5,999,994	6.00	5,999,994	6.00
Add: Contribution to the Employee stock option scheme		0.09		0.20
GLF Lifestyle Brands Private Limited	44,970,173	36.31	44,970,173	36.31
GML India Fashion Private Limited	2,499,993	2.50	2,499,993	2.50
V&B Lifestyle India Private Limited	8,745,000	8.75	8,745,000	8.75
Canali India Private Limited	12,250,000	12.25	12,250,000	12.25
Total		<u>65.90</u>		<u>66.01</u>
Aggregate amount of Unquoted investments		<u>65.90</u>		<u>66.01</u>

2.1 Category-wise Investment - Non-Current	31st March, 2020		31st March, 2019	
	Financial assets measured at Cost		<u>65.90</u>	
Total Investment - Non-Current		<u>65.90</u>		<u>66.01</u>

₹ Crores				
3. Loans - Non-Current (Unsecured and Considered Good)	As at		As at	
	31st March, 2020		31st March, 2019	
Loans and advances to related parties [Refer Note 34(ii)]		32.27		36.04
Other Loans & Advances*		<u>10.24</u>		-
Total		<u>42.51</u>		<u>36.04</u>

* Other Loans and advances includes primarily fair valuation of interest free deposits.

₹ Crores				
4. Deferred Tax Assets (Net)	As at		As at	
	31st March, 2020		31st March, 2019	

The movement on the deferred tax account is as follows:

At the start of the year		11.86		9.36
Credit to Statement of Profit and Loss		(2.58)		2.42
Credit to Other Comprehensive Income		<u>0.10</u>		<u>0.08</u>
At the end of year		<u>9.38</u>		<u>11.86</u>
Components of Deferred Tax Assets				

₹ Crores				
	As at	Charge/	Charge/	As at
	31st March,	(credit) to	(credit) to	31st March,
	2019	Statement	Other Com-	2020
		of Profit and	prehensive	
		Loss	Income	
Deferred tax Assets in relation to:				
Property, Plant and Equipment and Intangible Asset	3.87	(0.39)	-	4.26
Carried Forward Losses	5.35	1.99	-	3.36
Financial Assets	2.64	0.98	(0.10)	1.76
Total	<u>11.86</u>	<u>2.58</u>	<u>(0.10)</u>	<u>9.38</u>

The Company has recognised Deferred Tax Assets arising from unused tax losses and other deductible temporary differences after taking into consideration of reasonable evidence of future taxable profit.

Notes to the Financial Statements for the year ended 31st March, 2020

		₹ Crores	
5. Other Non-Current Assets (unsecured and considered good)	As at 31st March, 2020	As at 31st March, 2019	
Capital Advances	2.77	0.03	
Advance Income Tax (Net of Provision) ⁽ⁱ⁾	3.04	2.21	
Other Loans and Advances ⁽ⁱⁱ⁾	0.01	0.10	
Total	5.82	2.34	

		₹ Crores	
(i) Advance Income Tax (Net of Provision)	As at 31st March, 2020	As at 31st March, 2019	
At start of year	2.21	3.36	
Current tax [#]	0.56	-	
Tax paid (Net) during the year	0.27	(1.15)	
At end of year	3.04	2.21	

[#] Tax in respect of earlier year

⁽ⁱⁱ⁾ Other Loans and advances includes loan given to employees.

		₹ Crores	
6. Inventories (valued at lower of cost or net realisable value)	As at 31st March, 2020	As at 31st March, 2019	
Stock-in-trade*	61.20	49.89	
Stores and spares	2.61	1.53	
Total	63.81	51.42	

* Includes Goods in Transit ₹ 4.69 Crores (previous year ₹ Nil)

		₹ Crores	
7. Trade Receivables (unsecured and considered good)	As at 31st March, 2020	As at 31st March, 2019	
Trade Receivables	25.82	2.67	
Total	25.82	2.67	

		₹ Crores	
8. Cash and Cash Equivalents	As at 31st March, 2020	As at 31st March, 2019	
Cash on Hand	0.11	0.32	
Balances with banks ^{(i) and (ii)}	0.14	0.40	
Cash and Cash Equivalents as per Balance Sheet / Statement of Cash Flows	0.25	0.72	

⁽ⁱ⁾ Includes deposits ₹ 0.01 Crores (Previous year ₹ 0.02 Crores) with maturity period of more than 12 months.

⁽ⁱⁱ⁾ Includes deposits ₹ 0.02 Crores (previous year ₹ 0.02 Crores) held by tax authority as security.

		₹ Crores	
9. Other Financial Assets - Current	As at 31st March, 2020	As at 31st March, 2019	
Deposits	2.75	9.46	
Others ⁽ⁱ⁾	3.83	-	
Total	6.58	9.46	

⁽ⁱ⁾ Includes interest receivable.

Notes to the Financial Statements for the year ended 31st March, 2020

		₹ Crores	
10. Other Current Assets (Unsecured and Considered Good)	As at 31st March, 2020	As at 31st March, 2019	
Balance with Customs, GST and State authorities	7.13	9.68	
Others ⁽ⁱ⁾	10.47	12.63	
Total	17.60	22.31	

⁽ⁱ⁾ Includes advances to employees and vendors.

		₹ Crores	
11. Share capital	As at 31st March, 2020	As at 31st March, 2019	
Authorised Share Capital:			
18,000,000 Equity Shares of ₹ 10 each (18,000,000)	18.00	18.00	
Total	18.00	18.00	
Issued, Subscribed and Paid-up:			
17,498,480 Equity Shares of ₹ 10 each fully paid up (17,463,006)	17.50	17.46	
Total	17.50	17.46	

(i) From September 7, 2018, the Company became subsidiary of Reliance Retail Ventures Limited. Out of the above, 1,74,01,065 (previous year 1,73,53,285) equity shares of ₹ 10 each fully paid-up are held by Reliance Retail Ventures Limited, the holding company, along with its subsidiaries.

(ii) **The details of Shareholders holding more than 5% shares:**

Name of the Shareholders	31st March, 2020		31st March, 2019	
	No. of Shares	% held	No. of Shares	% held
Reliance Brands Limited	8,349,140	47.71	8,301,360	47.54
Genesis Colors Limited (formerly known as Genesis Colors Private Limited)	8,692,008	49.67	8,692,008	49.77

(iii) **The Reconciliation of the number of shares outstanding is set out below:**

Particulars	As at 31st March, 2020	As at 31st March, 2019
	No. of shares	No. of shares
Equity shares at the beginning of the year	17,463,006	17,302,000
Add: Equity shares issued on exercise of employee stock options	35,474	161,006
Equity shares at the end of the year	17,498,480	17,463,006

(iv) The Company has only one class of equity shares having face value of ₹10 each and the holder of the equity share is entitled to one vote per share. The equity shareholders are entitled to receive dividend as declared from time-to-time in proportion to the number of equity shares held by them. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company in proportion to the number of equity shares held.

Notes to the Financial Statements for the year ended 31st March, 2020

		₹ Crores	
12. Other Equity	As at 31st March, 2020	As at 31st March, 2019	
Retained Earnings			
As per last Balance Sheet	22.80	19.51	
Add: (Loss)/ Profit for the year	(8.77)	3.47	
Employee stock option charge relating to employees of holding company	-	(0.18)	
	14.03	22.80	
Other Comprehensive Income (OCI)			
As per last Balance Sheet	(0.06)	0.14	
Add: Movement in OCI (Net) during the year	(0.30)	(0.20)	
	(0.36)	(0.06)	
Securities Premium Account			
As per last Balance Sheet	129.57	126.67	
Addition During the year	0.98	0.72	
Add: Amount transferred from Share option outstanding account	0.43	2.18	
	130.98	129.57	
Contribution from Holding Company for stock options			
As per last Balance Sheet	0.42	0.42	
Reversal during the year	(0.42)	-	
	-	0.42	
Capital Redemption Reserve			
As per last Balance Sheet	0.68	0.68	
	0.68	0.68	
Shares Option outstanding account			
As per last Balance Sheet	1.99	4.79	
Add: Employee stock option charge relating to employees of holding company	(1.99)	(2.80)	
	-	1.99	
Total	145.33	155.40	

		₹ Crores	
13. Borrowings - Non-Current	As at 31st March, 2020	As at 31st March, 2019	
Unsecured - At Amortised Cost			
Loans and advances from related parties ⁽ⁱ⁾ [Refer Note 34 (ii)]	54.60	36.92	
Secured - At Amortised Cost			
Term loans from banks ⁽ⁱⁱ⁾	-	0.23	
Total	54.60	37.15	

⁽ⁱ⁾ Represents from Fellow Subsidiaries

⁽ⁱⁱ⁾ Term loans are secured by hypothecation of vehicles and are repayable over a period of 2 years by way of equated monthly installments.

Refer note 32 for maturity profile.

Notes to the Financial Statements for the year ended 31st March, 2020

		₹ Crores	
14. Other Financial liabilities- Non Current	As at 31st March, 2020	As at 31st March, 2019	
Lease Liabilities	42.56	-	
	<u>42.56</u>	<u>-</u>	
		₹ Crores	
15. Provisions - Non-Current	As at 31st March, 2020	As at 31st March, 2019	
Provision for employee benefits (Refer note 24.1) ⁽ⁱ⁾	3.70	2.88	
Total	<u>3.70</u>	<u>2.88</u>	
<p>⁽ⁱ⁾ The provision for employee benefit includes gratuity, annual leave and vested long service leave entitlement accrued and compensation claims made by employees.</p>			
		₹ Crores	
16. Other Non Current Liabilities	As at 31st March, 2020	As at 31st March, 2019	
Deferred Contribution towards lease rentals	-	1.49	
Total	<u>-</u>	<u>1.49</u>	
		₹ Crores	
17. Borrowings - Current	As at 31st March, 2020	As at 31st March, 2019	
Secured - At Amortised Cost			
Working capital loans from banks ⁽ⁱ⁾	-	7.58	
Total	<u>-</u>	<u>7.58</u>	
<p>(i) ₹ Nil (previous year ₹ 7.58 Crores) are secured by way of first charge on all the current assets and movable plant and equipments assets of the Company. It is further secured by way of corporate guarantee given by Genesis La Mode Private Limited, GLF Lifestyle Brands Private Limited and GML India Fashion Private Limited, and personal guarantee given by one of the Directors of the Company. Refer note 32 for maturity profile.</p>			
		₹ Crores	
18. Trade Payables Due To:	As at 31st March, 2020	As at 31st March, 2019	
Micro and Small Enterprises	-	-	
Other than Micro and Small Enterprise	35.12	17.76	
Total	<u>35.12</u>	<u>17.76</u>	
<p>18.1 There are no overdues to Micro, Small and Medium Enterprises as at March 31, 2020.</p>			
		₹ Crores	
19. Other Financial liabilities-Current	As at 31st March, 2020	As at 31st March, 2019	
Current maturities of Borrowings - Non-Current	0.08	0.08	
Interest accrued but not due on Borrowings	3.26	-	
Creditors for Capital Expenditure	1.56	-	
Lease Liabilities- Current	13.71	-	
Other Payables ⁽ⁱ⁾	3.25	3.60	
	<u>21.86</u>	<u>3.68</u>	
<p>⁽ⁱ⁾ Includes security deposits received</p>			

Notes to the Financial Statements for the year ended 31st March, 2020

		₹ Crores	
20. Other Current Liabilities	As at	As at	
	31st March, 2020	31st March, 2019	
Other payables ⁽ⁱ⁾	10.30	8.68	
Deferred Contribution towards lease rentals-Current	-	0.43	
	<u>10.30</u>	<u>9.11</u>	

⁽ⁱ⁾ Includes statutory dues and advances from customers.

		₹ Crores	
21. Provisions - Current	As at	As at	
	31st March, 2020	31st March, 2019	
Provision for employee benefits (Refer note 24.1) ⁽ⁱ⁾	0.09	0.08	
Total	<u>0.09</u>	<u>0.08</u>	

(i) The provision for employee benefits includes gratuity, annual leave and vested long service leave entitlement accrued and compensation claims made by employees.

		₹ Crores	
22. Other Income	2019-20	2018-19	
Interest			
Interest on Income-Inter Company Deposits	3.69	1.83	
Interest on Income Tax Refund	0.46	-	
	<u>4.15</u>	<u>1.83</u>	
Gain on sale of non-current investment	-	8.75	
Other non-operating income	0.21	0.01	
Total	<u>4.36</u>	<u>10.59</u>	

Above other income comprises of income from assets measured at amortised cost/cost ₹ 3.90 crores (previous year ₹ 10.59 crores)

		₹ Crores	
23. Changes in Inventories of Stock-in-Trade	2019-20	2018-19	
Inventories (at close)			
Stock-in-trade	61.20	49.89	
Inventories (at commencement)			
Stock-in-trade	49.89	34.69	
Total	<u>(11.31)</u>	<u>(15.20)</u>	

		₹ Crores	
24. Employee Benefits Expense	2019-20	2018-19	
Salaries and wages	22.57	19.92	
Contribution to provident fund and other funds	1.13	1.15	
Staff welfare expenses	1.77	1.80	
Employee stock option scheme reversal	(1.32)	(0.80)	
Total	<u>24.15</u>	<u>22.07</u>	

24.1 As per Ind AS 19 "Employee benefits", the disclosures as defined are given below:

Defined Contribution Plan

Contribution to defined contribution plan, recognised as expenses for the year is as under:

		₹ Crores	
	2019-20	2018-19	
Employer's contribution to Provident Fund	0.27	0.27	
Employer's contribution to Pension Scheme	0.29	0.20	

Notes to the Financial Statements for the year ended 31st March, 2020

Defined Benefit Plan

I. Reconciliation of opening and closing balances of defined benefit obligation ₹ Crores

Particulars	Gratuity (unfunded)	
	2019-20	2018-19
Defined benefit obligation at beginning of the year	2.28	1.50
Current service cost	0.34	0.41
Interest cost	0.18	0.12
Actuarial loss	0.40	0.28
Benefits paid	(0.45)	(0.03)
Defined benefit obligation at year end	2.75	2.28

II. Reconciliation of fair value of assets and obligations

Particulars	Gratuity (unfunded)	
	2019-20	2018-19
Fair value of plan assets	-	-
Present value of obligation	2.75	2.28
Amount recognised in Balance Sheet (Surplus / Deficit)	2.75	2.28

III. Expenses recognised during the year

Particulars	Gratuity (unfunded)	
	2019-20	2018-19
Current service cost	0.34	0.41
Interest cost	0.18	0.12
Net Cost	0.52	0.53
In Other Comprehensive Income		
Actuarial Loss	0.40	0.28
Net Expense For the period Recognised in OCI	0.40	0.28

IV. Actuarial assumptions

Particulars	Gratuity (unfunded)	
	2019-20	2019-20
Mortality Table (IALM)	2012-14 (Ultimate)	2006-08 (Ultimate)
Discount rate (per annum)	6.84%	8.00%
Rate of escalation in salary (per annum)	6.00%	6.00%
Rate of employee turnover (per annum)	2.00%	2.00%

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

V. The expected contributions for Defined Benefit Plan for the next financial year will be in line with Financial year 2019-20.

VI. Sensitivity Analysis

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, expected salary, increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of Sensitivity analysis is given below

Notes to the Financial Statements for the year ended 31st March, 2020

Particulars	₹ Crores			
	As at 31st March, 2020		As at 31st March, 2019	
	Decrease	Increase	Decrease	Increase
Change in discounting rate (delta effect of +/- 0.5%)	0.16	(0.15)	0.13	(0.12)
Change in rate of salary increase (delta effect of +/- 0.5%)	(0.15)	0.16	(0.12)	0.13
Change in rate of employee turnover (delta effect of +/- 0.5%)	(0.01)	-	(0.02)	0.02

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

Interest risk	A decrease in the bond interest rate will increase the plan liability;
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

	₹ Crores	
25. Finance Costs	2019-20	2018-19
Interest on Lease liability	4.82	-
Interest on others	5.44	5.69
Total	10.26	5.69

	₹ Crores	
26. Other Expenses	2019-20	2018-19
Selling and Distribution Expenses		
Sales promotion and advertisement expenses	6.05	3.83
Store running expenses	2.08	1.63
Royalty	0.03	-
Warehousing and distribution expenses	1.67	2.17
	9.83	7.63
Establishment Expenses		
Stores and packing materials	0.98	0.85
Building repairs and maintenance	0.59	1.12
Other repairs	0.24	0.12
Rent including lease rentals	4.00	24.13
Insurance	1.05	0.43
Rates and taxes	0.36	0.23
Travelling and conveyance expenses	3.65	3.44
Professional fees	15.51	0.49
Exchange differences (net)	0.28	0.22
Security and Housekeeping expenses	0.66	0.59
Electricity expenses	1.09	1.48
Hire charges	1.28	1.06
CSR Expenditure (refer note 35)	-	0.01
General expenses	0.53	1.39
	30.22	35.56
26.1 Payments to Auditor		
Statutory Audit Fees	0.20	0.20
Certification and Consultation Fees	0.05	-
	0.25	0.20
Total	40.30	43.39

Notes to the Financial Statements for the year ended 31st March, 2020

		₹ Crores	
27. Taxation	As at 31st March, 2020	As at 31st March, 2019	
Income tax Recognised in Statement of profit and loss	2.02	(2.42)	
Current Tax	(0.56)	-	
Deferred Tax	2.58	(2.42)	
Total Income Tax expenses recognised in the Current Year	2.02	(2.42)	
The income tax expenses for the year can be reconciled to the accounting profit as follows:			
Profit / (Loss) before tax	(6.75)	1.05	
Applicable tax rate	25.17%	27.82%	
Computed tax expenses	(1.70)	0.29	
Tax Effect of:			
Carry forward losses	-	1.22	
Expenses disallowed	4.57	4.95	
Previous Year Tax	(0.56)	-	
Additional allowances	(2.87)	(6.46)	
Current Tax Provision (A)	(0.56)	-	
Incremental Deferred Tax Liability on account of Property, Plant and Equipment	(0.39)	0.64	
Incremental Deferred Tax Liability on account of Financial Assets & Other items	2.97	(3.06)	
Deferred Tax Provision (B)	2.58	(2.42)	
Tax Expenses recognised in Statement of Profit and Loss (A+B)	2.02	(2.42)	
Effective Tax Rate	-29.93%	-230.48%	

- 28 The Company is mainly engaged in 'Organised Retail' primarily catering to Indian consumers in various consumptions baskets. All the activities of the Company revolve around this main business. Accordingly, the Company has only one identifiable segment reportable under Ind AS 108 "Operating Segment". The chief operational decision maker monitors the operating results of the entity's business for the purpose of making decisions about resource allocation and performance assessment.

29 Earnings per share (EPS)	2019-20	2018-19
Face Value per Equity Share (₹)	10.00	10.00
Basic Earnings per Share (₹) *	(5.02)	2.00
Diluted Earnings per Share (₹) *	(5.02)	1.99
Net (loss)/ profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (₹ Crores)	(8.77)	3.47
Weighted average number of equity shares used as denominator for calculating Basic EPS	17,482,387	17,417,121
Weighted average number of equity shares used as denominator for calculating Diluted EPS	17,482,387	17,472,730

*In view of loss, diluted earnings per share is same as basic earnings per share as potential equity shares are anti-dilutive

Notes to the Financial Statements for the year ended 31st March, 2020

		₹ Crores	
30	Commitments and Contingent Liabilities	As at 31st March, 2020	As at 31st March, 2019
a	Contingent Liabilities:		
	Claims against the Company/disputed liabilities not acknowledged as debts - In respect of others	11.19	2.35
	Guarantees		
	Guarantees to Banks and Financial Institutions against credit facilities extended to third parties and other Guarantees - In respect of others (Refer Note 36)	-	29.00
b	Commitments:		
	Estimated amount of contracts remaining to be executed on capital account and not provided for - In respect of others	2.53	0.04

31 Capital Management

The Company adheres to a disciplined Capital Management framework, the pillars of which are as follows:

- Maintain diversity of sources of financing and spreading the maturity across tenure buckets in order to minimise liquidity risk.
- Manage financial market risks arising from foreign exchange, interest rates and minimise the impact of market volatility on earnings.
- Leverage optimally in order to maximise shareholder returns while maintaining strength and flexibility of Balance Sheet.

This framework is adjusted based on underlying macroeconomic factors affecting business environment, financial market conditions and interest rates environment.

Net Gearing Ratio

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

	₹ Crores	
	As at 31st March, 2020	As at 31st March, 2019
Gross Debt	54.68	44.81
Cash and Marketable Securities	0.25	0.72
Net Debt (A)	54.43	44.09
Total Equity (As per Balance Sheet) (B)	1 62.83	1 72.86
Net Gearing ratio (A/B)	0.33	0.26

32 Financial Instruments

Valuation Methodology

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

- The fair value of investment in Mutual Funds is measured at quoted price or NAV.
- The fair value of Forward Foreign Exchange contracts is determined using forward exchange rates at the balance sheet date.
- The fair value of the remaining financial instruments is determined using discounted cash flow analysis.
- All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.
- Carrying value of assets and liabilities carried at amortised cost which approximates its fair value.

Notes to the Financial Statements for the year ended 31st March, 2020

Fair value measurement hierarchy:

₹ Crores

Particulars	As at 31st March, 2020			As at 31st March, 2019		
	Carrying Amount	Level of input used in		Carrying Amount	Level of input used in	
		Level 1	Level 2		Level 1	Level 2
Financial Assets						
At Amortised Cost						
Investments	65.90	-	-	66.01	-	-
Loans	42.51	-	-	36.04	-	-
Trade Receivables	25.82	-	-	2.67	-	-
Cash and Cash Equivalents	0.25	-	-	0.72	-	-
Other Financial Assets	6.58	-	-	9.46	-	-
Financial Liabilities						
At Amortised Cost						
Borrowings	54.68	-	-	44.81	-	-
Trade Payables	35.12	-	-	17.76	-	-
Other Financial Liabilities	64.34	-	-	3.60	-	-
At FVTPL						
Financial Derivatives	-	-	-	-	-	-

Excludes financial assets measured at cost (Refer Note 2.1)

The financial instruments are categorized into two levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities; and

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Foreign Currency Risk

The following table shows foreign currency exposures in EUR, AED, GBP and USD on financial instruments at the end of the reporting period.

i) Foreign Currency Exposure	₹ Crores				₹ Crores		
	As at 31st March, 2020				As at 31st March, 2019		
	EUR	GBP	USD	AED	EUR	HKD	USD
Trade and other Payables	2.98	0.57	2.83	0.03	7.20	-	2.05
Exposure	2.98	0.57	2.83	0.03	7.20	-	2.05

Sensitivity analysis of 1% change in exchange rate at the end of reporting period

ii) Foreign Currency Sensitivity

1% Depreciation in INR	EUR	HKD	USD	AED	EUR	HKD	USD
Impact on P&L	(0.03)	(0.01)	(0.03)	-	(0.07)	-	(0.02)
Total	(0.03)	(0.01)	(0.03)	-	(0.07)	-	(0.02)
1% Appreciation in INR	EUR	HKD	USD	AED	EUR	HKD	USD
Impact on P&L	0.03	0.01	0.03	-	0.07	-	0.02
Total	0.03	0.01	0.03	-	0.07	-	0.02

Notes to the Financial Statements for the year ended 31st March, 2020

Interest Rate Risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowings with floating interest rates.

Exposure to interest rate risk

The Company is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the Company are principally denominated in rupees with a mix of fixed and floating rates of interest. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings. The exposure of the Company's borrowing to interest rate changes as reported to the management at the end of the reporting period are as follows:

Particulars	As at 31st March, 2020	As at 31st March, 2019
Fixed Rate Loan	54.68	37.23
Floating Rate Loan	-	7.58
Total	54.68	44.81

Impact on Interest Expenses for the year on 1% change in Interest rate

Particulars	Interest rate Sensitivity			
	As at 31st March, 2020		As at 31st March, 2019	
	Up Move	Up Move	Up Move	Up Move
Impact on P&L	-	-	(0.08)	0.08
	-	-	(0.08)	0.08

₹ Crores

Credit Risk

Credit risk is the risk that a customer will fail to pay amounts due causing financial loss to the company. It arises from cash and cash equivalents, and principally from credit exposures to customers relating to outstanding receivables.

Liquidity Risk

Liquidity risk is the risk that suitable sources of funding for the company's business activities may not be available. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Management monitors rolling forecasts of the company's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected cash flows. The company's liquidity is managed centrally with operating units forecasting their cash and currency requirements to the central treasury function. The operating units pool their cash surpluses to treasury, which will then either arrange to fund other units' requirements, or invest any net surplus in the market or arrange for necessary external borrowings, if need be, while managing the company's overall net currency positions.

Maturity Profile as at 31st March, 2020

Particulars	Below 3 months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Grand Total
Borrowings							
Non-Current	-	-	-	-	54.60	-	54.60
Current	-	0.08	-	-	-	-	0.08
Lease Liabilities							
Non-Current	-	-	-	29.98	7.48	5.10	42.56
Current	3.68	3.43	6.60	-	-	-	13.71
Total	3.68	3.51	6.60	29.98	62.08	5.10	1 10.95

Notes to the Financial Statements for the year ended 31st March, 2020

Maturity Profile as at 31st March, 2019

Particulars	Below 3 months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Grand Total
Borrowings							
Non-Current	-	-	-	-	37.15	-	37.15
Current	-	7.66	-	-	-	-	7.66
Total	-	7.66	-	-	37.15	-	44.81

33 Share based payments

A. Details of the employee stock option plan of the company

The company had approved share option program under which options were granted to Employees of the Company at the exercise price of Rs. 10/- (Face value - Rs. 10/-) to be vested from time to time on the basis of performance and other eligible criteria.

The inputs used in the measurement of grant date fair values are as follows:

Particulars	March 31, 2019
Stock option fair value using Black - Scholes option pricing	41
Exercise price	10
Expected volatility (in %)	10%
Option life (in years)	2.5
Dividend yield (in %)	0%
Risk-free interest rate (in %)	8.00%

Movement in share options during the year

The following reconciles the share options outstanding at the beginning and at the end of the year:

Particulars	For the year ended March 31, 2020		For the year ended March 31, 2019	
	Number of equity shares	Weighted average exercise price	Number of equity shares	Weighted average exercise price
Balance at the beginning of the year	-	10.00	82,006	10.00
Exercised during the year	-	10.00	82,006	10.00
Balance at the end of the year	-	10.00	-	10.00
Option vested and outstanding at the end of year	-	10.00	-	10.00

B. Share option programme of the Company

The Company had approved share option program under which options were granted to Employees of the Company at the exercise price of Rs. 132/- (Face value - Rs. 10/-) to be vested from time to time on the basis of performance and other eligible criteria.

The inputs used in the measurement of grant date fair values are as follows:

Particulars	March 31, 2020	March 31, 2019
Stock option fair value using Black - Scholes option pricing	2 76.00	2 76.00
Exercise price	1 32.00	1 32.00
Expected volatility (in %)	10%	10%
Option life (in years)	0	0.64
Dividend yield (in %)	0%	0%
Risk-free interest rate (in %)	8.33%	8.33%

Notes to the Financial Statements for the year ended 31st March, 2020

Movement in share options during the year

The following reconciles the share options outstanding at the beginning and at the end of the year:

Particulars	For the year ended March 31, 2020		For the year ended March 31, 2019	
	Number of equity shares	Weighted average exercise price	Number of equity shares	Weighted average exercise price
Balance at the beginning of the year	55,609	1 32.00	174,054	1 32.00
Exercised during the year	35,474	1 32.00	79,000	1 32.00
Forfeited during the year	20,135	1 32.00	39,445	1 32.00
Expired during the year	-	1 32.00	-	1 32.00
Balance at the end of the year	-	1 32.00	55,609	1 32.00
Option vested during the year	-	1 32.00	66,135	1 32.00
Option vested and outstanding at the end of year	-	1 32.00	46,159	1 32.00

C. Share option programme of the erstwhile Holding Company

The erstwhile Holding Company had approved share option program under which options were granted to Employees of the Company at the exercise price of Rs. 427.20/- (Face value - Rs. 10/-) to be vested from time to time on the basis of performance and other eligible criteria.

The inputs used in the measurement of grant date fair values are as follows:

Particulars	March 31, 2020	March 31, 2019
Stock option fair value using Black - Scholes option pricing	3 35.87	3 35.87
Exercise price	4 27.00	4 27.00
Expected volatility (in %)	10%	10%
Option life (in years)	0.01	0.01
Dividend yield (in %)	0%	0%
Risk-free interest rate (in %)	8.33%	8.33%

Movement in share options during the year

The following reconciles the share options outstanding at the beginning and at the end of the year:

Particulars	For the year ended March 31, 2020		For the year ended March 31, 2019	
	Number of equity shares	Weighted average exercise price	Number of equity shares	Weighted average exercise price
Balance at the beginning of the year	7,500	4 27.00	53,990	4 27.00
Forfeited during the year	7,500	4 27.00	46,490	4 27.0
Expired during the year	-	-	-	4 27.00
Balance at the end of the year	-	4 27.00	7,500	4 27.00
Option vested during the year	-	4 27.00	2,250	4 27.00
Option vested and outstanding at the end of year	-	4 27.00	7,500	4 27.00

Notes to the Financial Statements for the year ended 31st March, 2020

34 Related Parties Disclosures

As per Ind AS 24, the disclosures of transactions with the Related Parties are given below:

(i) **List of Related Parties where control exists and also Related Parties with whom transactions have taken place and relationships:**

Sr. No.	Name of the Related Parties	Relationship
1	Reliance Industries Limited	Ultimate Holding Company
2	Reliance Retail Ventures Limited (w.e.f. September 07,2018)	Holding Company
3	Genesis Colors Limited (till September 06,2018)	
4	Genesis Colors Limited (w.e.f. September 07,2018)	
5	Reliance Brands Limited (w.e.f. September 07, 2019)	Fellow Subsidiaries
6	Reliance Jio Infocomm Limited	
7	Reliance SMSL Limited	
8	GLF Lifestyle Brands Private Limited (w.e.f. September 07,2018)	Fellow Subsidiaries/Associates
9	Genesis La Mode Private Limited (w.e.f. September 07,2018)	
10	GML India Fashion Private Limited (w.e.f. September 07,2018)	
11	V& B Lifestyle India Private Limited	Joint Ventures
12	Canali India Private Limited	
13	Sanjay Kapoor	Key Managerial Personnel
14	R. N. Dinesh (till March 15, 2019)	
15	Vikram Dhingra (w.e.f. April 15,2019)	
16	Ankur Jain	

(ii) **Transactions during the year with Related Parties (excluding reimbursements):**

Sr. No.	Nature of Transactions						₹ Crores
		Ultimate Holding Company	Holding Company	Joint Venture	Fellow Subsidiaries/ Associates	Key Managerial Personnel	Total
1	Net unsecured loans taken/ (repaid)	-	-	-	17.68	-	17.68
		-	-	-	(9.44)	-	(9.44)
2	Net Loans and advances given/ (returned)	-	-	-	(3.77)	-	(3.77)
		-	-	-	24.73	-	24.73
3	Revenue from operations	0.24	-	2.89	19.34	-	22.47
		-	-	-	-	-	-
4	Other Income(Interest on ICD)	-	-	-	3.69	-	3.69
		-	-	-	1.83	-	1.83
5	Purchases	-	-	-	0.28	-	0.28
		-	-	-	-	-	-
6	Professional fees	-	-	-	12.86	-	12.86
		-	-	-	0.35	-	0.35
7	Store running expenses	-	-	-	0.52	-	0.52
		-	-	-	-	-	-
8	Telephone Expenses	-	-	-	-	-	-
		-	-	-	-	-	-
9	Rent Payable	-	-	-	-	-	-
		-	-	-	0.71	-	0.71
10	Interest cost	-	-	-	4.78	-	4.78
		-	-	-	4.34	-	4.34

Notes to the Financial Statements for the year ended 31st March, 2020

							₹ Crores
Sr. No.	Nature of Transactions	Ultimate Holding Company	Holding Company	Joint Venture	Fellow Subsidiaries/ Associates	Key Managerial Personnel	Total
11	Payment to Key Managerial Personnel	-	-	-	-	3.45	3.45
		-	-	-	-	2.59	2.59
12	Subscription to / (Sale of) Investments	-	-	-	-	-	-
		-	(53.42)	4.75	-	-	(48.67)
Balance as at 31st March, 2020							
13	Borrowings - Non-Current	-	-	-	54.60	-	54.60
		-	-	-	36.92	-	36.92
14	Loans - Non-Current	-	-	-	32.27	-	32.27
		-	-	-	36.04	-	36.04
15	Trade And Other Receivables	-	-	2.07	18.75	-	20.82
		-	-	-	0.24	-	0.24
16	Trade and other payables	-	-	(1.55)	10.45	-	8.90
		-	-	-	1.06	-	1.06

Figures in *italic* represents previous year's amount.

(iii) Disclosure in respect of Related Party transactions during the year:

					₹ Crores
Sr. No.	Particulars	Relationship	2019-20	2018-19	
1	Net unsecured loans taken/ (repaid)				
	GLF Lifestyle Brands Private Limited.	Fellow Subsidiary/Associate	(1.81)	(9.44)	
	Reliance Brands Limited	Fellow Subsidiary	19.49	-	
2	Net Loans and advances given/ (Returned)				
	Genesis La Mode Private Limited	Fellow Subsidiary/Associate	-	24.10	
	Genesis La Mode Private Limited	Fellow Subsidiary/Associate	(2.82)	(5.37)	
	GML India Fashion Private Limited	Fellow Subsidiary/Associate	(0.95)	6.00	
3	Revenue from operations				
	Sale of Services				
	GML India Fashion Private Limited	Fellow Subsidiary/Associate	2.53	-	
	GLF Lifestyle Brands Private Limited	Fellow Subsidiary/Associate	5.14	-	
	Genesis La Mode Private Limited	Fellow Subsidiary/Associate	6.90	-	
	Canali India Private Limited	Joint Venture	2.36	-	
	V&B Lifestyle India Pvt. Ltd	Joint Venture	0.53	-	
	Sale / (Sale Return) of Goods				
	Reliance Industries Limited	Ultimate Holding Company	0.24	-	
	Reliance Brands Limited	Fellow Subsidiary	4.11	-	
	Reliance Retail Limited	Fellow Subsidiary	1.41	-	
	GLF Lifestyle Brands Private Limited	Fellow Subsidiary/Associate	(0.75)	-	
4	Other Income				
	Genesis La Mode Private Limited	Fellow Subsidiary/Associate	3.18	1.61	
	GML India Fashion Private Limited	Fellow Subsidiary/Associate	0.51	0.22	
5	Purchases				
	Genesis Colors Limited	Fellow Subsidiary	0.03	-	
	Genesis La Mode Private Limited	Fellow Subsidiary/Associate	0.14	-	

Notes to the Financial Statements for the year ended 31st March, 2020

Sr. No.	Particulars	Relationship	₹ Crores	
			2019-20	2018-19
	GML India Fashion Private Limited	Fellow Subsidiary/Associate	0.11	-
	Canali India Private Limited	Joint Venture	-	-
6	Professional fees			
	Reliance Brands limited	Fellow Subsidiary	10.75	0.35
	Genesis Colors Limited	Fellow Subsidiary	2.11	-
7	Store running expenses			
	Reliance SMSL Limited	Fellow Subsidiary	0.52	-
8	Telephone Expenses			
	Reliance Jio Infocomm Limited	Fellow Subsidiary	-	-
9	Rent Payable			
	Reliance Brands Limited	Fellow Subsidiary	-	0.71
10	Interest cost			
	GLF Lifestyle Brands Private Limited.	Fellow Subsidiary/Associate	3.53	4.34
	Reliance Brands Limited	Fellow Subsidiary	4.78	-
11	Payment to Key Managerial Personnel			
	Sanjay Kapoor	Key Managerial Personnel	2.82	2.12
	R. N. Dinesh	Key Managerial Personnel	-	0.29
	Ankur Jain	Key Managerial Personnel	0.20	0.17
	Vikram Dhingra	Key Managerial Personnel	0.43	-
12	Subscription to / (sale of) Investment			
	Reliance Retail Ventures Limited	Holding Company	-	(53.42)
	V&B Lifestyle India Private Limited	Joint Venture	-	4.75

		₹ Crores	
		2019-20	2018-19
Compensation of Key Managerial Personnel			
i	Short-term benefits	3.37	2.52
ii	Post employment benefits	0.08	0.06
Total		3.45	2.58

(iv) Disclosure in respect of related party balances as at end of the year: ₹ Crores

Sr. No.	Particulars	Relationship	₹ Crores	
			2019-20	2018-19
1	Borrowings - Non-Current			
	Reliance Brands Limited	Fellow Subsidiary	19.49	-
	GLF Lifestyle Brands Private Limited.	Fellow Subsidiary/Associate	35.11	36.92
2	Loans - Non-Current			
	Genesis La Mode Private Limited	Fellow Subsidiary/Associate	27.22	30.04
	GML India Fashion Private Limited	Fellow Subsidiary/Associate	5.05	6.00

35 CSR Amount required to spent as per section 135 of the Companies Act, 2013 read with Schedule VII thereof by the Company during the year is ₹ Nil (previous year ₹ 0.008 Crores).

Expenditure related to Corporate Social Responsibility is ₹ Nil (previous year ₹ 0.008 Crores towards Health)

36 **Details of loan given, investment made and guarantee given covered u/s 186(4) of the Companies Act, 2013**

- Loan given and investment made are given under the respective heads.
- Corporate guarantees given by the Company in respect of loans as at 31st March' 2020.

Notes to the Financial Statements for the year ended 31st March, 2020

Sr. No	Particulars	As at 31st Mar' 2020	As at 31st Mar' 2019
1	Genesis La Mode Private Limited	-	27.00
2	GML India Fashion Private Limited	-	2.00

All the above Corporate Guarantees and loans have been given for business purpose.

37 The Company hold no interest in a jointly-controlled assets or operation. However, it holds interest in jointly controlled entity as follows:

Name of the company	Shareholding	Incorporated in
V&B Lifestyle India Private Limited	50%	India
Canali India Private Limited	49%	India

The Company's share in the aggregate amounts of assets, liabilities, income and expense of the above jointly controlled entity (as per respective unaudited financial statements available with the Company) is as under:

Particulars	2019-20	2018-19
Non-current assets	14.08	2.17
Current assets	29.12	26.39
Non-current liabilities	8.42	0.13
Current liabilities	11.63	5.76
Revenue	24.20	23.16
Expenses (including income tax)	23.72	22.13

38 IND AS 116:

Ind AS 116 is applicable to Company considering all the leases are cancellable only by the company as a lessee and the company's intent not to exercise the option to terminate the lease at any time considering the various economic incentive may not in its favour. Accordingly the company has recognised the lease assets and liabilities and given effect of lease accounting in the books of accounts for year 2019-20. Accordingly the Right to Use Assets, Lease liability are accounted as on 1st April 2019 onwards and effect during the year for Rent, Finance Cost and Depreciation are accounted as per the Ind AS 116.

39 The figures for the corresponding previous year have been regrouped / reclassified wherever necessary, to make them comparable.

40 The Financial statements were approved for issue by the Board of Directors on 27th April 2020.

As per our Report of even date

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm registration no: 117366W/W-100018

Manoj H. Dama
Partner

Mumbai
Dated: 27th April, 2020

For and on behalf of the Board

V. Subramaniam
Director

K. Sudarshan
Director

Sanjay Kapoor
Director

Ankur Jain
Company Secretary

Darshan Mehta
Director

V. Ramachandran
Director

Samirbhai Sheth
Director