BATLIBOI, PUROHIT & DARBARI
Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT

To The Members of Spencer's Retail Limited
(formerly known as RP-SG Retail Limited)

Opinion

We have audited the accompanying standalone financial statements of Spencer's Retail Limited (formerly known as RP-SG Retail Limited)("the Company"), which comprise the Balance Sheet as at 31st March 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 Actread 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 31stMarch 2019, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matters	How our audit addressed the key audit matter
<u>Impairment testing for Brand</u>	
The Company has an acquired brand as at 31st March 2019 assessed to be with indefinite life. As required by Ind AS, such	Our audit procedures included the following: • We evaluated the objectivity and

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Key audit matters	How our audit addressed the key audit matter
brand is tested for impairment every year as stated in the accounting policy note no 2.2(d) of the standalone financial statements. For this assessment, the Company engages a valuer to determine the recoverable value of brand using the discounted cash flow method of valuation, which is highly sensitive to changes in inputs used in valuation and involves judgment due to inherent uncertainty in the assumptions used for forecasting the future cash flows. Accordingly, impairment testing for brand is determined to be a key audit matter in our audit of the standalone financial statements.	competence of the external valuation specialist involved for such valuation and obtained confirmation of independence from them. • We discussed with the management the methodology and assumptions used in the valuation including, discount rates, expected growth rates and terminal growth rates. • We obtained suitable management representation on the projections of future cash flows and the various assumptions used in the valuation.
Provision for slow moving and obsolete inventories	
Significant judgement is required in assessing the appropriate level of provision required for slow moving and/or obsolete inventory. Such judgement includes management's expectations of forecasted inventory demand, product expiry dates, ageing of inventories and plans to dispose-off inventories. As a result, we consider the provisioning for slow moving and obsolete inventories to be a key audit matter in our audit of the standalone financial statements.	Our audit procedures included the following: • We assessed reasonableness of the allowance policy based on historical sales performance of the products, the outlook of the industry and expectations to sell aged inventories. • We tested, on sample basis, the ageing of the inventories and the computation of the obsolescence level. • We reviewed next year's budget to gain an understanding of the forecast inventory demand and inventories disposal plans for slow-moving/obsolete items to test that the provision for slow moving and obsolete inventories was reasonable.
Fair valuation of investment in subsidiary	
The Company carries its investment in a subsidiary at fair value through Other Comprehensive Income (FVTOCI). The Company engages a valuer to determine the fair value of such investment using the discounted cash flow method of valuation, which is highly sensitive to changes in inputs used in valuation and involves judgment due to inherent uncertainty in the assumptions used for forecasting the future cash flows. Accordingly, the fair valuation of investment in subsidiary Company is determined to be a key audit matter in our audit of the standalone financial statements.	Our audit procedures included the following: • We evaluated the objectivity and competence of the external valuation specialist involved for such valuation and obtained confirmation of independence from them. • We discussed with the management the methodology and assumptions used in the valuation including, discount rates, expected growth rates and terminal growth rates. • We obtained suitable management representation on the projections of future cash flows and the various assumptions used in the valuation.

We have determined that there are no other key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report and Management Discussion and Analysis Report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone 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 Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equityof 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 standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilityfor the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone financial statements.

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

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone 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 standalone financial statements.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our auditwe report, to the extent applicable that:

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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 Companyso 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 Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

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

e) On the basis of the written representations received from the directors as on 31st March 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2019from 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 B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014,as amended in our opinion and to the best of our information and according to the explanations given to us:
   i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - refer note 29 (b) to the standalone financial statements;
   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Batliboi, Purohit & Darbari
Chartered Accountants
Firm Registration Number: 303086E

Hemal Mehta
Partner
Membership number: 063404

BATLIBOI PUROHIT & DARBARI
7, Waterloo Street, Kolkata 700069
Chartered Accountants

Place: Kolkata
Date: 17th May 2019

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Companies (Auditor's report) Order, 2016 ('the Order') under sub-section (11) of section 143 of the Act

(i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) All fixed assets of the Company have been physically verified by the management during the year and no material discrepancies have been noticedon such verification. In our opinion, the frequency of verification is reasonable.

(c) According to the information and explanations given by the management, there are no immovable properties, included in property, plant and equipment of the company and accordingly, the requirements under paragraph 3(i)(c) of the Order are not applicable to the Company.

(ii) (a) The inventory has been physically verified by the Management during the year. In our opinion, thefrequency of verification is reasonable.

(b) The discrepancies noted on physical verification of inventory as compared to book records has been properly dealt with in the books of accounts and were not material.

(iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.

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

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year or did not had any unclaimed deposits at the beginning of the year and accordingly reporting under clause (v) of CARO 2016 is not applicable.

(vi) The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013.

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

(a) The Company has been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Goods and Service Tax, Customs Duty, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and Service Tax, Customs Duty,cess and other material statutory dues in arrears as at 31st March 2019 fora period of more than six months from the date they became payable.

(c) The dues of income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax and cess on account of any dispute, are as follows:

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Name of the Statute	Nature of dues	Amount (Rs. in Lakhs)	Period to which the amount relates	Forum where pending
Finance Act, 1994	Disallowance of CENVAT Credit	1,020.96	2008-09 to 2010-11	CESTAT, Chennai
State VAT / CST	Disallowance of Input Tax Credit	568.57	2009-10	Joint Commissioner of Sales Tax (Appeals)
State VAT / CST	Mismatch of Input Tax Credit	193.73	2013-14	Deputy Commissioner (Sales Tax)
State VAT / CST	Mismatch of Input Tax Credit	85.80	2010-11	WBCT Appellate & Revisional Board
State VAT / CST	Demand notice under section 3J	62.41	2004-05	Assistant Commissioner
Finance Act, 1994	Demand against concessionaire discount	60.62	2008-09	CESTAT, Chennai
Finance Act, 1994	Demand against concessionaire discount	50.57	2007-08	CESTAT, Chennai
State VAT / CST	Non submission of F Form and disputed turnover	31.52	2008-09, 2009-10 & 2010-11	DC Appeals
State VAT / CST	Demand on disputed stock transfer	29.57	2003-04	WBCT Appellate &Revisional Board
State VAT / CST	Tax demand on first point sales	25.32	2001-02	Appellate DC
State VAT / CST	Disallowance of Input Tax Credit	20.35	2011-12	DC Sales Tax (Appeals),
State VAT / CST	Non Submission of F Form and disputed turnover	13.27	2010-11	WBCT Appellate &Revisional Board
State VAT / CST	Disallowance of Input Tax Credit	7.17	2012-13	Joint Commissioner of Sales Tax (Appeals)
State VAT / CST	Classification dispute on articles	6.23	2010-11	Kerala State Appellate Authorities
State VAT / CST	Non submission of C Form	5.54	2010-11	Joint Commissioner of Sales Tax (Appeals)
State VAT / CST	Disallowance of input tax credit	5.50	2012-13	DC Appeals
State VAT / CST	Classification dispute on articles	4.68	2012-13	Deputy Commissioner (Appeals)
State VAT / CST	Disallowance of input tax credit	4.42	2009-10	Additional Commissioner (Appeals)
State VAT / CST	Classification dispute on articles	3.74	2013-14	Deputy Commissioner (Appeals)
State VAT / CST	Classification dispute on articles	2.02	2012-13	Additional Commissioner (Appeals)
State VAT / CST	Non submission of Form-JVAT 404	0.83	2014-15	Deputy Commissioner (Appeals)
State VAT / CST	Demand on single point tax	0.74	2003-04	AP State Appellate Authorities
State VAT / CST	Non submission of Form-JVAT 404	0.52	2013-14	Deputy Commissioner (Appeals)
State VAT / CST	Classification dispute on articles	0.46	2014-15	Deputy Commissioner (Appeals)
State VAT / CST	Mismatch of Input Tax Credit	0.12	2015-16	WBCT Appellate &Revisional Board

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(viii) The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause (viii) of CARO 2016 is not applicable to the Company.

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

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

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

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

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

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

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

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

For Batliboi, Purohit & Darbari
Chartered Accountants
Firm Registration Number: 303086E

BATLIBOI PUROHIT & DARBARI
7, Waterloo Street, Kolkata 700069
Chartered Accountants

Hemal Mehta
Partner
Membership number: 063404

Place: Kolkata
Date: 17th May 2019

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph (2f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

We have audited the internal financial controls over financial reporting of Spencer's Retail Limited(formerly known as RP-SG Retail Limited) ("the Company") as of 31st March 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

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

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

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

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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 31st March 2019, based on "the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Batliboi, Purohit & Darbari
Chartered Accountants
Firm Registration Number: 303086E

Hmehta

Hemal Mehta
Partner
Membership number: 063404

BATLIBOI PUROHIT & DARBARI
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Chartered Accountants

Place: Kolkata
Date: 17^{th} May 2019

Spencer's Retail Limited

(formerly known as RP-SG Retail Limited)

Standalone Balance Sheet as at 31st March 2019

	Note	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
ASSETS			
Non-current assets			
Property, plant and equipment	3	16,673.41	14,202.56
Capital work-in-progress		105.71	15.04
Intangible assets	4	9,179.66	9,187.09
Financial assets			
(i) Investments	6	6,719.79	5,503.74
(ii) Loans and deposits	10	3,362.17	2,974.82
(iii) Other financial assets	11	174.98	17,030.90
Non-current tax assets (net)		798.17	281.41
Other non-current assets	12	2,106.44	1,776.99
Total non-current assets		**39,120.33**	**50,972.55**
Current assets			
Inventories	5	26,982.13	24,249.13
Financial assets			
(i) Investments	6	983.39	-
(ii) Trade receivables	7	4,567.77	3,720.68
(iii) Cash and cash equivalents	8	2,802.52	1,928.13
(iv) Other bank balances	9	19,101.32	8,000.00
(v) Loans and deposits	10	-	0.93
(vi) Other financial assets	11	141.30	703.37
Other current assets	12	2,475.44	1,839.17
Total current assets		**57,053.87**	**40,441.41**
TOTAL ASSETS		**96,174.20**	**91,413.96**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	13	3,976.71	-
Equity share capital suspense	13	-	3,976.71
Other equity	14	55,673.08	55,022.31
Total equity		**59,649.79**	**58,999.02**
LIABILITIES			
Non-current liabilities			
Financial liabilities	15	85.47	78.04
Provisions	19	816.16	813.04
Total non-current liabilities		**901.63**	**891.08**
Current liabilities			
Financial liabilities			
(i) Trade payables	16		
- Total outstanding dues of Micro and small enterprises		67.50	-
- Total outstanding dues of creditors other than Micro and small enterprises		31,177.02	27,954.09
(ii) Other financial liabilities	17	2,110.73	1,362.72
Other current liabilities	18	846.42	710.80
Provisions	19	1,421.11	1,496.25
Total current liabilities		**35,622.78**	**31,523.86**
TOTAL EQUITY AND LIABILITIES		**96,174.20**	**91,413.96**

The accompanying notes form an integral part of these standalone financial statements.

This is the standalone balance sheet referred to in our report of even date.

For Batliboi, Purohit & Darbari
Chartered Accountants
Firm registration number - 303086E

Hemal Mehta
Partner
Membership number - 063404

BATLIBOI PUROHIT & DARBARI
7, Waterloo Street, Kolkata 700069
Chartered Accountants

Place : Kolkata
Date : 17th May 2019

For and on behalf of Board of Directors

Devendra Chawla
Chief Executive Officer and Managing Director
DIN: 03586196

Shashwat Goenka
Director
DIN: 03486121

Sanjiv Goenka
Chairman
DIN: 00074796

Rahul Nayak
Whole-time Director
DIN: 06491536

Rama Kant
Company Secretary

Arvind Kumar Vats
Chief Financial Officer

Place : Kolkata
Date : 17th May 2019

SPENCER'S RETAIL LIMITED

Spencer's Retail Limited
(formerly known as RP-SG Retail Limited)

Standalone Statement of Profit and Loss for the year ended 31st March 2019

	Note	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Income			
Revenue from operations	20	2,18,718.58	1,04,285.96
Other income	21	2,778.92	894.97
Total (I)		**2,21,497.50**	**1,05,180.93**
Expenses			
Purchases of stock-in-trade		1,74,079.09	83,929.59
Cost of raw materials consumed	22	687.07	475.93
Changes in inventories of stock-in-trade and finished goods	23	(2,500.33)	(659.65)
Employee benefits expense	24	14,208.14	7,209.37
Other expenses	25	30,851.30	13,287.78
Total (II)		**2,17,325.27**	**1,04,243.02**
Earnings before interest, tax, depreciation and amortisation (EBITDA) [(I)-(II)]		**4,172.23**	**937.91**
Depreciation and amortisation	26	2,454.86	1,468.14
Finance costs	27	744.65	379.92
Profit / (loss) before tax (III)		**972.72**	**(910.15)**
Tax expense			
Current tax - minimum alternative tax		178.52	-
Profit / (loss) for the period (IV)		**794.20**	**(910.15)**
Other Comprehensive Income			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement of defined benefit plans [net of tax of ₹ 37.18 Lakhs (previous period : Nil)]		(143.43)	(32.77)
Other Comprehensive Income for the period (V)		**(143.43)**	**(32.77)**
Total Comprehensive Income for the period [(IV)+(V)]		**650.77**	**(942.92)**
Earnings per share - Basic and Diluted [Nominal value per equity share ₹ 5 (31st March 2018: ₹ 5)]	28	**1.00**	**(2.62)**

The accompanying notes form an integral part of these standalone financial statements.

This is the standalone statement of profit and loss referred to in our report of even date.

For Batliboi, Purohit & Darbari
Chartered Accountants
Firm registration number - 303086E

Hemal Mehta
Partner
Membership number - 063404

BATLIBOI PUROHIT & DARBARI
7, Waterloo Street, Kolkata 700069
Chartered Accountants

Place : Kolkata
Date : 17th May 2019

For and on behalf of Board of Directors

Devendra Chawla
Chief Executive Officer and Managing Director
DIN: 03586196

Shashwat Goenka
Director
DIN: 03486121

Sanjiv Goenka
Chairman
DIN: 00074796

Rahul Nayak
Whole-time Director
DIN: 06491536

Rama Kant
Company Secretary

Arvind Kumar Vats
Chief Financial Officer

Place : Kolkata
Date : 17th May 2019

SPENCER'S RETAIL LIMITED

Spencer's Retail Limited
(formerly known as RP-SG Retail Limited)
Standalone Statement of Changes in Equity for the year ended 31st March 2019

A. Equity share capital

	31st March 2019		31st March 2018	
	No. of shares	₹ in lakhs	No. of shares	₹ in lakhs
Balance at the beginning of the period	-	-	50,000	5.00
Equity shares cancelled pursuant to the Scheme (refer note 39)	-	-	(50,000)	(5.00)
Equity shares allotted pursuant to the Scheme (refer note 39)	79,534,226	3,976.71	-	-
Balance at the end of the period	**79,534,226**	**3,976.71**	**-**	**-**

B. Equity share capital suspense

	31st March 2019		31st March 2018	
	No. of shares	₹ in lakhs	No. of shares	₹ in lakhs
Balance at the beginning of the period	79,534,226	3,976.71	-	-
Equity share capital pending for allotment	-	-	79,534,226	3,976.71
Equity shares allotted pursuant to the Scheme (refer note 39)	(79,534,226)	(3,976.71)	-	-
Balance at the end of the period	**-**	**-**	**79,534,226**	**3,976.71**

C. Other equity

	Reserves and Surplus		Total
	Capital reserve	Retained earnings	
	₹ in lakhs	₹ in lakhs	₹ in lakhs
Balance as at 8th February 2017	-	-	-
Arisen pursuant to the Scheme (refer note 39)	55,965.23	-	55,965.23
Loss for the period	-	(910.15)	(910.15)
Remeasurement of defined benefit plans	-	(32.77)	(32.77)
Balance as at 31st March 2018	**55,965.23**	**(942.92)**	**55,022.31**
Profit for the year	-	794.20	794.20
Remeasurement of defined benefit plans	-	(143.43)	(143.43)
Balance as at 31st March 2019	**55,965.23**	**(292.15)**	**55,673.08**

The accompanying notes form an integral part of these standalone financial statements.

This is the standalone statement of changes in equity referred to in our report of even date.

For Batliboi, Purohit & Darbari
Chartered Accountants
Firm registration number - 303086E

Hemal Mehta
Partner
Membership number - 063404

For and on behalf of Board of Directors

Devendra Chawla
Chief Executive Officer
and Managing Director
DIN: 03586196

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SPENCER'S RETAIL LIMITED

Spencer's Retail Limited

(formerly known as RP-SG Retail Limited)

Standalone Cash Flow Statement for the year ended 31st March 2019

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
OPERATING ACTIVITIES		
Profit / (loss) before tax	**972.72**	**(910.15)**
Adjustments :		
Depreciation and amortisation	2,454.86	1,468.14
Provision for bad and doubtful debts	94.24	84.11
Provision for decommissioning liability	53.62	5.32
Provision for obsolete stocks	222.71	246.84
Interest expense	44.82	21.06
Fair value gain on investments	(247.04)	-
Gain on sale of investments	(100.92)	(62.41)
Interest income	(1,824.52)	(809.20)
Net (gain) / loss on sale of property, plant and equipment	(27.28)	3.48
Cash generated from operations before working capital changes	**1,643.22**	**47.19**
Working capital changes:		
(Increase) in inventories	(2,955.71)	(643.14)
(Increase) / decrease in trade receivables	(941.33)	184.36
(Increase) / decrease in loans and deposits	(386.42)	181.98
Decrease in other financial assets	215.85	1,139.88
(Increase) in other assets	(1,636.09)	(134.76)
Increase / (decrease) in trade payables	3,290.43	(1,597.67)
Increase / (decrease) in financial liabilities	189.23	(3,344.56)
Increase / (decrease) in other current liabilities	135.62	(47.76)
(Decrease) in provisions	(304.61)	(69.98)
Net cash used in operating activities (A)	**(749.81)**	**(4,284.46)**
INVESTING ACTIVITIES		
Purchase of property, plant and equipments, including intangible assets, capital work in progress and capital advances	(4,504.70)	(632.64)
Proceeds from sale of property, plant and equipments	64.32	8.45
Investment in subsidiary company	(625.00)	(4,818.57)
Investments in alternative investment fund	(375.00)	(375.00)
Proceeds from redemption of alternative investment fund	29.06	-
Purchase of mutual fund units	(18,418.07)	(15,355.29)
Proceeds from sale of mutual fund units	17,537.53	15,962.40
Investments in bank deposits	(34,424.80)	(59,985.59)
Redemption / maturity of bank deposits	40,333.11	40,995.77
Interest received	2,017.03	560.19
Net cash flow from / (used in) investing activities (B)	**1,633.48**	**(23,640.28)**
FINANCING ACTIVITIES		
Proceeds from issue of share capital	-	5.00
Setoff / proceeds / (repayment) from short-term borrowings (net)	-	8,210.57
Interest paid	(9.28)	(18.81)
Net cash (used in) / flow from financing activities (C)	**(9.28)**	**8,196.76**
Net increase / (decrease) in Cash and Cash equivalents (A+B+C)	**874.39**	**(19,727.98)**
Cash and cash equivalents acquired pursuant to the Scheme (refer note 39)	-	21,656.11
Cash and cash equivalents at the beginning of the period	1,928.13	-
Cash and cash equivalents at the end of the period	**2,802.52**	**1,928.13**
Components of cash and cash equivalents :		
Balance with banks in current accounts	1,360.80	1,156.16
Balance with credit card, e-wallet companies and others	777.31	405.99
Cash on hand	664.41	365.98
Total cash and cash equivalents (refer note 8)	**2,802.52**	**1,928.13**

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SPENCER'S RETAIL LIMITED

Spencer's Retail Limited
(formerly known as RP-SG Retail Limited)
Standalone Cash Flow Statement for the year ended 31st March 2019

Change in liability arising from financing activities :

Particulars	As at 1st April 2018	Cash flows	Non-cash changes	As at 31st March 2019
Financial liabilities	78.04	-	7.43	85.47

The accompanying notes form an integral part of these standalone financial statements.

This is the standalone cash flow statement referred to in our report of even date.

For Batliboi, Purohit & Darbari
Chartered Accountants
Firm registration number - 303086E

Hemal Mehta
Partner
Membership number - 063404

Place : Kolkata
Date : 17th May 2019

For and on behalf of Board of Directors

Devendra Chawla
Chief Executive Officer and Managing Director
DIN: 03586196

Shashwat Goenka
Director
DIN: 03486121

Sanjiv Goenka
Chairman
DIN: 00074796

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Whole-time Director
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Rama Kant
Company Secretary

Arvind Kumar Vats
Chief Financial Officer

Place : Kolkata
Date : 17th May 2019

BATLIBOI PUROHIT & DARBARI
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Chartered Accountants

SPENCER'S RETAIL LIMITED

1. Corporate Information

Spencer's Retail Limited (formerly known as RP-SG Retail Limited) ("the Company") is a public limited company incorporated under the provisions of the Companies Act, 2013 ("the Act") under the corporate identity number L74999WB2017PLC219355 having its registered office at Duncan House, 31, Netaji Subhas Road, Kolkata - 700001. The name of the Company was changed from "RP-SG Retail Limited" to "Spencer's Retail Limited" vide certificate of incorporation pursuant to change of name issued by the Registrar of Companies, Kolkata dated 13th December 2018.

The Company is primarily engaged in developing, conducting, investing and promoting organised retail and operates departmental and neighbourhood stores under various formats across the country.

2.1 Basis of preparation

(a) Statement of compliance

These standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") as per the Companies (Indian Accounting Standards) Rules 2015, as amended, notified under Section 133 and other relevant provisions of the Act.

These standalone financial statements of the Company for the year ended 31st March 2019 were approved by the Board of Directors in their meeting held on 17th May 2019.

(b) Basis of measurement

The standalone financial statements have been prepared on a historical cost basis, except for certain assets and liabilities which had been measured at fair value (refer accounting policy regarding financial instruments).

(c) Functional and presentation currency

These standalone financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts have been rounded off to the nearest lakhs, unless otherwise indicated.

(d) Use of estimates and judgements

The preparation of these standalone financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, incomes, expenses and the accompanying disclosures in the standalone financial statement. Uncertainity about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabities affected in future periods. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

(i) Useful life and residual value of property, plant and equipment and intangible assets - Note 3 & 4
(ii) Determining the fair values of investments - Note 6
(iii) Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources - Note 19 & 29.(b)
(iv) Measurement of defined benefit obligations: key actuarial assumptions - Note 35.
(v) Impairment of financial assets: key assumptions used in estimating recoverable cash flows - Note 37.
(vi) Non recognition of deferred tax assets - Note 33.

2.2 Significant accounting policies

(a) Current and non-current classification

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III of the Act. Based on the nature of products and the time between the acquisition of the assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as upto 12 months for the purpose of current/non-current classification of assets and liabilities.

(b) Foreign currency transactions

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate prevailing at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of initial transaction. Exchange differences are recognised in the Statement of Profit and Loss in the period in which they arise.

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SPENCER'S RETAIL LIMITED

(c) Property, plant and equipment [PPE]

(i) Recognition and measurement

Items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any.

The cost of an item of property, plant and equipment comprises its purchase price inclusive of duties, taxes, after deducting trade discounts and rebates, incidental expenses, erection/ commissioning expenses, borrowing cost, any directly attributable cost of bringing the item to its working condition for its intended use and costs of dismantling and removing the item and restoring the site on which it is located.

Expenditure incurred in setting up of stores are capitalised as a part of leasehold improvements. The present value of the expected cost to be incurred on removal of assets at the time of store closure is included in the cost of leasehold improvements. Expenditure in respect of improvements, etc. carried out at the rented / leased premises are capitalised and depreciated over the initial period of lease or useful life of assets, whichever is lower.

A fixed asset is eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal. Any gain or loss on disposal of an item of property, plant and equipment is recognised in Statement of Profit and Loss.

Property, plant and equipment under construction are disclosed as Capital work-in- progress.

(ii) Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight line method to allocate their cost, net of their residual values on the basis of useful lives prescribed in Schedule II to the Act and based on management's estimate of useful lives. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Depreciation is calculated on a straight line basis using the rates arrived based on the useful lives estimated by the management, which are as follows:

Class of assets	**Management estimate of useful life**
Computer hardwares	3 to 6 years
Furniture and fixtures	3 to 15 years
Vehicles	5 years
Office equipments	5 years
Plant and machineries	15 to 25 years

The carrying amount of assets is reviewed at each balance sheet date, to determine if there is any indication of impairment based on the internal/external factors. An impairment loss is recognized wherever the carrying amount of assets exceeds its recoverable amount which is the greater of net selling price and value in use of the respective assets. In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and risk specific to the asset. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

(iii) Capital work-in-progress (CWIP)

Capital work-in-progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date. Directly attributable expenditure incurred on project under implementation are treated as pre-operative expenses pending allocation to the asset and are shown under CWIP.

(d) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost, which includes purchase price and any cost directly attributable to bringing the asset to the conditions necessary for it to be capable of operating in the manner intended by management. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

All relatable expenditure incurred with respect to developing designs which are capable of being used for more than one season are capitalised and amortised over the useful period of the design.

The useful lives of intangible assets are assessed as either finite or indefinite. Finite life intangible assets are amortised on a straight-line basis over the period of their expected useful lives. Estimated useful lives by major class of finite-life intangible assets are as follows:

Class of assets	**Management estimate of useful life**
Computer softwares	6 years
Know-how and licenses	10 years
Designs	3 years

The amortisation period and the amortisation method for finite life intangible assets is reviewed at each financial year end and adjusted prospectively, if appropriate. For indefinite life intangible assets, the assessment of indefinite life is reviewed annually to determine whether it continues, if not, it is impaired or changed prospectively basis revised estimates. The Company has considered infinite life for acquired brand.

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SPENCER'S RETAIL LIMITED

(e) Inventories

Traded goods, finished goods and packing materials are valued at lower of cost and net realisable value. Cost of inventories comprise costs of purchase, conversion costs and other costs incurred in bringing the inventories to their present condition and location Cost is determined under moving weighted average method. Costs of purchased inventory are determined after deducting rebates and discounts.

Raw materials are valued at lower of cost and net realisable value. However, materials held for use in production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on a weighted average basis.

Obsolete, slow moving and damaged stock is valued at lower of cost less provision and net realisable value. Such inventories are identified from time to time and where necessary a provision is made for such inventories.

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

(f) Financial instruments

(i) Financial Assets

The financial assets are classified in the following categories :

- financial assets measured at amortised cost,
- financial assets measured at fair value through profit and loss, and
- investment in equity instruments

The classification of financial assets depends on the Company's business model for managing financial assets and the contractual terms of the cash flow. At initial recognition, the financial assets are measured at its fair value.

Financial assets measured at amortised cost - Assets that are held for collection of contractual cash flows and where those cash flows represent solely payments of principal and interest are measured at amortised cost. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate method. The losses arising from impairment, if any, are recognised in the Statement of Profit or Loss.

Financial instruments measured at fair value through profit and loss - Financial instruments included within fair value through profit and loss category are measured initially as well as at each reporting period at fair value plus transaction costs as applicable. Fair value movements are recorded in the Statement of Profit and Loss. Investments in units of mutual funds are accounted for at fair value and the changes in fair value are recognised in the Statement of Profit and Loss.

Investment in equity Instruments - Equity investments in scope of Ind AS 109 are measured at fair value. At initial recognition, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI.

Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

(ii) Financial Liabilities

Financial liabilities are measured at amortised cost using the effective interest rate method. For trade and other payables maturing within one year from the balance sheet date, the carrying amount approximates fair value to short-term maturity of these instruments. A financial liability (or a part of financial liability) is de-recognised from Company's balance sheet when obligation specified in the contract is discharged or cancelled or expired.

(iii) Offsetting financial instruments

Financial assets and liabilities are off set and the net amount is reported in the balance sheet where there is a legally enforceable right to off set the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events.

(g) Cash and cash equivalents

Cash and cash equivalent comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

(h) Employee benefits

(i) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as and when the related services are provided. A liability is recognised for the amount expected to be paid, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the amount of obligation can be estimated reliably.

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SPENCER'S RETAIL LIMITED

(ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays a fixed contribution and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to provident and superannuation fund are recognised as an employee benefit expense in Statement of Profit and Loss when the contributions to the respective funds are due.

(iii) Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

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

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses due to experience adjustments, changes in actuarial assumptions and the return on plan assets (excluding interest) are recognised in Other comprehensive income (OCI). Net interest expense and other expenses related to defined benefit plans are recognised in Statement of Profit and Loss.

(iv) Compensated absences

The employees of the Company are entitled to compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is measured on the basis of an annual independent actuarial valuation using the projected unit credit method, for the unused entitlement that has accumulated as at the balance sheet date. Non-accumulating compensated absences are recognised in the period in which the absences occur.

(i) Provisions (other than for employee benefits)

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. The amount recognised as a provision is the best estimate of the expenditure required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation.

In an event when the time value of money is material, the provision is carried at the present value of the cash flows estimated to settle the obligation.

(j) Contingent liabilities

A contingent liability is a possible obligation that arises from a past event, with the resolution of the contingency dependent on uncertain future events, or a present obligation where no outflow is possible. Major contingent liabilities are disclosed in the financial statements unless the possibility of an outflow of economic resources is remote.

(k) 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 to which the Company expects to be entitled in exchange for those goods or services.

The following specific recognition criteria must also be met before revenue is recognised :

Sale of goods

Revenue recognised from the sale of products is measured at the fair value of the consideration received or receivable, net of returns and trade discounts. The Company collects Goods and Service Tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Company. Accordingly, they are excluded from revenue.

Where the Company is the principal in the transaction, the sales are recorded at their gross values. Where the Company is effectively the agent in the transaction, the cost of the merchandise is disclosed as a deduction from the gross value.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated.

The Company has contracts with concessionaire whereby it facilitates in the sale of products of these concessionaires. Thus, the Company is an agent and records revenue at the net amount that it retains for its agency services.

Any amounts received from merchandiser for which the Company does not provide any distinct good or service are considered as a reduction of purchase costs.

Other operating revenue

Other operating revenue mainly represents recoveries made on account of advertisement for use of space by the customers and other expenses charged from suppliers and are recognised and recorded based on the arrangements with concerned parties.

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SPENCER'S RETAIL LIMITED

(l) Interest income

Interest income is recongnised based on time proportion basis considering the amount outstanding and using the effective interest rate (EIR). Interest income is included as other income in the Statement of Profit and Loss.

(m) Expenses

All expenses are accounted for on accrual basis.

(n) Leases

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease. All other leases are operating lease. Operating lease payments as per terms of the agreement are recognised as an expense in the Statement of Profit and Loss representing the time pattern of benefit to the Company as per specific lease terms.

(o) Income tax

(i) Current tax

Current income tax is measured at the amount expected to be paid, if any to the tax authorities in accordance with Indian Income Tax Act, 1961. Management periodically evaluates positions taken in the tax returns vis-a-vis positions taken in books of account, which are subject to interpretation, and creates provisions where appropriate.

(ii) Deferred tax

Deferred tax is provided on temporary differences between the tax bases and accounting bases of assets and liabilities at the tax rates and laws that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilised. The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

For items recognised in OCI or equity, deferred / current tax is also recognised in OCI or equity.

(p) Business combination

Business combination involving entities or businesses under common control are accounted for using the pooling of interest method whereby the assets and liabilities of the combining entities / business are reflected at their carrying value and necessary adjustments, if any, have been given effect to as per the scheme approved by National Company Law Tribunal.

(q) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(r) Measurement of EBITDA

The Company has elected to present earnings before interest, tax expenses, depreciation and amortization expenses (EBITDA) as a separate line item on the face of the Statement of Profit and Loss.

(s) Standards issued but not yet effective

The Ministry of Corporate Affairs (MCA) has notified Ind AS 116 - Leases in March 2019 which replaces the existing Ind AS 17. The amendment came into force from accounting period commencing on or after 1st April 2019. The Company is in the process of assessing the possible impact of Ind AS 116 - Leases and will adopt the amendments on the required effective date.

(t) Changes in accounting policies and disclosures due to new and amended standards

Ind AS 115 - Revenue from Contracts with Customers was issued on 28 March 2018 and supersedes Ind AS 18. The Company has adopted Ind AS 115 using the modified retrospective approach. The nature and effect of the changes as a result of adoption of Ind AS 115 are described in note 31.

Following are the other amendments and interpretations issued for the year ended 31st March 2019, but either are not applicable to the Company or does not have a material impact on these standalone financial statements of the Company :

- Amendments to Ind AS 12 - Income taxes
- Appendix B to Ind AS 21 - Foreign currency transactions and advance considetaion
- Amendments to Ind AS 28 - Investments in associates and joint ventures
- Amendment to Ind AS 38 - Intangible asset
- Amendments to Ind AS 40 - Investment property

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SPENCER'S RETAIL LIMITED

3. Property, plant and equipment

₹ in lakhs

	Leasehold improvements	Plant and machineries	Computer hardwares	Vehicles	Furniture and fixtures	Office equipments	Total
Gross carrying amount							
As at 8th February 2017	-	-	-	-	-	-	-
Acquired pursuant to the Scheme (refer note 39)	9,098.25	4,199.80	1,514.48	22.96	6,433.70	131.97	21,401.16
Additions during the period	6.45	183.79	207.73	-	96.27	4.60	498.84
Disposals during the period	174.84	13.22	8.72	3.41	29.59	0.34	230.12
As at 31st March 2018	**8,929.86**	**4,370.37**	**1,713.49**	**19.55**	**6,500.38**	**136.23**	**21,669.88**
Additions during the year	1,985.01	941.32	459.62	-	1,361.34	8.26	4,755.55
Disposals during the year	36.12	56.48	6.67	-	173.93	-	273.20
As at 31st March 2019	**10,878.75**	**5,255.21**	**2,166.44**	**19.55**	**7,687.79**	**144.49**	**26,152.23**
Accumulated depreciation							
As at 8th February 2017	-	-	-	-	-	-	-
Acquired pursuant to the Scheme (refer note 39)	2,135.98	901.45	922.74	13.40	2,326.77	20.00	6,320.34
Depreciation for the period (refer note 26)	433.49	234.64	175.77	8.23	502.86	7.16	1,362.15
Disposals for the period	174.84	11.85	6.17	3.41	18.66	0.24	215.17
As at 31st March 2018	**2,394.63**	**1,124.24**	**1,092.34**	**18.22**	**2,810.97**	**26.92**	**7,467.32**
Depreciation for the year (refer note 26)	725.43	497.39	313.44	0.51	696.15	14.73	2,247.65
Disposals for the year	32.80	48.89	3.56	-	150.90	-	236.16
As at 31st March 2019	**3,087.26**	**1,572.74**	**1,402.22**	**18.73**	**3,356.22**	**41.65**	**9,478.82**
Net carrying amount							
As at 31st March 2018	**6,535.23**	**3,246.13**	**621.15**	**1.33**	**3,689.41**	**109.31**	**14,202.56**
As at 31st March 2019	**7,791.49**	**3,682.47**	**764.22**	**0.82**	**4,331.57**	**102.84**	**16,673.41**

4. Intangible assets

₹ in lakhs

	Computer softwares	Know-how and licenses	Designs	Brand *	Total
Gross carrying amount					
As at 8th February 2017	-	-	-	-	-
Acquired pursuant to the Scheme (refer note 39)	758.10	295.05	-	8,625.00	9,678.15
Additions during the period	52.31	-	-	-	52.31
Disposals during the period	2.47	-	-	-	2.47
As at 31st March 2018	**807.94**	**295.05**	-	**8,625.00**	**9,727.99**
Additions during the year	83.05	-	116.73		199.78
Disposals during the year	-	-	-	-	-
As at 31st March 2019	**890.99**	**295.05**	**116.73**	**8,625.00**	**9,927.77**
Accumulated amortisation					
As at 8th February 2017	-	-	-	-	-
Acquired pursuant to the Scheme (refer note 39)	286.59	150.67	-	-	437.26
Amortisation for the period (refer note 26)	78.63	27.36	-	-	105.99
Disposals for the period	2.35	-	-	-	2.35
As at 31st March 2018	**362.87**	**178.03**	-	-	**540.90**
Amortisation for the year (refer note 26)	128.98	54.67	23.56	-	207.21
Disposals for the year	-	-	-	-	-
As at 31st March 2019	**491.85**	**232.70**	**23.56**	-	**748.11**
Net carrying amount					
As at 31st March 2018	**445.07**	**117.02**	-	**8,625.00**	**9,187.09**
As at 31st March 2019	**399.14**	**62.35**	**93.17**	**8,625.00**	**9,179.66**

* Brand has been considered of having an indefinite useful life taking into account that there are no technical, technological or commercial risks of obsolescence or limitations under contract or law. The indefinite life intangible assets are tested for impairment annually.

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5. Inventories

(at lower of cost and net realisable value)

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Raw materials	78.01	79.29
Finished goods	36.85	18.50
Stock-in-trade	27,055.88	24,573.90
Packing materials	309.83	298.59
	27,480.57	24,970.28
Provision for obsolete stock :		
- stock-in-trade	(488.80)	(694.28)
- packing materials	(9.64)	(26.87)
	(498.44)	(721.15)
	26,982.13	**24,249.13**

6. Investments

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Non-current		
Unquoted		
Investments in equity instruments (at FVTOCI)		
Subsidiary :		
Omnipresent Retail India Private Limited : 45,296,569 equity shares (31st March 2018: 39,046,579 equity shares) of ₹ 10 each, fully paid up	5,443.58	4,818.58
Others :		
Retailer's Association of India: 10,000 equity shares (31st March 2018: 10,000 equity shares) of ₹ 10 each, fully paid up	1.00	1.00
Investment in Alternative Investment Fund (at FVTPL)		
Fireside Ventures Investment Fund : 1,104.696 units (31st March 2018: 750 units) of face value ₹ 100,000 each	1,275.21	684.16
	6,719.79	**5,503.74**
Current		
Quoted		
Investment in mutual fund (at FVTPL)		
IDFC Ultra Short Term Fund - Direct Plan - Growth: 9,272,911.6340 units (31st March 2018: Nil) of ₹ 10.6050 each	983.39	-
	983.39	**-**
Aggregate amount of quoted investment and market value thereof	983.39	-
Aggregate value of unquoted investments	6,719.79	5,503.74

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7. Trade receivables

(Unsecured)

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Considered good	4,567.77	3,720.68
Credit impaired	175.74	81.50
	4,743.51	3,802.18
Less: allowance for credit impaired receivable	(175.74)	(81.50)
	4,567.77	**3,720.68**

Refer note 36 for receivables from related parties.

8. Cash and cash equivalents

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Balance with banks in current accounts	1,360.80	1,156.16
Balance with credit card, e-wallet companies and others	777.31	405.99
Cash on hand	664.41	365.98
	2,802.52	**1,928.13**

9. Other bank balances

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Bank deposits with original maturity of more than 3 months and less than 12 months	19,101.32	8,000.00
	19,101.32	**8,000.00**

10. Loans and deposits

(Unsecured)

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Non-current		
Deposits		
- Considered good	3,362.17	2,974.82
- Significant increase in credit risk	13.42	13.95
- Credit impaired	131.99	131.99
	3,507.58	3,120.76
Impairment allowance:		
- Significant increase in credit risk	(13.42)	(13.95)
- Credit impaired	(131.99)	(131.99)
	(145.41)	(145.94)
	3,362.17	**2,974.82**
Current		
Deposits	-	0.93
	-	**0.93**

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11. Other financial assets

(Secured and considered good)

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Non-current		
Bank deposits with original maturity for more than 12 months	-	15,300.00
Margin money deposit *	171.06	1,640.88
Interest accrued on bank deposits	2.79	89.81
Advances to employees	1.13	0.21
	174.98	**17,030.90**
Current		
Bank deposits with original maturity for more than 12 months	-	239.81
Interest accrued on bank deposits	17.33	122.82
Advances to employees	39.83	40.35
Other receivables	84.14	300.39
	141.30	**703.37**

* Margin money deposit of ₹ 171.06 Lakhs (31st March 2018: ₹ 1,640.88 Lakhs) are encumbered with banks against bank guarantees and overdraft facilities.

12. Other assets

(Unsecured)

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Non-current		
Capital advances		
- Considered good	39.48	14.57
- Credit impaired	3.54	3.54
	43.02	18.11
- Less: allowance for credit impaired advances	(3.54)	(3.54)
	39.48	14.57
Advances other than capital advances :		
Prepaid expenses	2,032.24	1,731.39
Deposits for claims and tax disputes	34.72	31.03
	2,106.44	**1,776.99**
Current		
Advances recoverable in cash or in kind	650.30	325.09
Prepaid expenses	1,066.39	655.37
Balance with statutory / government authorities	758.75	858.71
	2,475.44	**1,839.17**

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13. Equity share capital

	As at 31st March 2019		As at 31st March 2018	
	No. of shares	₹ in lakhs	No. of shares	₹ in lakhs
Authorised:				
Equity shares of ₹ 5 each	2,990,100,000	149,505.00	2,990,100,000	149,505.00
Preference shares of ₹ 100 each *	500,000	500.00	500,000	500.00
	2,990,600,000	**150,005.00**	**2,990,600,000**	**150,005.00**
Issued, subscribed and fully paid-up:				
Equity shares of ₹ 5 each	79,534,226	3,976.71	-	-
	79,534,226	**3,976.71**	**-**	**-**
Equity share capital suspense				
Equity shares of ₹ 5 each to be issued pursuant to the Scheme and pending for allotment (refer note 39)	-	-	79,534,226	3,976.71
	-	**-**	**79,534,226**	**3,976.71**

* 500,000 0.01% non-cummulative non-convertible redeemable preference shares of ₹ 100 each issued are classified as financial liability (refer note 15).

(a) Reconciliation of the shares outstanding at the beginning and at the end of the period:

	As at 31st March 2019		As at 31st March 2018	
	No. of shares	₹ in lakhs	No. of shares	₹ in lakhs
Equity shares				
At the beginning of the period	-	-	50,000	5.00
Equity shares cancelled pursuant to the Scheme (refer note 39)	-	-	(50,000)	(5.00)
Equity shares issued pursuant to the Scheme (refer note 39)	79,534,226	3,976.71	-	-
At the end of the period	**79,534,226**	**3,976.71**	**-**	**-**

Note :

(i) In terms of the Scheme, the paid up equity share capital of ₹ 5 lakhs pertaining to the period prior to the Appointed date i.e. 1st October 2017 stands cancelled and reduced (refer note 39).

(ii) 79,534,226 equity shares of ₹ 5 each amounting to ₹ 3,976.71 Lakhs is the equity share capital of the Company effective from 1st October 2017 post restructuring. The aforesaid shares were pending allotment as on 31st March 2018 and hence have been disclosed as equity share capital suspense. On 14th November 2018, the equity shares were issued and since transferred to equity share capital.

(b) Rights, preferences and restrictions attached to equity shares:

The Company has only one class of equity shares having a par value of ₹ 5 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Particulars of shareholders holding more than 5% shares of fully paid up equity shares:

	As at 31st March 2019		As at 31st March 2018	
	No. of shares	%	No. of shares	%
Rainbow Investments Limited	38,032,979	47.82%	-	-

In terms of the Scheme, the paid up equity share capital of ₹ 5 Lakhs held by the erstwhile holding company stands cancelled (refer note 39).

(d) Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting date:

	Year ended 31st March 2019	Year ended 31st March 2018	Year ended 31st March 2017
Equity shares of ₹ 5 each allotted as fully paid-up pursuant to the Scheme (refer note 39)	3,976.71	-	-
Preference shares of ₹ 100 each allotted as fully paid-up pursuant to the Scheme (refer note 39)	85.47	-	-

Note: As the Company was incorporated on 8th February 2017, disclosure of number of shares issued for consideration other than cash for the year ended 31st March 2016 and 31st March 2015 is not applicable and hence not disclosed.

14. Other equity

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Capital reserve		
Balance as at beginning of the period	55,965.23	-
Arisen pursuant to the Scheme (refer note 39)	-	55,965.23
Balance as at end of the period	**55,965.23**	**55,965.23**
Retained earnings		
Balance as at beginning of the period	(942.92)	-
Profit / (loss) for the period	794.20	(910.15)
Remeasurement of defined benefit plans	(143.43)	(32.77)
Balance as at end of the period	**(292.15)**	**(942.92)**
	55,673.08	**55,022.31**

Note :

(a) The difference between net fair value of assets and liabilities of the undertakings acquired and shares issued under the Scheme had been credited to Capital Reserve (refer note 39).

(b) Retained earnings includes reserves created out of profits and remeasurement gains / losses on defined benefit plans.

15. Financial liabilities

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Non-cummulative non-convertible redeemable preference shares		
0.01% non-cummulative non-convertible redeemable preference shares of ₹ 100 each: 500,000 shares (31st March 2018: 500,000 shares) issued pursuant to the Scheme (refer note 39)	85.47	78.04
	85.47	**78.04 ***

* pending allotment as on 31st March 2018, the same has been disclosed as preference share suspense.

Rights, preferences and restrictions attached to preference shares :

The non-convertible non-cumulative redeemable 500,000 preference shares of ₹ 100 each carrying dividend @ 0.01% per annum is redeemable at par after 20 years from the date of allotment.

16. Trade payables

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Total outstanding dues of Micro and small enterprises (refer note 30)	67.50	-
Total outstanding dues of creditors other than Micro and small enterprises	31,177.02	27,954.09
	31,244.52	**27,954.09**

Refer note 36 for dues to related parties.

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17. Other financial liabilities

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Sundry deposits	369.64	319.64
Liability for capital goods	781.51	215.30
Payable to employees	959.58	827.78
	2,110.73	**1,362.72**

18. Other current liabilities

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Advances from customers	393.59	361.39
Statutory dues	452.83	349.41
	846.42	**710.80**

19. Provisions

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Non-current		
Provisions for employee benefits :		
Provision for gratuity (refer note 35)	278.48	307.00
Provision for compensated absences	237.23	259.21
	515.71	566.21
Other provisions :		
Provision for decommissioning liability [refer note (a) below]	300.45	246.83
	816.16	**813.04**
Current		
Provisions for employee benefits :		
Provision for gratuity (refer note 35)	40.32	17.20
Provision for compensated absences	18.01	13.10
	58.33	30.30
Other provisions :		
Provision for tax disputes [refer note (b) below]	179.73	293.53
Provision for claims on leased properties [net off amount deposited - refer note (c) below]	1,183.05	1,172.42
	1,362.78	**1,465.95**
	1,421.11	**1,496.25**

Note :

(a) A provision is recognised for expected cost of removal of assets situated at various rented premises and is measured at the present value of expected costs to settle the obligation. The table below gives information about the movement in provision for decommissioning liability :

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	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Opening balance	246.83	-
Arisen pursuant to the Scheme (refer note 39)	-	230.74
Provision created during the period	30.72	8.46
Unwinding of interest during the period	22.90	10.77
Provision reversed / utilised during the period	-	(3.14)
Closing balance	**300.45**	**246.83**

(b) The management has estimated the provisions for pending disputes, claims and demands relating to indirect taxes based on it's assessment of probability for these demands crystallising against the Company in due course.

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Opening balance	293.53	-
Arisen pursuant to the Scheme (refer note 39)	-	291.33
Provision created / (reversed) during the period	(0.54)	2.20
Paid during the period	(113.26)	-
Closing balance *	**179.73**	**293.53**

* Net of deposits as at 31st March 2019 ₹ 51.09 Lakhs (31st March 2018: ₹ 51.89 Lakhs) made under appeal.

(c) Retailers Association of India (RAI) of which the Company is a member, has filed Special Leave Petition before the Hon'ble Supreme Court of India, about the applicability of service tax on commercial rent on immovable property. Pending disposal of the case, the Supreme Court has passed an interim ruling in October 2011 directing the members of RAI to pay 50% of total service tax liability up to September 2011 to the department and to furnish a surety for balance 50%. The Supreme Court has also clarified that the successful party in the appeal shall be entitled to interest on the amount stayed by the Court, at such rate as may be directed at the time of the final disposal of appeal. Accordingly the Company has already deposited ₹ 460 Lakhs and furnished a surety for ₹ 460 Lakhs towards the balance service tax liability, while interest, whose quantum and applicability is presently not ascertainable, will be provided on the disposal of the petition, if required.

Further, the Company has also been making provision for service tax on rent from October 2011 onwards, the balance whereof as on 31st March 2019 is ₹ 1,183.05 Lakhs (31st March 2018: ₹ 1,172.42 Lakhs).

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Opening balance	1,172.42	-
Arisen pursuant to the Scheme (refer note 39)	-	1,137.49
Provision created during the period	46.78	79.36
Provision reversed / paid during the period	(36.15)	(44.43)
Closing balance	**1,183.05**	**1,172.42**

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20. Revenue from operations

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Sale of goods	228,068.35	106,965.47
Sale of concessionaire products	3,844.13	1,643.48
Total	231,912.48	108,608.95
Less: Tax	(21,054.26)	(10,603.19)
Less: Cost of goods sold for concessionaire products	(2,955.17)	(1,246.08)
	207,903.05	**96,759.68**
Other operating revenue	10,815.53	7,526.28
	218,718.58	**104,285.96**

21. Other income

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Interest income		
- Bank deposits	1,579.47	718.58
- Security deposits	235.25	90.62
- Others	9.80	-
Gain on sale of investments	100.92	62.41
Fair value gain on investments	247.04	-
Net gain on sales of property, plant and equipment	27.28	-
Miscellaneous income *	579.16	23.36
	2,778.92	**894.97**

* includes provision / liabilities no longer required written back.

22. Cost of raw materials consumed

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Inventories at the beginning of the period	79.29	-
Inventories acquired pursuant to the Scheme (refer note 39)	-	87.57
Purchases during the period	685.79	467.65
	765.08	555.22
Less: Inventories at the end of the period	78.01	79.29
	687.07	**475.93**

23. Changes in inventories of stock-in-trade and finished goods

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Inventories at the beginning of the period	24,592.40	-
Inventories acquired pursuant to the Scheme (refer note 39)	-	23,932.75
Less: Inventories at the end of the period	27,092.73	24,592.40
	(2,500.33)	**(659.65)**

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24. Employee benefits expense

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Salaries, wages and bonus	12,806.98	6,470.60
Contribution to provident and other funds (refer note 35)	820.69	443.12
Staff welfare expenses	580.47	295.65
	14,208.14	**7,209.37**

25. Other expenses

		For the year ended 31st March 2019 ₹ in lakhs		For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Power and fuel		4,333.67		1,803.58
Freight		214.62		111.90
Rent [refer note 29(a)]		11,033.48		4,879.37
Repairs and maintenance				
- Buildings		371.97		180.50
- Others		2,679.50		1,348.72
Insurance		70.23		36.36
Rates and taxes		523.57		227.64
Advertisement and selling expenses		3,436.25		1,118.55
Packing materials consumed		559.02		214.83
Travelling and conveyance		380.47		174.14
Auditor's remuneration				
- Statutory audit fees	8.00		0.15	
- Tax audit fees	2.00	10.00	-	0.15
Communication expenses		211.60		128.13
Printing and stationery		292.30		120.73
Legal and consultancy expenses		461.50		133.63
Housekeeping expenses		3,167.30		1,436.84
Security expenses		1,679.54		744.08
Loss on sale/ write off of property, plant and equipment (net)		-		3.48
Bad debts / irrecoverable balances written off		-		3.14
Provision for bad and doubtful debts		94.24		80.97
Miscellaneous expenses		1,332.04		541.04
		30,851.30		**13,287.78**

26. Depreciation and amortisation

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Depreciation of property, plant and equipment (refer note 3)	2,247.65	1,362.15
Amortisation of intangible assets (refer note 4)	207.21	105.99
	2,454.86	**1,468.14**

27. Finance costs

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Interest expense	44.82	21.06
Other costs	699.83	358.86
	744.65	**379.92**

28. Earning per share (EPS)

Basic and diluted EPS have been calculated by dividing the profit / (loss) for the period attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the period.

	For the year ended 31st March 2019	For the period 8th February 2017 to 31st March 2018
Profit / (loss) for the period (₹ in lakhs)	794.20	(910.15)
Weighted average number of equity shares for earning per share *	79,534,226	34,740,957
Earnings per share – basic and diluted (face value of ₹ 5 each)	1.00	(2.62)

* For the purpose of calculating earnings per share for the year ended 31st March 2019 and for the period 8th February 2017 to 31st March 2018, the equity shares issued pursuant to the Scheme (refer note 39) have been considered effective as on 1st October 2017, being the appointed date under the Scheme and the equity shares outstanding stands cancelled from the aforesaid date.

29. Commitments and contingencies

(a) Operating lease commitments (Company as Lessee)

Retail stores are taken by the Company on operating lease and the lease rent is payable as per the agreements entered into with the lessors. Agreements are both in the nature of cancellable and non-cancellable leases. The lease term is for varied years and renewable for further years as per the agreements at the option of the Company. There are no restrictions imposed by these lease arrangements. The details of lease rentals payable are given below:

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Lease expenses for the period	11,033.48	4,879.37

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Future minimum lease payments:		
(i) Within 12 months	8,752.77	7,136.24
(ii) Between 2 and 5 years	34,859.62	28,040.31
(iii) Beyond 5 years	71,112.75	46,134.26

(b) Contingent liabilities

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Contingent liabilities not provided for in respect of:		
(i) Sales tax / VAT demands under appeal	1,027.87	951.20
(ii) Service Tax demands under appeal	553.89	553.89
(iii) Claims against the Company not acknowledged as debt	4,612.40	4,397.26

There are numerous interpretative issues relating to the Supreme Court (SC) judgement dated 28th February 2019 in respect of Provident Fund (PF) on the inclusion of allowances for the purpose of PF contribution as well as its effective date. The Company is consulting Legal counsel for further clarity and evaluating its impact on its financial statement, if any, and is of the view that it is only possible but not probable that outflow of economic resources will be there in this regard.

(c) Commitments

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
(i) Estimated amount of contracts remaining to be executed on capital account not provided for (net of advances)	129.04	277.53
(ii) for Investments	375.00	750.00

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30. Information relating to Micro, Small and Medium Enterprises (MSME)s:

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
(i) The principal amount and interest due there on remaining unpaid to suppliers under Micro, Small and Medium Enterprises Development Act, 2006		
Principal	65.97	-
Interest	0.25	-
(ii) The amount of interest paid by the buyer in terms of section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to suppliers beyond the appointed day during the year		
Principal	-	-
Interest	-	-
(iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006		
Principal	58.07	-
Interest	1.28	-
(iv) The amount of interest accrued and remaining unpaid at the end of the year being interest outstanding as at the beginning of the accounting year.	1.53	-
(v) The amount of further interest remaining due and payable even in the succeeding years, until such date when interest dues above are actually paid to the small enterprise, for the purpose of disallowance as deductible expenditure under Section 23 of the Micro, Small and Medium Enterprises Development Act,2006	1.53	-

31. Ind AS 115 - 'Revenue from contracts with customers', mandatory for reporting periods beginning on or after 1st April 2018, replaces existing revenue recognition requirements under Ind AS 18. The Company has applied the modified retrospective approach and there are no adjustments required to the retained earnings as at 1st April 2018. Further, due to the application of Ind AS 115, revenue from operations and cost of goods sold is lower by ₹ 6,680.48 Lakhs for the year ended 31st March 2019 on account of reclassification of certain discounts and rebates from vendors. However, this does not have any impact on the profit for the year ended 31st March 2019.

32. Contract balances

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Trade receivables	4,567.77	3,720.68
Contract liabilities	393.59	361.39

Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.
Contract liabilities include short term advances from parties for rendering various services.

33. Deferred tax asset

Deferred tax asset of ₹ 40,535.34 Lakhs (31st March 2018: ₹ 49,737.92 Lakhs) relating to deductible temporary differences and unused tax losses has not been recognised in the balance sheet in the absence of evidence supporting reasonable certainity of future taxable income when such losses would be set off and deferred tax assets be realised.

Reconciliation of tax expense and accounting profit :

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Accounting profit / (loss) before tax after comprehensive income	**792.11**	**(942.92)**
Tax using Company's domestic tax rate at 33.384%	264.44	-
Tax effect of amounts that are not considered in determining taxable income / loss, including difference in depreciation	(517.66)	-
MAT adjustments	394.56	-
Income tax expense recognised in profit or loss	**141.34**	-

34. Segment information

The Company has a single operating segment i.e. organised retailing. The Company at present operates only in India and therefore the analysis of geographical segment is not applicable to the Company.

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35. Assets and Liabilities relating to employee defined benefits

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to Gratuity on terms not less favorable than the provisions of the Payment of Gratuity Act, 1972. The scheme is funded with an insurance company.

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation are as follows :

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
(a) Reconciliation of present value of defined benefit obligations		
Balance at the beginning of the period	396.32	-
Current service cost	62.88	30.91
Interest cost	18.18	14.33
Benefits paid	(320.41)	(103.64)
Acquired pursuant to the Scheme (refer note 39)	-	424.01
Actuarial (gain) / loss on defined benefit obligations	243.86	30.71
Balance at the end of the period	**400.83**	**396.32**
(b) Reconciliation of fair value of plan assets		
Balance at the beginning of the period	72.12	-
Interest income	5.55	2.14
Contributions by employer	261.52	120.00
Acquired pursuant to the Scheme (refer note 39)	-	55.68
Benefits paid	(320.41)	(103.64)
Actuarial gains / (losses)	63.25	(2.06)
Balance at the end of the period	**82.03**	**72.12**
(c) Net defined benefit liabilities / (assets)		
Present value of defined benefit obligations	400.83	396.32
Fair value of plan assets	82.03	72.12
Net defined benefit liabilities / (assets)	**318.80**	**324.20**
(d) Expense recognised in Statement of Profit or Loss		
Current service cost	62.88	30.91
Interest cost	18.18	14.33
Interest income	(5.55)	(2.14)
	75.51	**43.10**
(e) Remeasurement recognised in Other Comprehensive Income		
Actuarial (gain) / loss on defined benefit obligations	243.86	30.71
Actuarial (gain) / loss on plan assets	(63.25)	2.06
	180.61	**32.77**

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(f) The major category of plan assets as a percentage of the fair value of total plan assets are as follows :

	For the year ended 31st March 2019 ₹ in lakhs	For the period 8th February 2017 to 31st March 2018 ₹ in lakhs
Investments with insurer	100%	100%

(g) Actuarial assumptions

Discount rate	7.70%	7.70%
Expected rate of return on assets	7.70%	7.70%
Future compensation growth	4.60%	4.60%
Average expected future service	23 years	24 years
Employee turnover	Ranging grade wise from 12% to 67%	Ranging grade wise from 12% to 67%

Assumptions regarding future mortality experience are set in accordance with the published rates under Indian Assured Lives Mortality (2006-08 - ultimate).

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

(i) The Company expects to contribute ₹ 18.84 Lakhs (31st March 2018: ₹ 17.85 Lakhs) to gratuity fund in the next year.

(j) Contribution to Provident and Other Funds includes ₹ 454.27 Lakhs (31st March 2018: ₹ 266.83 Lakhs) paid towards defined contribution plans.

(k) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligations by the amounts shown below:

	As at 31st March 2019		As at 31st March 2018	
	₹ in lakhs Increase	₹ in lakhs Decrease	₹ in lakhs Increase	₹ in lakhs Decrease
(i) Discount rate (0.5% movement)	21.04	(22.88)	21.02	(22.86)
(ii) Future salary (0.5% movement)	(23.10)	21.39	(23.08)	21.36
(iii) Mortality (10% movement)	(0.69)	0.67	(0.68)	0.67
(iv) Attrition rate (0.5% movement)	(1.85)	1.85	(2.05)	2.04

(l) Estimated future payments of undiscounted gratuity is as follows :

	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Within 12 months	41.85	17.85
Between 2 and 5 years	85.44	89.69
Between 6 and 10 years	183.66	190.34
Beyond 10 years	799.39	855.07
	1,110.34	**1,152.95**

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36. Related party disclosure

(a) Related parties where control exists:

(i) Subsidiary
1) Omnipresent Retail India Private Limited

(b) Other related parties (where transactions have taken place during the year or previous year / balances outstanding) :

(i) Promoter holding more than 20%
1) Rainbow Investments Limited

(ii) Subsidiaries and jointly controlled entities of promoters - Promoter Group (where transactions have taken place during the year or previous year / balances outstanding) :

1) Au Bon Pain Café India Limited
2) Bowlopedia Restaurants India Limited
3) CESC Limited
4) First Source Solutions Limited
5) Guiltfree Industries Limited
6) Kolkata Games and Sports Private Limited
7) Open Media Network Private Limited
8) Phillips Carbon Black Limited
9) Quest Properties India Limited
10) RPG Power Trading Co. Limited
11) Saregama India Limited
12) Duncan Brothers & Co. Limited

(iii) Key Managerial Personnel

1) Sunil Bhandari - Director (upto 14th November 2018)
2) Gautam Ray - Director (upto 14th November 2018)
3) Rajarshi Banerjee - Director (upto 27th November 2018)
4) Sanjiv Goenka - Non-Executive Director (w.e.f 14th November 2018)
5) Shashwat Goenka - Non-Executive Director (w.e.f. 14th November 2018)
6) Utsav Parekh - Independent Director (w.e.f. 14th November 2018)
7) Pratip Chadhuri - Independent Director (w.e.f. 14th November 2018)
8) Rekha Sethi - Independent Director (w.e.f. 14th November 2018)
9) Rahul Nayak - Whole-time Director (w.e.f. 14th November 2018)
10) Arvind Kumar Vats - Chief Financial Officer (w.e.f. 14th November 2018)
11) Debanjan Mandal - Independent Director (w.e.f. 11th February, 2019)
12) Devendra Chawla - Chief Executive Officer & Managing Director (w.e.f. 11th February, 2019)
13) Rama Kant - Company Secretary (w.e.f. 11th February, 2019)
14) Navin Kumar Rathi - Company Secretary (from 14th November 2018 upto 10th February 2019)

(c) Details of transactions entered into with the related parties:

₹ in lakhs

Particulars	Subsidiary		Promoter Group		Key Managerial Personnel	
	For the year ended 31st March 2019	For the period 8th February 2017 to 31st March 2018	For the year ended 31st March 2019	For the period 8th February 2017 to 31st March 2018	For the year ended 31st March 2019	For the period 8th February 2017 to 31st March 2018
Transactions :						
Acquisition of investment	625.00	416.02	-	-	-	-
Sale of goods	1.04	0.54	110.36	51.68	-	-
Purchases of stock-in-trade	-	-	288.38	106.21	-	-
Rendering of services	-	-	801.59	66.48	-	-
Receiving of services	552.15	133.81	-	-	-	-
Purchase of property and other assets	-	-	-	4.68	-	-
Reimbursements	0.50	11.45	458.88	318.67	-	-
Electricity expenses	-	-	170.14	60.06	-	-
Rent expenses	-	-	677.29	329.97	-	-
Security deposits paid	-	-	1.82	107.94	-	-
Security deposits received	-	-	1.93	61.67	-	-
Short term employee benefits	-	-	-	-	143.46	-
Retirement benefits	-	-	-	-	14.35	-
Reimbursement of expenses	-	-	-	-	6.86	-
Sitting fees to directors	-	-	-	-	8.00	-
Balances outstanding :						
Investments	5,443.48	4,818.48	-	-	-	-
Receivable against sale of goods	-	-	3.13	0.62	-	-
Receivable against rendering of services	-	0.18	288.51	356.31	-	-
Payable for purchases of stock-in-trade	-	-	42.68	44.85	-	-
Receivable against reimbursement	-	-	46.51	301.84	-	-
Payable for services received	90.78	29.43	163.86	268.38	-	-
Payable for purchase of property and other assets	-	-	-	4.68	-	-
Security deposit receivable	-	-	134.05	132.23	-	-
Security deposit payable	-	-	62.91	64.84	-	-

Notes:

(i) The Company's principal related parties consist of Rainbow Investments Limited, its subsidiaries, its own subsidiary and key managerial personnel. The Company's material related party transactions and outstanding balances are with related parties with whom the Company routinely enters into transactions in the ordinary course of business.

(ii) Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

37. Financial instruments - fair value measurements and risk management

(a) Accounting classification

The following table shows the carrying amounts and fair values of financial assets and financial liabilities:

₹ in lakhs

	As at 31st March 2019				As at 31st March 2018			
	Amortised cost	FVTPL	FVTOCI	Total	Amortised cost	FVTPL	FVTOCI	Total
Financial assets								
Investments								
- Equity shares (unquoted)	-	-	5,444.58	**5,444.58**	-	-	4,819.58	**4,819.58**
- Alternative Investment Fund	-	1,275.21	-	**1,275.21**	-	684.16	-	**684.16**
- Mutual fund	-	983.39	-	**983.39**	-	-	-	**-**
Trade receivables	4,567.77	-	-	**4,567.77**	3,720.68	-	-	**3,720.68**
Cash and cash equivalents	2,802.52	-	-	**2,802.52**	1,928.13	-	-	**1,928.13**
Other bank balances	19,101.32	-	-	**19,101.32**	8,000.00	-	-	**8,000.00**
Loans and deposits	3,362.17	-	-	**3,362.17**	2,975.75	-	-	**2,975.75**
Other financial assets	316.28	-	-	**316.28**	17,734.27	-	-	**17,734.27**
Total financial assets	**30,150.06**	**2,258.60**	**5,444.58**	**37,853.24**	**34,358.83**	**684.16**	**4,819.58**	**39,862.57**
Financial liabilities								
Preference shares	85.47	-	-	**85.47**	78.04	-	-	**78.04**
Trade payables	31,244.52	-	-	**31,244.52**	27,954.09	-	-	**27,954.09**
Other financial liabilities	2,110.73	-	-	**2,110.73**	1,362.72	-	-	**1,362.72**
Total financial liabilities	**33,440.72**	**-**	**-**	**33,440.72**	**29,394.85**	**-**	**-**	**29,394.85**

(b) Measurement of fair values

The fair values of financial assets and liabilities are included at the amount that would be received on sale of asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Methods and assumptions used to estimate the fair values are consistent in all the years. The following methods and assumptions were used to estimate the fair values:

(i) In respect of investments in mutual funds, the fair values represent net asset value as stated by the issuers of these mutual fund units at the close of the reporting date. Net asset values represent the price at which the issuer will issue further units in the mutual fund and the price at which issuers will redeem such units from the investors. Accordingly, such net asset values are analogous to fair market value with respect to these investments, as transactions of these mutual funds are carried out at such prices between investors and the issuers of these units of mutual funds. In respect of investments in alternative investment funds, fair values are based on net asset value as at the reporting date. In respect of investment in equity shares, fair values are determined using valuation techniques by Independent Valuers.

(ii) The carrying amount of trade receivables, cash and cash equivalents, other bank balances, loans and deposits, other financial assets, trade payables and other financial liabilities, measured at amortised cost in the financial statements, approximate to their fair values largely due to the short-term maturities of these instruments. Carrying amount of Preference shares is based on discounted cash flows using effective interest rate at the time of issue which is a reasonable approximation of its fair value and the difference between the carrying amount and fair value is not expected to be significant.

(c) Fair value hierarchy

The table shown below analyses financial instruments carried at fair value, by valuation method.

₹ in lakhs

	As at 31st March 2019				As at 31st March 2018			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Investments								
- Equity shares (unquoted)	-	-	5,444.58	**5,444.58**	-	-	4,819.58	**4,819.58**
- Alternative Investment Fund	-	-	1,275.21	**1,275.21**	-	-	684.16	**684.16**
- Mutual fund	983.39	-	-	**983.39**	-	-	-	**-**
	983.39	**-**	**6,719.79**	**7,703.18**	**-**	**-**	**5,503.74**	**5,503.74**

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The different levels have been defined below :

(i) **Level 1 (quoted prices in active market) :** This level of hierarchy includes financial assets that are measured using quoted prices (unadjusted) in active markets for identical assets or liabilities. This includes listed equity instruments which are traded in the stock exchanges and mutual funds that have net asset value as stated by the issuers in the published statements. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing net assets value.

(ii) **Level 2 (valuation technique with significant observable inputs) :** This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices). The fair value of financial instruments that are not traded in an active market (for example, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates.

(iii) **Level 3 (valuation technique with significant unobservable inputs) :** This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or inpart, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. This is the case for unlisted equity securities included in Level 3.

(d) Reconciliation of fair value measurement of unquoted equity shares (categorised as level 3 above) classified as FVTOCI assets:

	Unquoted equity shares ₹ in lakhs
As at 31st March 2018	**4,819.58**
Invested during the year	625.00
As at 31st March 2019	**5,444.58**

(e) Financial risk management

The Company has exposure to the following risks arising from financial instruments:
(i) Credit risk
(ii) Liquidity risk
(iii) Market risk

The Company's principal financial liabilities comprises of preference shares, trade and other payables and other financial liabilities. The main purpose of these financial liabilities is to finance and support the operations of the Company. The Company's principal financial assets include trade and other receivables, loans and deposits, investments and cash & cash equivalents that derive directly from its operations.

The Company's primary risk management focus is to minimise potential adverse effects of these risks by managing them through a structured process of identification, assessment and prioritisation of risks followed by co-ordinated efforts to monitor, minimize and mitigate the impact of such risks on its financial performance and capital. For this purpose, the Company has laid comprehensive risk assessment and minimisation/mitigation procedures, which are reviewed by the Audit Committee and approved by the Board from time to time. These procedures are reviewed regularly to reflect changes in market conditions and to ensure that risks are controlled by way of properly defined framework.

(i) Credit risk

Credit risk is the risk of financial loss of the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from operating activities (primarily trade receivable and deposits) and from its investing activities (primarily banks deposits and investments).

Since the Company operates on a business model primarily of cash and carry, the credit risk from receivable perspective is limited due to the Company's customer base being large and diverse.

Credit risk on cash and cash equivalents and bank deposits is limited as the Company generally invests in deposits with banks with high credit ratings assigned by domestic credit rating agencies. Loans and deposits primarily represents security deposits given. The credit risk associated with such security deposits is relatively low.

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(ii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial assets. The Company manages its liquidity risk on the basis of the business plan that ensures that the funds required for financing the business operations and meeting financial liabilities are available in a timely manner. The Management regularly monitors rolling forecasts of the Company's liquidity position to ensure it has sufficient cash on an ongoing basis to meet operational fund requirements. The surplus cash generated, over and above the operational fund requirement is invested in bank deposits and mutual fund schemes of highly liquid nature to optimize cash returns while ensuring adequate liquidity for the Company.

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

₹ in lakhs

Financial liabilities	Carrying amount	Contractual cash flows: Within 1 year	1 to 5 years	More than 5 years	Total
As at 31st March 2019					
Preference shares	85.47	-	-	500.00	**500.00**
Trade payables	31,244.52	31,244.52	-	-	**31,244.52**
Other financial liabilities	2,110.73	2,110.73	-	-	**2,110.73**
	33,440.72	**33,355.25**	-	**500.00**	**33,855.25**
As at 31st March 2018					
Preference shares	78.04	-	-	500.00	**500.00**
Trade payables	27,954.09	27,954.09	-	-	**27,954.09**
Other financial liabilities	1,362.72	1,362.72	-	-	**1,362.72**
	29,394.85	**29,316.81**	-	**500.00**	**29,816.81**

(iii) Market risk

Market risk is the risk that the fair value of future cash flow of financial instruments may fluctuate because of changes in market conditions. Market risk broadly comprises three types of risks namely currency risk, interest rate risk and security price risk. The Company does not have any loans and borrowings and thus interest rate risk is not applicable to the Company.

The Company invests its surplus funds mainly in short term liquid schemes of mutual funds and bank fixed deposits. The Company manages its price risk arising from these investments through diversification and by placing limits on individual and total equity instruments / mutual funds.

38. Capital management

For the purpose of the Company's capital management, capital includes equity attributable to the equity holders of the Company and all other equity reserves. The primary objective of the Company's capital management is to ensure that it maintains an efficient capital structure while maximising shareholder value. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to safeguard its ability to continue as a going concern and to maintain investor, creditors and market confidence.

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39. The Company, in the financial statements for the year ended 31st March 2018, had given effect to the composite scheme of arrangement approved by Hon'ble National Company Law Tribunal (NCLT) (the appropriate authority), as applicable to the Company from the Appointed Date of 1st October 2017.

Pursuant to the Scheme, each existing shareholder of CESC Limited registered on the record date of 31st October 2018 in respect of every 10 shares, received 6 fully paid up equity shares of ₹ 5 each in Spencer's Retail Limited (formerly known as RP-SG Retail Limited) and CESC Limited received 500,000 fully paid up 0.01% non-cumulative compulsorily redeemable preference shares of ₹ 100 each of Spencer's Retail Limited (formerly known as RP-SG Retail Limited).

40. Previous period figures have been regrouped / reclassified wherever necessary to correspond with current period classification / disclosure. Further, the figures appearing in the Statement of Profit and Loss for the period ended 31st March 2018 includes the operations of the Retail Undertakings(s) (refer note 39 above) from 1st October, 2017 and hence current period figures are not comparable with previous period figures.

For Batliboi, Purohit & Darbari
Chartered Accountants
Firm registration number - 303086E

Hemal Mehta
Partner
Membership number - 063404

Place : Kolkata
Date : 17th May 2019

For and on behalf of Board of Directors

Devendra Chawla
Chief Executive Officer and Managing Director
DIN: 03586196

Shashwat Goenka
Director
DIN: 03486121

Sanjiv Goenka
Chairman
DIN: 00074796

Rahul Nayak
Whole-time Director
DIN: 06491536

Rama Kant
Company Secretary

Arvind Kumar Vats
Chief Financial Officer

Place : Kolkata
Date : 17th May 2019

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