SRL:SEC:SE:2020-21/2

11 May, 2020

The Manager
Listing Department,
National Stock Exchange of India Limited
(Symbol: SPENCERS)
Exchange Plaza, 5th Floor
Plot No. C/1, G-Block
Bandra-Kurla Complex
Bandra (East),
Mumbai – 400 051

The General Manager
Department of Corporate Service,
BSE Limited
(Scrip Code: 542337)
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai – 400 001

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata – 700 001

Dear Sir,

Sub: Outcome of the meeting of the Board of Directors of Spencer's Retail Limited ("Company")

This is in furtherance to our intimation dated February 11, 2020 in relation to the proposed rights issue of equity shares the Company for an amount not exceeding Rs. 8,000 lakhs in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**") and other applicable laws ("**Rights Issue**").

We wish to inform that the board of directors of the Company ("**Board**") in its meeting held today, i.e., May 11, 2020, has approved the audited consolidated financial statements of the Company for the period ended December 31, 2019, copy of which is being submitted herewith. The same has been prepared and audited solely for the purposes of restatement in accordance with SEBI ICDR Regulations in relation to the Rights Issue.

The above is for your information and dissemination to the members.

We request you to kindly take the same on record.

Thanking you,
For Spencer's Retail Limited

Sd/-
Rama Kant
Company Secretary
(FCS 4818)

Please Note:

1. Due to outbreak of CoVID 19 virus and restriction in free movement, this document is submitted to the Stock Exchange(s) with "Sd/-".
2. (a) Name of the person submitting the filing: Mr Ankur Agarwal
   (b) Contact No. of (a): +(91)-9038529646
   (c) Alternative No.: Mr. Navin Rathi - +(91) 9903934360

S.R. BATLIBOI & CO. LLP
Chartered Accountants

22, Camac Street
3rd Floor, Block 'B'
Kolkata – 700 016, India
Tel: +91 33 6134 4000

Independent Auditor's Report

To the Board of Directors of Spencer's Retail Limited

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

Opinion

We have audited the accompanying special purpose interim consolidated Ind AS financial statements of Spencer's Retail Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), which comprise the interim consolidated Balance Sheet as at December 31, 2019 and the interim consolidated Statement of Profit and Loss, including Other Comprehensive Income, interim consolidated Statement of Cash Flows and the interim consolidated Statement of Changes in Equity for the nine months period then ended, and notes to the interim consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the interim consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate interim financial statements and on the other financial information of the subsidiaries, the aforesaid interim consolidated Ind AS financial statements give a true and fair view in conformity with Indian Accounting Standard (Ind AS) 34 specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India more fully described in the basis of preparation in Note No. 2.1 to the interim consolidate Ind AS financial statements:

a) in the case of the interim consolidated Balance Sheet, of the state of affairs of the Group as at December 31, 2019;

b) in the case of the interim consolidated Statement of Profit and Loss including other comprehensive income, of the loss for the nine months period ended on that date;

c) in the case of the interim consolidated Statement of Cash Flows, of the cash flows for the nine months period ended on that date; and

d) in the case of the interim consolidated Statement of Changes in Equity, of the changes in equity for the nine months period ended on that date.

Basis for Opinion

We conducted our audit of the interim consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Interim Consolidated Ind AS Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the interim consolidated Ind AS financial statements.

Management's Responsibility for the Interim Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these interim consolidated Ind AS financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Indian Accounting Standards (Ind AS) 34 specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, other accounting principles generally accepted in India more fully described in the basis of preparation given in Note No. 2.1 to the interim consolidated Ind AS financial statements. The respective Board of Directors of the companies included in the Group is responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the interim consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the interim consolidated Ind AS financial statements, the respective Board of Directors of the companies included in the Group is responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the Group's financial reporting process.

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

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

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the interim consolidated financial statements, including the disclosures, and whether the interim consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Other matters

(a) The comparative financial statements and other information for the period ended December 31, 2018 included in these interim consolidated Ind AS financial statements of the Group are approved by the Board of Directors of the Holding Company for the purpose of compliance with the requirements of Ind AS but have not been subjected to audit or review.

(b) We did not audit the special purpose interim financial statements and other interim financial information, in respect of two subsidiaries, whose special purpose interim Ind AS financial statements prepared in accordance with Ind AS 34, include total assets of Rs. 24,173.80 lakhs as at December 31, 2019, and total revenues of Rs. 18,348.57 lakhs and net cash inflows of Rs. 722.73 lakhs for the nine months period ended on that date. These special purpose interim Ind AS financial statements and other interim financial information have been audited by other auditors, which special purpose interim financial statements, other interim financial information and auditor's reports thereon have been furnished to us by the management. Our opinion on the interim consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of such other auditors.

Our opinion above on the interim consolidated Ind AS financial statements is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Other matters - restriction of use

The accompanying interim consolidated Ind AS financial statements have been prepared, and this report thereon issued, solely for in connection with the proposed offering of equity shares on rights basis, as mentioned in Note no. 2.1 to the interim consolidated Ind AS financial statements. Accordingly, this report should not be used, referred to or distributed for any other purpose.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

Kamal Agarwal Digitally signed by Kamal Agarwal
Date: 2020.05.11 17:40:04 +05'30'

per Kamal Agarwal
Partner
Membership Number: 058652
UDIN: 20058652AAAAAR4323

Place of Signature: Kolkata
Date: May 11, 2020

Spencer's Retail Limited
(formerly known as RP-SG Retail Limited)
Interim Consolidated Ind AS Balance Sheet as at 31st December 2019

Particulars	Notes	As at 31st December 2019 Audited ₹ in Lakhs	As at 31st March 2019 Audited ₹ in Lakhs
ASSETS			
Non-current assets			
Property, plant and equipment	3	21,397.49	16,706.17
Capital work in progress		549.80	105.71
Right of use assets	31	52,673.68	-
Goodwill	4	15,651.78	-
Other Intangible assets	4	20,685.04	9,566.82
Financial assets			
(i) Investments	6	1,928.95	1,276.21
(ii) Loans	10	5,367.54	3,362.17
(iii) Other financial assets	11	326.62	175.23
Non-current tax assets (net)		1,500.84	826.19
Other non-current assets	12	223.66	2,107.09
Total non-current assets (A)		**120,305.40**	**34,125.59**
Current assets			
Inventories	5	26,634.28	26,982.13
Financial assets			
(i) Investments	6	9,959.81	983.39
(ii) Trade receivables	7	7,864.86	4,476.99
(iii) Cash and cash equivalents	8	2,643.59	2,826.95
(iv) Bank balances other than (iii) above	9	2.00	19,162.56
(v) Loans	10	359.24	-
(vi) Other financial assets	11	180.43	143.39
Current tax assets (net)		-	11.37
Other current assets	12	3,436.70	2,643.61
Total current assets (B)		**51,080.91**	**57,230.39**
TOTAL ASSETS (A+B)		**171,386.31**	**91,355.98**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	13	3,976.71	3,976.71
Other equity	14	28,114.58	50,835.79
Total equity (C)		**32,091.29**	**54,812.50**
LIABILITIES			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	15	9,224.29	-
(ii) Lease liabilities	31	57,294.97	-
(iii) Other financial liabilities	16	91.03	85.47
Deferred tax liabilities (net)	34	3,476.76	-
Provisions	20	927.32	822.73
Total non-current liabilities (D)		**71,014.37**	**908.20**
Current liabilities			
Contract liabilities	17	1,165.63	393.82
Financial liabilities			
(i) Borrowings		9,813.45	-
(ii) Lease liabilities	31	9,412.94	
(iii) Trade payables	18		
- Total outstanding dues of Micro enterprise and small enterprises		304.88	67.50
- Total outstanding dues of creditors other than Micro enterprise and small enterprises		40,836.51	31,137.46
(iv) Other financial liabilities	16	3,682.70	2,134.94
Other current liabilities	19	1,493.07	480.36
Provisions	20	1,571.47	1,421.20
Total current liabilities (E)		**68,280.65**	**35,635.28**
TOTAL EQUITY AND LIABILITIES (C+D+E)		**171,386.31**	**91,355.98**

The accompanying notes form an integral part of these Interim Consolidated Ind AS Financial Statements.

This is the Interim Consolidated Ind AS Balance Sheet referred to in our report of even date.

For S.R. Batliboi & CO LLP
Chartered Accountants
Firm registration number - 301003E/E300005

Kamal Agarwal
Digitally signed by Kamal Agarwal
Date: 2020.05.11 17:40:56 +05'30'

Kamal Agarwal
Partner
Membership number - 058652

For and on behalf of Board of Directors

SHASHWAT GOENKA
Digitally signed by SHASHWAT GOENKA
Date: 2020.05.11 15:56:10 +05'30'

Shashwat Goenka
Director
DIN: 03486121

DEBANJAN MANDAL
Digitally signed by DEBANJAN MANDAL
Date: 2020.05.11 16:08:12 +05'30'

Debanjan Mandal
Director
DIN: 00469622

RAMA KANT
Digitally signed by RAMA KANT

Rama Kant
Company Secretary

KUMAR TANMAY
Digitally signed by KUMAR TANMAY

Kumar Tanmay
Chief Financial Officer

Place : Kolkata
Date : 11th May, 2020

Place : Kolkata
Date : 11th May, 2020

Spencer's Retail Limited
(formerly known as RP-SG Retail Limited)
Interim Consolidated Ind AS Statement of Profit and Loss for the nine months ended 31st December 2019

Particulars	Notes	For the nine months ended 31st December 2019 Audited ₹ in Lakhs	For the nine months ended 31st December 2018 Unaudited ₹ in Lakhs
Income			
Revenue from operations	21	200,022.37	166,373.14
Other income	22	1,921.51	2,025.28
Total Income (I)		**201,943.88**	**168,398.42**
Expenses			
Cost of raw materials consumed	23	550.01	540.52
Purchases of stock-in-trade		156,352.13	132,406.45
Changes in inventories of finished goods and Stock-in-Trade	24	426.17	(1,909.38)
Employee benefits expense	25	14,225.54	11,659.78
Other expenses	26	23,543.06	22,956.35
Total Expenses (II)		**195,096.91**	**165,653.72**
Earnings before interest expense, tax, depreciation and amortisation (EBITDA) [(I)-(II)]		**6,846.97**	**2,744.70**
Depreciation and amortisation	27	9,503.88	1,855.81
Finance costs	28	5,791.51	592.09
Profit / (loss) before tax (III)		**(8,448.42)**	**296.80**
Tax expense	34		
Current tax		-	240.20
Deferred tax (net)		(12.42)	-
Profit / (loss) for the period (IV)		**(8,436.00)**	**56.60**
Other Comprehensive Income			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement of defined benefit plans [net of tax of ₹ Nil (previous period : ₹ 25.07 Lakhs)]		(4.16)	(94.04)
Other Comprehensive Income for the period (V)		**(4.16)**	**(94.04)**
Total Comprehensive Income for the period [(IV)+(V)]		**(8,440.16)**	**(37.44)**
Profit / (loss) for the period attributable to:			
Equity holders of the parent		(8,436.00)	56.60
Non-controlling interests		-	-
		(8,436.00)	**56.60**
Other comprehensive income / (loss) for the period attributable to:			
Equity holders of the parent		(4.16)	(94.04)
Non-controlling interests		-	-
		(4.16)	**(94.04)**
Total comprehensive income / (loss) for the period attributable to:			
Equity holders of the parent		(8,440.16)	(37.44)
Non-controlling interests		-	-
		(8,440.16)	**(37.44)**
Earnings per share - Basic and Diluted * [Nominal value per equity share ₹ 5 (31st December 2018: ₹ 5)]	29	**(10.61)**	**0.07**

*** Not annualised**

The accompanying notes form an integral part of these Interim Consolidated Ind AS Financial Statements.

This is the Interim Consolidated Ind AS Statement of Profit and Loss referred to in our report of even date.

For S.R. Batliboi & CO LLP
Chartered Accountants
Firm registration number - 301003E/E300005

Kamal Agarwal
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Kamal Agarwal
Partner
Membership number - 058652

For and on behalf of Board of Directors

SHASHWAT GOENKA
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Date: 2020.05.11 15:05:46 +05'30'

Shashwat Goenka
Director
DIN: 03486121

DEBANJAN MANDAL
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Date: 2020.05.11 16:08:56 +05'30'

Debanjan Mandal
Director
DIN: 00469622

RAMA KANT
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Date: 2020.05.11 15:00:29 +05'30'

Rama Kant
Company Secretary

KUMAR TANMAY
Digitally signed by KUMAR TANMAY
Date: 2020.05.11 16:35:23 +05'30'

Kumar Tanmay
Chief Financial Officer

Place : Kolkata
Date : 11th May, 2020

Place : Kolkata
Date : 11th May, 2020

Spencer's Retail Limited
(formerly known as RP-SG Retail Limited)
Interim Consolidated Ind AS Statement of Changes in Equity for the nine months ended 31st December 2019

A. Equity share capital

	31st December 2019		31st March 2019	
	No. of shares	₹ in Lakhs	No. of shares	₹ in Lakhs
Balance at the beginning of the period	79,534,226	3,976.71	-	-
Equity shares allotted pursuant to the Scheme [(refer note no. 42(i) & 2.2(p)(ii)]	-	-	79,534,226	3,976.71
Balance at the end of the period	**79,534,226**	**3,976.71**	79,534,226	3,976.71

B. Other equity

	Reserves and Surplus		Total
	Capital reserve	Retained earnings	
	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs
Balance at 1st April 2018	56,133.85	(5,398.37)	50,735.48
Profit for the year	-	239.44	239.44
Remeasurement of defined benefit plans	-	(139.13)	(139.13)
Balance at 1st April 2019	**56,133.85**	**(5,298.06)**	**50,835.79**
Adjustment on account of adoption of Ind AS 116 Leases [refer note 2.1(c) & note 31]	-	(14,281.05)	(14,281.05)
Balance at 1st April 2019 after adjustment	**56,133.85**	**(19,579.11)**	**36,554.74**
Profit/(Loss) for the period	-	(8,436.00)	(8,436.00)
Remeasurement of defined benefit plans	-	(4.16)	(4.16)
Balance at 31st December 2019	**56,133.85**	**(28,019.28)**	**28,114.58**

C. Statement of changes in equity cumulatively for the current financial year to date, with a comparative statement for the comparable year-to-date period of the immediately preceding financial year.

	Reserves and Surplus		Total
	Capital reserve	Retained earnings	
	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs
Balance at 1st April 2018	**56,133.85**	**(5,398.37)**	**50,735.48**
Profit for the Period	-	56.60	56.60
Remeasurement of defined benefit plans	-	(94.04)	(94.04)
Balance at 31st December 2018	**56,133.85**	**(5,435.81)**	**50,698.04**
Balance at 1st April 2019	**56,133.85**	**(5,298.06)**	**50,835.79**
Adjustment on account of adoption of Ind AS 116 Leases [refer note 2.1(c) & note 31]	-	(14,281.05)	(14,281.05)
Balance at 1st April 2019 after adjustment	**56,133.85**	**(19,579.11)**	**36,554.74**
Profit for the Period	-	(8,436.00)	(8,436.00)
Remeasurement of defined benefit plans	-	(4.16)	(4.16)
Balance at 31st December 2019	**56,133.85**	**(28,019.28)**	**28,114.58**

The accompanying notes form an integral part of these Interim Consolidated Ind AS Financial Statements.

This is the Interim Consolidated Ind AS Statement of Changes in Equity referred to in our report of even date.

For S.R. Batliboi & CO LLP
Chartered Accountants
Firm registration number - 301003E/E300005

Kamal Agarwal
Digitally signed by Kamal Agarwal
Date: 2020.05.11 17:42:21 +05'30'

Kamal Agarwal
Partner
Membership number - 058652

For and on behalf of Board of Directors

SHASHWAT GOENKA

Shashwat Goenka
Director
DIN: 03486121

DEBANJAN MANDAL
Digitally signed by DEBANJAN MANDAL
Date: 2020.05.11 16:09:37 +05'30'

Debanjan Mandal
Director
DIN: 00469622

RAMA KANT

Rama Kant
Company Secretary

KUMAR TANMAY

Kumar Tanmay
Chief Financial Officer

Place : Kolkata
Date : 11th May, 2020

Place : Kolkata
Date : 11th May, 2020

Spencer's Retail Limited
(formerly known as RP-SG Retail Limited)
Interim Consolidated Ind AS Cash Flow Statement for the nine months ended 31st December 2019

	For the nine months ended 31st December 2019 Audited ₹ in Lakhs	For the nine months ended 31st December 2018 Unaudited ₹ in Lakhs
Operating Activities		
Profit / (loss) before tax	**(8,448.42)**	**296.80**
Adjustments :		
Depreciation and amortisation	9,503.88	1,855.81
Impairment Allowance (allowance for bad and doubtful debts)	494.84	148.36
Bad debts / irrecoverable balances written off	18.46	-
Provision for decommissioning liability	17.58	37.47
Provision for obsolete stocks	312.11	274.71
Interest on preference shares	5.56	5.57
Finance cost	5,768.37	37.19
Fair value gain on investments	(571.56)	(151.16)
Gain on sale of investments	(155.95)	(53.98)
Interest income	(624.62)	(1,415.48)
Gain on sale of property, plant and equipment	(9.02)	(26.32)
Gain on cancellation/termination of lease	(72.36)	-
Cash generated from operations before working capital changes	**6,238.87**	**1,008.97**
Working capital changes:		
(Increase)/decrease in inventories	2,547.94	(2,228.46)
(Increase) in trade receivables	(3,474.99)	(1,804.00)
(Increase) in loans	(793.23)	(750.38)
(Increase)/decrease in other financial assets	144.10	(502.05)
(Increase)/decrease in other assets	449.60	(429.95)
Increase in trade payables	5,555.69	2,353.54
Increase/(decrease) in financial liabilities	(1,032.36)	1,476.69
Increase /(decrease) in other current liabilities	30.33	(317.82)
Increase in contract liabilities	771.81	73.58
(Decrease) in provisions	(112.21)	(191.38)
Cash flow from / (used in) operating activities	**10,325.55**	**(1,311.26)**
Income taxes paid	(589.25)	(206.52)
Net cash generated from / (used in) operating activities (A)	**9,736.30**	**(1,517.78)**
Investing Activities		
Purchase of property, plant and equipments, including intangible assets, capital work in progress and capital advances	(3,521.60)	(2,692.23)
Proceeds from sale of property, plant and equipments	32.82	45.35
Payment towards acquisition of a subsidiary acquired in a business combination [(refer note no. 42(ii) & 2.2(p)(i)]	(17,636.36)	-
Investment in alternative investment fund	(202.50)	(345.94)
Proceeds from alternative investment fund	14.31	-
Purchase of mutual fund units	(46,806.00)	(8,134.24)
Proceeds from sale of mutual fund units	38,131.81	7,325.00
Investments in bank deposits	(20.50)	(15,773.02)
Redemption / maturity of bank deposits	19,039.59	20,870.04
Interest received	388.70	1,490.49
Net cash generated from / (used in) investing activities (B)	**(10,579.72)**	**2,785.46**
Financing Activities		
Repayment of lease liabilities (principle)	(3,947.53)	-
Proceeds from Non-Current Borrowings	3,000.00	-
Repayment of Non-Current Borrowings	(549.01)	-
Proceeds from Current Borrowings	8,316.55	-
Repayment of Current Borrowings	(517.50)	-
Interest paid	(5,642.45)	(0.29)
Net cash generated from / (used in) financing activities (C)	**660.06**	**(0.29)**
Net (decrease) / increase in cash and cash equivalents (A+B+C)	**(183.36)**	**1,267.39**
Cash and cash equivalents at the beginning of the period	2,826.95	1,940.90
Cash and cash equivalents at the end of the period	**2,643.59**	**3,208.29**
Components of cash and cash equivalents :		
Balance with banks in current accounts	1,479.12	2,219.91
Balance with credit card, e-wallet companies and others	607.11	350.78
Cash on hand	557.36	637.60
Total cash and cash equivalents at the end of the period	**2,643.59**	**3,208.29**

Changes in liabilities arising from financing activities : ₹ in Lakhs

Particulars	As on 1st April 2019	Acquired during the period [(refer note no. 42(ii) & 2.2 (p)(i)]	Cash flows Inflow/(outflow)	Non-cash changes	As on 31st December 2019
Other financial liabilities - Preference shares	85.47	-	-	5.56	91.03
Non Current Borrowing (including current maturities on borrowings)	-	8,756.62	2,450.99	39.80	11,247.41
Current Borrowings	-	2,014.40	7,799.05	-	9,813.45
Lease Liabilities [refer note 31]	50,900.05	12,871.63	(3,947.53)	6,883.76	66,707.91

Particulars	As on 1st April 2018	Cash flows Inflow/(outflow)	Non-cash changes	As on 31st December 2018
Other financial liabilities - Preference shares	78.04	-	5.56	83.60

Non-cash Investing activities includes addition to Right of Use assets (refer note 31)

The accompanying notes form an integral part of these Interim Consolidated Ind AS Financial Statements.

This is the Interim Consolidated Ind AS Cash-flow Statement referred to in our report of even date.

For S.R. Batliboi & CO LLP
Chartered Accountants
Firm registration number - 301003E/E300005

Kamal Agarwal
Digitally signed by Kamal Agarwal
Date: 2020.05.11 17:43:01 +05'30'

Kamal Agarwal
Partner
Membership number - 058652

Place : Kolkata
Date : 11th May, 2020

For and on behalf of Board of Directors

SHASHWAT GOENKA

Shashwat Goenka
Director
DIN: 03486121

DEBANJAN MANDAL
Digitally signed by DEBANJAN MANDAL
Date: 2020.05.11 16:10:19 +05'30'

Debanjan Mandal
Director
DIN: 00469622

RAMA KANT

Rama Kant
Company Secretary

KUMAR TANMAY

Kumar Tanmay
Chief Financial Officer

Place : Kolkata
Date : 11th May, 2020

1. Corporate Information

These special purpose interim Consolidated Ind AS financial statements ("Financial Statements") comprise special purpose interim Standalone Ind AS financial statements of Spencer's Retail Limited (formerly known as RP-SG Retail Limited) ("the Company") and its subsidiaries (collectively, "the Group") as at and for the period ended 31st December 2019. The Company was incorporated as RP-SG Retail Limited, a public limited company incorporated under the provisions of the Companies Act, 2013 ("the Act"), pursuant to a certificate of incorporation dated February 8, 2017, 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 Group is primarily engaged in developing, conducting, and promoting organised retail and operates departmental and neighborhood stores under various formats across the country.

Information on the Group's structure is provided in Note 2.1(c) Information on other related party relationships of the Group is provided in Note 37.

2.1 Basis of preparation

(a) Statement of compliance

These Financial Statements have been prepared in accordance with the requirements of Indian Accounting Standards ('Ind AS') 34: Interim Financial Reporting, notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III (Ind AS compliant Schedule III) to the Companies Act, 2013, ('the Act'), as applicable to the Financial Statements.

These Financial Statements of the Group for the nine months period ended 31st December 2019 were approved by the Board of Directors in their meeting held on 11th May, 2020.

(b) Purpose

These Financial Statements have been prepared to enable preparation of Restated Consolidated summary statements of the Company and its Subsidiaries ("Group") as at and for the nine months period ended 31st December 2019, as required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 [Last amended on March 22, 2019], for use in connection with the proposed offering of equity shares on rights basis under section 23(1)(c) of the Act, as approved by the Board of Directors in its meeting held on 11th February, 2020.
These are complete financial statements prepared in accordance with Ind AS 34 Interim Financial Reporting.

(c) Changes in accounting policies and disclosures

New and amended standards
These Financial Statements have been prepared as per accounting policies as applied consistently in earlier years other than the changes as detailed below:

Ind AS- 116 - "Leases" supersedes Ind AS 17 "Leases" including evaluating the substance of transactions involving the legal form of a lease. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model.

Lessor accounting under Ind AS 116, Lessors will continue to classify leases as either operating or finance leases under similar principles as in Ind AS 17. Therefore, Ind AS 116 did not have any impact for leases where the Group is the lessor.
Effective 1st April 2019, the Group adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on 1st April 2019 using the modified retrospective method and has taken the cumulative adjustment to retained earnings, on the date of initial application. Consequently, the Group recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the right of use asset at its carrying amount as if the standard had been applied since the commencement date of the lease, but discounted at the Group's incremental borrowing rate at the date of initial application. Comparatives as at and for the year ended 31st March 2019 have not been retrospectively adjusted and therefore will continue to be reported under the accounting policies as per Ind AS 17 'Leases' applicable till 31 March, 2019.

On transition, the adoption of the new standard resulted in recognition of 'Right-of-Use' asset of ₹38,926.24 Lakhs and a lease liability of ₹50,900.05 Lakhs (refer Note 31). The cumulative effect of applying the standard, amounting to ₹14,281.05 Lakhs was debited to retained earnings . In the current period , operating lease expenses which were recognised as other expenses in previous periods is now recognised as depreciation expense for right-of-use asset and finance cost for interest accrued on lease liability. Pursuant to above, loss before tax for the nine months ended 31st December 2019 is increased by ₹ 1591.56 Lakhs and to this extent, results for the nine months ended 31st December 2019 are not comparable with previous period.

The following is the summary of practical expedients elected on initial application:

1. Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application.

2. Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application.

3. Applied the practical expedient to grandfather the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17.

(d) Basis of measurement

The financial statements have been prepared on accrual basis under historical cost convention, except for the following assets and liabilities, which have been measured at fair value as required by the relevant Ind AS :

- Certain Financial Assets and Liabilities (refer accounting policy regarding Financial Instruments);
- Defined Employee Benefits Plan

- Contingent consideration

(e) Basis of consolidation

The interim consolidated Ind AS financial statements have been prepared on the basis of interim standalone Ind AS financial statements of Spencer's Retail Limited and its wholly owned subsidiary, namely, Omnipresent Retail India Private Limited and special purpose standalone Ind AS financial statements of Natures Basket Limited (prepared by their respective management in accordance with Ind AS 34). Both the subsidiaries have been fully consolidated.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies. The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company.

Consolidation procedure:
(i) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

(ii) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

(iii) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Group Information
Information about subsidiaries
The consolidated financial statement of the Group includes the subsidiaries listed in the table below :

Name	Principal Activities	Country of incorporation	Equity Interest (%) 31st December 2019	Equity Interest (%) 31st March 2019
Omnipresent Retails India Private Limited	E-Commerce	India	100	100
Natrue's Basket Limited	Organised retail stores	India	100	NA

(f) Functional and presentation currency

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

(g) Use of estimates and judgments

The preparation of these 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. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities, affected in 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 20 & 30 (a)
(iv) Measurement of defined benefit obligations: key actuarial assumptions - Note 36
(v) Impairment of financial assets: key assumptions used in estimating recoverable cash flows - Note 38
(vi) Non recognition of deferred tax assets - Note 34
(vii) Transition policy, choice, discounting rate and lease term for accounting of Right-of-use assets and lease liabilities under Ind AS 116 - Note 2.1(c), 2.2(n) & 31
(viii) Fair valuation of assets and liabilities acquired in a business combination - Note 42(ii) & 2.2(p)(i)

2.2 Significant accounting policies

(a) Current and non-current classification
An asset is treated as current when it is:
- Expected to be realised or intended to be sold or consumed in normal operating cycle or
- Held primarily for the purpose of trading or
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

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

The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.
The Group classifies all other liabilities as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.

(b) Foreign currency transactions

Transactions in foreign currencies are translated into the functional currency of the Group 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.

(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 non refundable duties and taxes, 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. Trade discounts and rebates are deducted from the purchase price.

Expenditure incurred in setting up of stores are capitalised as a part of leasehold improvements. Expenditure in respect of improvements, etc. carried out at the rented / leased premises are capitalised upto 31st March 2019. With effect from 1st April 2019 restoration cost is capitalised with right-of-use assets.

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.

(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. Expenditure in respect of improvements, etc. carried out at the rented / leased premises are depreciated over the initial period of lease or useful life of assets, whichever is lower.
The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

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	7.5 to 25 years

Based on the internal assessment carried out by the in-house technical team and management believes that the residual value and useful lives as given above best represents the period over which management expects to use these assets. Hence, the useful lives for these assets are different from the useful lives as prescribed under part C of schedule II of the companies act 2013.

(iii) Impairment of non financial assets

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.

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

Capital work-in-progress includes cost of property, plant and equipment under installation / under development net off impairment loss, if any, as at the balance sheet date. Directly attributable expenditure incurred on project under implementation are shown under CWIP. At the point when an asset is capable of operating in the manner intended by management, the capital work in progress is transferred to the appropriate category of property, plant and equipment.

(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 using straight line method over the period of their expected useful lives. Estimated useful lives of intangible assets are as follows:

Class of assets	**Management estimate of useful life**
Computer softwares	6 to10 years
Know-how and licenses	10 years
Designs	3 years
Goodwill	Indefinite life
Brand	Indefinite life

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss. when the asset is derecognised.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

(e) Inventories

Inventories of traded goods, finished goods and packing materials are valued at lower of cost and net realisable value. Cost of inventories comprise costs of purchase 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

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(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 (FVTPL), and
- financial assets designated at fair value through Other Comprehensive Income (FVTOCI) (equity instruments)

The classification of financial assets depends on the Group'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. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. 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, alternative investment fund are accounted for at fair value and the changes in fair value are recognised in the Statement of Profit and Loss.

Financial assets designated at FVTOCI (equity instruments)- Financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling. Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group’s consolidated balance sheet) when:
- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a ‘pass-through’ arrangement; and either (a) the group has transferred substantially all the risks and rewards of the asset, or (b) the group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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

Impairment of financial assets

The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

(ii) Financial Liabilities

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. Interest-bearing loans and borrowings are measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

A financial liability (or a part of financial liability) is de-recognised from Group'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.

(iv) Fair value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.
Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:
- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.
The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.
A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

(g) Cash and cash equivalents

Cash and cash equivalent (including for Statement of Cash Flows) comprise cash at banks, cash on hand and short-term deposits with an original maturity of less than three months, 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 Group 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.

(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 Group's gratuity benefit scheme is a defined benefit plan. The Group'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 Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plans.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.
Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the consolidated statement of profit and loss:
- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income.

(iv) Compensated absences

The employees of the Group 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 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 Group 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.

When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

Decommissioning liability

Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The unwinding of the discount is expensed as incurred and recognised in the statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate.

(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 Group 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 Group collects Goods and Service Tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Group. Accordingly, they are excluded from revenue.

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

The Group 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 Group has contracts with concessionaire whereby it facilitates in the sale of products of these concessionaires. Thus, the Group 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 Group does not provide any distinct good or service are considered as a reduction of purchase costs.

Loyalty Program
Sales is allocated between the loyalty programme and the other components of the transaction at fair value. The amount allocated to the loyalty programme is deferred, and is recognised as revenue when the Group has fulfilled its obligations to supply the discounted products under the terms of the programme or when it is no longer probable that the points under the programme will be redeemed.

Contract liabilities
A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

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.

Dividend income

Dividend income is recognised only when the right to receive the same is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of dividend can be measured reliably.

(l) Interest income

Interest income is recognised 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

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Group makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Group considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to its operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

The Group as a lessee

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

At the date of commencement of the lease, the Group recognizes a right of use asset (ROU) and a corresponding lease liability for all lease arrangements, in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and non lease components (like maintenance charges, etc.). For these short-term leases and non lease components, the Group recognizes the lease rental payments as an operating expense.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The Right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

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

The lease liabilities are initially measured at the present value of the future lease payments. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable and amounts expected to be paid under residual value guarantees. Variable lease payments that do not depend on an index or a rate are recognised as expenses.

The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates for similar term of borrowing as the leases, for the Group. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option.

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

The group has the following policy applicable till 31st March 2019 Ind As - 17 "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 Group 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 Group as per specific lease terms.

The Group as a lessor

Leases for which the Group is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

(o) Income tax

(i) Current tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes 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.

Deferred tax liabilities are recognised for all taxable temporary differences, except:
When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

The gains or losses resulting from translations of monetary assets and liabilities are included in net profit in the Statement of Profit and Loss.

(p) Business combination

(i) Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses.

Goodwill is tested for impairment annually, or more frequently when there is an indication that it may be impaired. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

(ii) 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) Compound instrument - Non cumulative preference share

Non-cumulative non-convertible redeemable preference shares where payment of dividend is discretionary and which are mandatorily redeemable on a specific date, are classified as compound instruments. The fair value of liabilities portion is determined by discounting amount repayable at maturity using market rate of interest. Difference between proceed received and fair value of liability on initial recognition is included in equity, net of tax effects and not measured subsequently. Liability component of non-convertible redeemable preference shares are subsequently measured at amortised cost. The interest on these non-convertible redeemable preference shares are recognised in profit or loss as finance costs.

(r) Segment reporting

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

(s) Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

(t) Earnings per share

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

(u) Cash flow statement

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

(v) Measurement of EBITDA

The Group has elected to present Earnings (including interest income) before Interest expense, tax, depreciation and amortisation (EBITDA) as a separate line item on the face of the Statement of Profit and Loss.

(w) Changes in accounting policies and disclosures due to new and amended standards having no material impact

Following are the amendments and interpretations issued during the nine months period ended 31st December 2019, but either are not applicable on the Group or do not have a material impact on these financial statements of the Group :

- Amendments to Ind AS 109 - Prepayment Features with Negative Compensation
- Amendments to Ind AS 19 - Plan Amendment, Curtailment or Settlement
- Amendments to Ind AS 28 - Long-term interests in associates and joint ventures
- Annual improvement to Ind AS 103 - Business Combinations
- Annual improvement to Ind AS 111 - Joint Arrangements
- Annual Improvement to Ind AS 23 - Borrowing Costs
- Appendix C to Ind AS 12 Uncertainty over Income Tax Treatment
- Annual improvement on - Income tax

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 31st March 2018	**8,933.37**	**4,376.46**	**1,748.25**	**19.55**	**6,508.14**	**138.74**	**21,724.51**
Additions during the year	1,985.01	941.32	460.41	-	1,362.03	8.26	4,757.03
Disposals during the year	36.12	56.48	8.10	-	173.93	-	274.63
As at 31st March 2019	**10,882.26**	**5,261.30**	**2,200.56**	**19.55**	**7,696.24**	**147.00**	**26,206.91**
Acquired in a Business Combination [(refer note no. 42(ii) & 2.2(p)(i)]	2,033.50	1,299.58	146.76	0.69	1,061.73	188.01	4,730.27
Additions during the period	1,451.51	358.35	128.00	-	674.39	5.32	2,617.57
Disposals during the period	37.28	-	16.69	-	20.75	-	74.72
As at 31st December 2019	**14,329.98**	**6,919.23**	**2,458.63**	**20.24**	**9,411.61**	**340.33**	**33,480.03**
Accumulated depreciation							
As at 31st March 2018	**2,395.22**	**1,124.58**	**1,101.78**	**18.22**	**2,812.26**	**27.67**	**7,479.73**
Depreciation for the year (refer note 27)	725.78	497.56	321.71	0.50	696.83	15.13	2,257.51
Disposals for the year	32.80	48.89	3.88	-	150.93	-	236.50
As at 31st March 2019	**3,088.20**	**1,573.25**	**1,419.61**	**18.72**	**3,358.16**	**42.80**	**9,500.74**
Depreciation for the period (refer note 27)	1,278.11	507.92	252.99	0.38	551.50	41.82	2,632.72
Disposals for the period	37.28	-	0.38	-	13.26	-	50.92
As at 31st December 2019	**4,329.03**	**2,081.17**	**1,672.22**	**19.10**	**3,896.40**	**84.62**	**12,082.54**
Net carrying amount							
As at 31st March 2019	**7,794.06**	**3,688.05**	**780.95**	**0.83**	**4,338.08**	**104.20**	**16,706.17**
As at 31st December 2019	**10,000.96**	**4,838.06**	**786.41**	**1.14**	**5,515.21**	**255.71**	**21,397.49**

₹ in Lakhs

4. Other Intangible assets & Goodwill

	Computer softwares	Know-how and licenses	Designs	Brand #	Goodwill	Total
Gross carrying amount						
As at 31st March 2018	**1,276.27**	**295.05**	**-**	**8,625.00**	-	**10,196.32**
Additions during the year	108.98	-	116.73	-	-	225.71
As at 31st March 2019	**1,385.25**	**295.05**	**116.73**	**8,625.00**	**-**	**10,422.03**
Acquired in a Business Combination [(refer note no. 42(ii) & 2.2(p)(i)]	103.82	-	-	11,174.00	15,651.78	26,929.60
Additions during the period	109.89	-	156.44	-	-	266.33
As at 31st December 2019	**1,598.96**	**295.05**	**273.17**	**19,799.00**	**15,651.78**	**37,617.96**
Accumulated amortisation						
As at 31st March 2018	**391.78**	**178.03**	**-**	**-**	**-**	**569.81**
Amortisation for the year (refer note 27)	207.18	54.66	23.56	-	-	285.40
As at 31st March 2019	**598.96**	**232.69**	**23.56**	**-**	**-**	**855.21**
Amortisation for the period (refer note 27)	352.36	29.46	44.11	-	-	425.93
As at 31st December 2019	**951.32**	**262.15**	**67.67**	**-**	**-**	**1,281.14**
Net carrying amount						
As at 31st March 2019	**786.29**	**62.36**	**93.17**	**8,625.00**	**-**	**9,566.82**
As at 31st December 2019	**647.64**	**32.90**	**205.50**	**19,799.00**	**15,651.78**	**36,336.82**

Net Book Value	**As at 31st December 2019 ₹ in Lakhs**	**As at 31st March 2019 ₹ in Lakhs**
Goodwill [refer note 42(ii)]	15,651.78	-
Other Intangible Assets	20,685.04	9,566.82
	36,336.82	**9,566.82**

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. They are tested for impairment annually.

5. Inventories

(at the lower of cost and net realisable value)

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
Raw materials	88.48	78.01
Finished goods	51.07	36.85
Stock-in-trade	26,126.69	26,567.08
Packing materials	368.04	300.19
	26,634.28	**26,982.13**

6. Investments

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
(i) Non-current		
Unquoted		
Investments in equity instruments (At FVTOCI)		
Retailer's Association of India: 10,000 equity shares (31st March 2019: 10,000 equity shares) of ₹ 10 each, fully paid up	1.00	1.00
Investments in equity instruments (At FVTPL)		
The Saraswat Co-operative Bank Limited: 2,500 Equity Shares of ₹10/- each fully paid (31st March 2019: Nil)	7.36	-
Investment in government securities (At amortised cost)	31.92	-
Investment in Alternative Investment Fund (At FVTPL)		
Fireside Ventures Investment Fund I : 1,307.196 units (31st March 2019: 1,104.696 units) of face value ₹ 100,000 each	1,888.67	1,275.21
	1,928.95	**1,276.21**
(ii) Current		
Quoted		
Investment in mutual fund (at FVTPL)		
ICICI Prudential Liquid Fund - Direct Plan - Growth: 34,39,015.918 Units of ₹ 289.612 each (31st March 2019 : Nil)	9,959.81	-
IDFC Ultra Short Term Fund - Direct Plan - Growth: Nil units (31st March 2019: 9,272,911.634 Units of ₹ 10.605 each)	-	983.39
	9,959.81	**983.39**
Aggregate book value of quoted investment	9,959.81	983.39
Aggregate market value of quoted investments	9,959.81	983.39
Aggregate value of unquoted investments	1,928.95	1,276.21

7. Trade receivables
(Unsecured)

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
Considered good	7,864.86	4,476.99
Impairment Allowance (allowance for bad and doubtful debts)	670.58	175.74
	8,535.44	4,652.73
Less: allowance for credit impaired receivable	(670.58)	(175.74)
	7,864.86	**4,476.99**

Refer note 37 for receivables from related parties.

8. Cash and cash equivalents

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
Balance with banks in current accounts	1,479.12	1,384.90
Balance with credit card, e-wallet companies and others	607.11	777.31
Cash on hand	557.36	664.74
	2,643.59	**2,826.95**

9. Bank balances other than Cash and cash equivalents above

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
Deposits with original maturity of more than 3 months and less than 12 months	2.00	19,162.56
	2.00	**19,162.56**

10. Loans
(Unsecured)

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
(i) Non-current		
Security Deposits		
- Considered good	5,367.54	3,362.17
- Significant increase in credit risk	15.78	13.42
- Credit impaired	131.99	131.99
	5,515.31	3,507.58
Impairment allowance:		
- Significant increase in credit risk	(15.78)	(13.42)
- Credit impaired	(131.99)	(131.99)
	(147.77)	(145.41)
	5,367.54	**3,362.17**
(ii) Current		
Security Deposits		
- Considered good	357.03	-
- Credit impaired	91.22	-
	448.25	-
Impairment allowance:		
- Credit impaired	(91.22)	-
	357.03	**-**
Employee Loans & Advances		
- Considered good	2.21	-
- Credit impaired	78.00	-
	80.21	-
Impairment allowance:		
- Credit impaired	(78.00)	-
	(78.00)	-
	2.21	**-**
	359.24	**-**

11. Other financial assets
(Unsecured and considered good)

		As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
(i)	**Non-current**		
	Bank deposits with original maturity of more than 12 months	56.72	-
	Margin money deposit *	256.27	171.31
	Interest accrued on bank deposits	1.73	2.79
	Advances to employees	-	1.13
	Employee Benefits Plan Assets [refer note 36(c)]	11.90	-
		326.62	**175.23**
(ii)	**Current**		
	Bank deposits with original maturity of more than 12 months	2.00	2.00
	Interest accrued on bank deposits	0.09	17.35
	Advances to employees	76.19	39.86
	National savings certificates pledged with government authorities #	15.26	-
	Other receivables	86.89	84.18
		180.43	**143.39**

* Margin money deposit of ₹ 256.27 Lakhs (31st March 2019: ₹ 171.31 Lakhs) are encumbered with banks against bank guarantees.
# Pledged with excise department for liquor license.

12. Other assets
(Unsecured and considered good)

		As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
(i)	**Non-current**		
	Capital advances	74.36	39.48
	Advances other than capital advances :		
	Prepaid expenses	1.19	2,032.89
	Deposits for claims and tax disputes	148.11	34.72
		223.66	**2,107.09**
(ii)	**Current**		
	Advance for goods and services	1,598.02	650.30
	Prepaid expenses	565.75	1,067.87
	Balances with government authorities	1,272.93	925.44
		3,436.70	**2,643.61**

13. Equity share capital

	As at 31st December 2019		As at 31st March 2019	
	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
	79,534,226	**3,976.71**	**79,534,226**	**3,976.71**

* 0.01% non-cummulative non-convertible redeemable preference shares of ₹ 100 each issued are classified as financial liability [refer note 16(i)].

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

	As at 31st December 2019		As at 31st March 2019	
	No. of shares	₹ in Lakhs	No. of shares	₹ in Lakhs
Equity shares				
At the beginning of the period	79,534,226	3,976.71	-	-
Equity shares alloted pursuant to the Scheme [(refer note no. 42(i) ,2.2 (p)(ii) & Note (i) below]	-	-	79,534,226	3,976.71
At the end of the period	**79,534,226**	**3,976.71**	79,534,226	3,976.71

(i) 79,534,226 equity shares of ₹ 5 each amounting to ₹ 3,976.71 Lakhs is the equity share capital of the Holding Company effective from 1st October 2017 as per the scheme of arrangement approved by the NCLT. The aforesaid shares were pending allotment as on 31st March 2018. 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 Holding 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 Group, the holders of equity shares will be entitled to receive remaining assets of the Group, 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 December 2019		As at 31st March 2019	
	No. of shares	%	No. of shares	%
Rainbow Investments Limited	38,032,979	47.82%	38,032,979	47.82%

(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 December 2019	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	3,976.71	3,976.71	-	-
Preference shares of ₹ 100 each allotted as fully paid-up pursuant to the Scheme [(refer note no. 42(i) & 2.2(p)(ii)]	91.03	85.47	-	-

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

14. Other equity

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
Capital reserve		
Balance as at beginning of the period	56,133.85	56,133.85
Balance as at end of the period	**56,133.85**	**56,133.85**
Retained earnings		
Balance as at beginning of the period	(5,298.06)	(5,398.37)
Adjustment on account of adoption of Ind AS 116 Leases [refer note 2.1(c) & note 31]	(14,281.05)	-
Profit / (loss) for the period	(8,436.00)	239.44
Remeasurement of defined benefit plans	(4.16)	(139.13)
Balance as at end of the period	**(28,019.27)**	**(5,298.06)**
	28,114.58	**50,835.79**

Note :

(a) Capital Reserves represents amount transferred pursuant to the scheme [refer note 42(i)]
(b) Retained earnings includes reserves created out of profits and actuarial gains / losses on defined benefit plans.

15. Borrowings

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
(i) Non- Current Borrowings		
(Secured)		
(A) Term Loan From Banks	5,709.84	-
(B) Term Loan From Financial Institution	5,596.47	-
Less : Current Maturity of long term debt transferred to other financial liabilities	2,023.12	-
Less : Unamortised Borrowing Cost	58.90	-
	9,224.29	**-**

1. Security & Other Terms

Term Loan from Banks

a) Out of the Term loan from banks in respect of (A) above, Rs. 3,000.00 Lakhs loan is secured by first Pari Passu charge by way of mortgage over moveable fixed assets including plant and equipment of the parent company and second Pari Passu charge by way of hypothecation on the entire current assets of the parent company. The loan carries an interest rate @ 6 months MCLR plus 0.1% p.a. i.e. 9.95% p.a. The said loan is payable after 9 month from the date of disbursment in 18 equal quarterly installment of Rs 166 lakhs each.

b) Rs. 2,709.84 Lakhs in respect of (A) above pertaining to a subsidiary, is secured by hypothecation of moveable plant and machinery, furniture, fixtures consisting of refrigeration and interior work, both present and future of funded stores of the subsidiary. The loan carries an interest rate of 10.60% p.a.

Term Loan from Financial Institution

Term loan from Financial Institution in respect of (B) above pertaining to a subsidiary is secured by hypothecation of the Fixed Assets and Current Assets of the funded stores of the subsidiary. Out of the above, balance of Rs. 96.47 Lakhs carries interest of 9.70% p.a. and balance of Rs. 5,500.00 Lakhs carries interest of 11.25%. p.a.

c) Major terms of repayment of Non current borrowings

₹ in Lakhs

Maturity profile of non current borrowings outstanding as on 31st December 2019	**Term Loan**
Payable within 1 year	2,023.12
Payable between 1 and 3 years	4,366.60
Payable between 3 and 5 years	3,799.30
Payable after 5 years	1,117.29

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
(ii) Current Borrowings		
Working Capital Loan from bank (secured)	4,000.00	-
Invoice financing facility from bank (unsecured)	4,316.55	-
Overdraft facility from bank (unsecured)	1,496.90	-
	9,813.45	**-**

1. Security & Other Terms

a) Working Capital loan from bank in respect of the parent company is secured by first part passu charge by way of hypothecation over entire current assets of the parent company and Second part passu charge by way of hypothecation over moveable fixed assets of the parent company. Working Capital loan carries interest @ 9.95% p.a. and payable at monthly rest.

b) Invoice financing facility in respect of the parent company carries an interest rate of @ 9.95% p.a.

c) Overdraft facility with bank pertaining to one of the subsidiary carries an interest rate @ 10.95% p.a.

16. Other financial liabilities

(i) Non Current	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
Non-cumulative non-convertible redeemable preference shares		
0.01% non-cumulative non-convertible redeemable preference shares of ₹ 100 each: 500,000 shares (31st March 2019: 500,000 shares) issued pursuant to the Scheme [(refer note no. 42(i) & 2.2(p)(ii)]	91.03	85.47
	91.03	**85.47**

Rights, preferences and restrictions attached to preference shares :

500,000, non-cumulative non-convertible redeemable (31st March 2019: 500,000) preference shares of ₹ 100 each carrying dividend @ 0.01% per annum are redeemable at par after 20 years from the date of allotment.

(ii) Current	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
Current maturities of long term debt (refer note 15)	2,023.12	-
Interest accrued but not due on borrowings	140.35	-
Sundry deposits	436.21	369.64
Liability for capital goods	492.84	788.66
Payable to employees	588.84	976.64
Others	1.34	-
	3,682.70	**2,134.94**

17. Contract liabilities

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
Advances from customers	1,088.63	393.82
Customer Loyalty Program Liabilities	77.00	-
	1,165.63	**393.82**

18. Trade payables

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
Total outstanding dues of Micro enterprise and small enterprises (refer note 32)	304.88	67.50
Total outstanding dues of creditors other than Micro enterprise and small enterprises	40,836.49	31,137.46
	41,141.37	**31,204.96**

Refer note 37 for dues to related parties.

Micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) have been identified by the Company on the basis of the information available with them and the auditors have relied on the same.

19. Other current liabilities

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
Other Liabilities	783.61	-
Statutory dues	693.53	480.36
Other payables	15.93	-
	1,493.07	**480.36**

20. Provisions

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
(i) Non-current		
Provisions for employee benefits :		
Provision for gratuity (refer note 36)	315.33	281.00
Provision for compensated absences	283.98	241.28
	599.31	522.28
Other provisions :		
Provision for decommissioning liability [refer note (a) below]	328.01	300.45
	927.32	**822.73**
(ii) Current		
Provisions for employee benefits :		
Provision for gratuity (refer note 36)	19.00	40.35
Provision for compensated absences	58.31	18.07
	77.31	58.42
Other provisions :		
Provision for tax disputes [refer note (b) below]	311.11	179.73
Provision for claims on leased properties [net off amount deposited - refer note (c) below]	1,183.05	1,183.05
	1,494.16	1,362.78
	1,571.47	**1,421.20**

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 :

	For the nine months ended 31st December 2019 ₹ in Lakhs	For the year ended 31st March 2019 ₹ in Lakhs
Opening balance	**300.45**	**246.83**
Provision created during the period	9.98	30.72
Unwinding of interest during the period	17.58	22.90
Closing balance	**328.01**	**300.45**

(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 crystallizing against the Group in due course.

	For the nine months ended 31st December 2019 ₹ in Lakhs	For the year ended 31st March 2019 ₹ in Lakhs
Opening balance	**179.73**	**293.53**
Acquired in a Business Combination [(refer note no. 42(ii) & 2.2(p)(i)]	195.00	-
Provision created / (reversed) during the period	(58.00)	(0.54)
Paid during the period	(5.62)	(113.26)
Closing balance *	**311.11**	**179.73**

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

(c) Retailers Association of India (RAI) of which the Group 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 Group 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 Group has also been making provision for service tax on rent from October 2011 onwards, the balance whereof as on 31st December 2019 is ₹ 1,183.05 Lakhs (31st March 2019: ₹ 1,183.05 Lakhs).

	For the nine months ended 31st December 2019 ₹ in Lakhs	For the year ended 31st March 2019 ₹ in Lakhs
Opening balance	1,183.05	1,172.42
Provision created/ (reversed) during the period	-	46.78
Provision paid during the period	-	(36.15)
Closing balance	**1,183.05**	**1,183.05**

21. Revenue from operations

	For the nine months ended 31st December 2019 ₹ in Lakhs	For the nine months ended 31st December 2018 ₹ in Lakhs
Sale of goods	207,953.58	173,858.43
Sale of concessionaire products	3,070.05	2,973.93
Total	211,023.63	176,832.36
Less: Tax	(18,151.18)	(16,227.41)
Less: Cost of goods sold for concessionaire products	(2,364.73)	(2,253.88)
	190,507.72	**158,351.07**
Other operating revenue		
-Display Income	5,792.19	5,169.71
-Others	3,722.46	2,852.36
	200,022.37	**166,373.14**

22. Other income

	For the nine months ended 31st December 2019 ₹ in Lakhs	For the nine months ended 31st December 2018 ₹ in Lakhs
Interest income		
- Bank deposits	370.38	1,227.74
- Security deposits	246.92	181.41
- Others	7.32	6.33
Gain on sale of investments	155.95	53.98
Fair value gain on investments	571.56	151.16
Net gain on sales of property, plant and equipment	9.02	26.32
Gain on cancellation/termination of lease	72.36	-
Miscellaneous income *	487.99	378.34
	1,921.51	**2,025.28**

* includes provision / liabilities no longer required written back.

23. Cost of raw materials consumed

	For the nine months ended 31st December 2019 ₹ in Lakhs	For the nine months ended 31st December 2018 ₹ in Lakhs
Inventories at the beginning of the period	78.01	79.29
Purchases during the period	560.48	552.37
	638.49	631.66
Less: Inventories at the end of the period	88.48	91.14
	550.01	**540.52**

24. Changes in inventories of finished goods and Stock-in-Trade

	For the nine months ended 31st December 2019 ₹ in Lakhs	For the nine months ended 31st December 2018 ₹ in Lakhs
Inventories at the beginning of the period	26,603.93	23,898.12
Less: Inventories at the end of the period	26,177.76	25,807.50
	426.17	**(1,909.38)**

25. Employee benefits expense

	For the nine months ended 31st December 2019 ₹ in Lakhs	For the nine months ended 31st December 2018 ₹ in Lakhs
Salaries, wages and bonus	12,776.37	10,543.41
Gratuity defined benefit plan [refer note 36]	93.32	44.13
Contribution to provident and other funds	893.74	602.43
Staff welfare expenses	462.11	469.81
	14,225.54	**11,659.78**

26. Other expenses

	For the nine months ended 31st December 2019 ₹ in Lakhs	For the nine months ended 31st December 2018 ₹ in Lakhs
Power and fuel	4,527.60	3,366.94
Freight	392.90	142.45
Rent [refer note 2.1(c) & 31]	2,159.39	8,170.57
Repairs and maintenance		
- Buildings	300.40	234.15
- Others	2,479.90	2,016.14
Insurance	116.71	52.13
Rates and taxes	819.79	383.83
Advertisement and selling expenses	3,980.61	2,746.11
Packing materials consumed	537.20	429.89
Travelling and conveyance	423.42	320.97
Auditor's remuneration- Statutory audit fees	76.87	9.24
Communication expenses	430.29	160.18
Printing and stationery	240.66	206.07
Legal and consultancy expenses	996.76	380.10
Housekeeping expenses	2,991.99	2,260.94
Security expenses	1,510.08	1,224.88
Impairment Allowance (allowance for bad and doubtful debts)	494.84	148.36
Miscellaneous expenses	1,063.65	703.40
	23,543.06	**22,956.35**

27. Depreciation and amortisation

	For the nine months ended 31st December 2019 ₹ in Lakhs	For the nine months ended 31st December 2018 ₹ in Lakhs
Depreciation of property, plant and equipment (refer note 3)	2,632.72	1,655.83
Depreciation on right-of-use assets (refer note 31)	6,445.23	-
Amortisation of intangible assets (refer note 4)	425.93	199.98
	9,503.88	**1,855.81**

28. Finance costs

	For the nine months ended 31st December 2019 ₹ in Lakhs	For the nine months ended 31st December 2018 ₹ in Lakhs
Interest expense		
Borrowings	1,160.16	-
Lease liabilities	4,126.03	-
Preference shares	5.57	5.56
Unwinding of decommissioning liability	17.58	16.88
Others	-	20.56
Other costs	482.17	549.09
	5,791.51	**592.09**

29. Earning per share (EPS)

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

	For the nine months ended 31st December 2019	For the nine months ended 31st December 2018
Profit / (loss) for the period (₹ in Lakhs)	(8,436.00)	56.60
Weighted average number of equity shares*	79,534,226	79,534,226
Earnings per share – basic and diluted (face value of ₹ 5 each)	(10.61)	0.07

* Not annualised

30. Commitments and contingencies

(a) Contingent liabilities

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
Contingent liabilities not provided for in respect of:		
(i) Sales tax / Value Added Tax (VAT) demands under appeal	1,161.02	1,027.87
(ii) Service Tax demands under appeal	553.89	553.89
(iii) Claims against the Group not acknowledged as debt	4,700.14	4,612.40

There are numerous interpretative issues relating to the Supreme Court judgment dated 28th February 2019 on Provident Fund (PF) on the inclusion of allowances for the purpose of PF contribution as well as its applicability of effective date. As a matter of caution, the Group has made a provision on a prospective basis from the date of the judgment. The Group is evaluating and seeking inputs regarding various interpretative issues and its impact.

(b) Commitments

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
(i) Estimated amount of contracts remaining to be executed on capital account not provided for (net of advances)	647.53	129.04
(ii) for Investments	172.50	375.00
(iii) for Investments - Subsidiaries	1,658.00	

(c) Operating lease commitments (Group as Lessee) till 31st March 2019

Retail stores are taken by the group 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 group. There are no restrictions imposed by these lease arrangements. The details of lease rentals payable are given below:

	As at 31st December 2018 ₹ in Lakhs
Lease expenses for the period	8,170.57

	As at 31st March 2019 ₹ in Lakhs
Future minimum lease payments:	
(i) Within 12 months	8,752.77
(ii) Between 2 and 5 years	34,859.62
(iii) Beyond 5 years	71,112.75

31. Ind AS - 116 Leases

The effect of adoption Ind AS 116 as at 1st April 2019 (increase/(decrease)) is, as follows:

Assets	
Right-of-use asset	38,926.24
Other Asset - Non Current*	(2,032.24)
Other Asset - Current*	(275.00)
Total Assets	**36,619.00**
Liabilities	
Lease Liabilities	50,900.05
Total Liabilities	**50,900.05**
Total Adjustment on equity - Retained Earnings	**(14,281.05)**

* Represents ₹ 2032.24 Lakhs & ₹ 275.00 Lakhs on account of prepaid expenses on fair valuation of security deposits, re-classed from Other Non-Current Assets & Other Current Assets respectively.

The movement in right-of-use ("ROU") assets and lease liabilities are as below :

ROU Assets :	**Building**
Particulars	**₹ in Lakhs**
Balance as of 1st April 2019 *	**38,926.24**
Acquired in a Business Combination [(refer note no. 42(ii) & 2.2(p)(i)]	13,345.46
Additions	8,370.49
Deletions	(1,523.28)
Depreciation	(6,445.23)
Balance as of 31st December 2019	**52,673.68**

* Includes ₹ 2032.24 Lakhs & ₹ 275.00 Lakhs on account of prepaid expenses on fair valuation of security deposits, re-classed from Other Non-Current Assets & Other Current Assets respectively.

The aggregate depreciation on right-of-use assets is included under depreciation and amortization expenses in the statement of profit and loss [refer note 27]

Lease Liabilities :

Particulars	**₹ in Lakhs**
Balance as of 1st April 2019	50,900.05
Acquired in a Business Combination [(refer note no. 42(ii) & 2.2(p)(i)]	12,871.63
Additions	8,020.00
Interest expense incurred during the period	4,126.03
Deletions	(1,136.24)
Payment of lease liabilities*	(8,073.56)
Balance as of 31st December 2019	**66,707.91**

* Includes Rs. 4,126.03 lakhs on account of interest expense.
The aggregate interest incurred on lease liabilities is included under finance cost in the statement of profit and loss [refer note 28]

The following is the break-up of current and non-current lease liabilities as at 31st December 2019

Particulars	**₹ in Lakhs**
Current lease liabilities	9,412.94
Non-current lease liabilities	57,294.97
Total	**66,707.91**

The table below provides details regarding the contractual maturities of lease liabilities as at 31st December 2019 on an undiscounted basis:

Particulars	**₹ in Lakhs**
Less than one year	14,065.13
One to five years	45,736.84
More than five years	38,597.64
Total	**98,399.61**

The lessee's weighted average incremental borrowing rate applied to lease liabilities on the date of initial application is 8.81% p.a.

Rent paid (excluding taxes) during the nine months ended 31st December 2019 amounts to ₹ 9,913.11 Lakhs
Rental expenses (excluding taxes) recorded for short term leases is ₹ 712.15 Lakhs
Rental expenses recorded for variable leases for the period ended 31st December 2019 is ₹ 1,156.48 Lakhs

The difference between the lease obligation recorded as of 31st March,2019 under Ind AS 17 disclosed under Note 30 (c) and discounted value of the lease liability as of 1st April ,2019 is primarily on account of management's estimate of extension and termination options reasonably certain to be exercised, in measuring the lease liability in accordance with Ind AS 116 and discounting the lease liabilities to the present value under Ind AS 116. The lease term considered is as per management's judgment and estimate in relation to cancellable lease agreement.

The following is the summary of practical expedients elected on initial application:
(i). Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application.
(ii). Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application.
(iii). Applied the practical expedient to grandfather the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17.

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

	As at 31st December 2019 ₹ in Lakhs	**As at 31st March 2019 ₹ 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	298.09	65.97
Interest	1.08	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	241.43	58.07
Interest	4.18	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	6.79	1.53

33. Contract balances under Ind AS 115

	As at 31st December 2019 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
Trade receivables	7,864.86	4,476.99
Contract liabilities	1,088.63	393.82

Trade receivables are non-interest bearing and are generally on terms of 15 to 90 days.
Contract liabilities include advances received from customers against sale of gift cards and prepaid cards. It also includes customer loyalty points not yet redeem

34. Deferred tax liabilities/(assets)

Reconciliation of tax expense and accounting profit :

	For the nine months ended 31st December 2019 ₹ in Lakhs	For the nine months ended 31st December 2018 ₹ in Lakhs
Deferred tax relating to assets and liabilities acquired in a Business Combination:		
-Deferred tax liabilities		
Brand	3,904.64	-
Others	190.51	-
-Deferred tax asset		
Others	(618.39)	-
	3,476.76	**-**
Charge to statement of profit & loss		
-Deferred tax liabilities		
Others	**(12.42)**	
	(12.42)	**-**

Deferred tax asset of ₹ 56,695.76 Lakhs (31st March 2019: ₹ 41,755.17 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 certainty of future taxable income when such losses would be set off and deferred tax assets be realised.

Accounting profit / (loss) before tax after other comprehensive income	**(8,452.58)**	**177.69**
Accounting profit / (loss) before tax after other comprehensive income of subsidiaries	(6,377.48)	(454.35)
Accounting profit / (loss) before tax after other comprehensive income of parent	(2,075.09)	632.04
Tax using Group's domestic tax rate at 33.384%*	-	211.00
DTA not recognized earlier utilized and effect of other temporary difference	-	211.00
MAT credit entitled not recognized	-	215.13
Tax expense recognised in profit or loss	**-**	**215.13**

* Consider it as Nil for 31st December 2019 because of losses.

Tax Losses Expiry

₹ in Lakhs

The following table summarises the expiry dates of the carried forward tax losses as at 31st December 2019 :

Sl. No.	Financial Year	Business Loss Expiry Year	Business Loss	Unabsorbed depreciation	Total
1	2001-02	-	-	325.32	325.32
2	2002-03	-	-	253.23	253.23
3	2003-04	-	-	368.30	368.30
4	2004-05	-	-	558.10	558.10
5	2005-06	-	-	549.85	549.85
6	2006-07	-	-	1,436.69	1,436.69
7	2007-08	-	-	5,002.34	5,002.34
8	2008-09	-	-	6,383.82	6,383.82
9	2009-10	-	-	5,287.11	5,287.11
10	2010-11	-	-	4,669.81	4,669.81
11	2011-12	-	-	4,549.81	4,549.81
12	2012-13	2020-21	13,562.76	4,238.73	17,801.49
13	2013-14	2021-22	12,874.81	4,400.25	17,275.06
14	2014-15	2022-23	13,867.29	4,521.84	18,389.13
15	2015-16	2023-24	15,550.50	4,613.97	20,164.46
16	2016-17	2024-25	14,667.64	4,464.45	19,132.10
17	2017-18	2025-26	6,225.92	2,829.11	9,055.03
18	2018-19	2026-27	6,797.06	2,184.58	8,981.64
		Total	83,545.98	56,637.31	140,183.29

35. Segment information

The Group has a single operating segment i.e. organised retailing. The Group at present operates only in India and therefore the analysis of geographical segment is not applicable to the Group. There are no customers contributing more than 10% of Revenue from operations

36. Assets and Liabilities relating to employee defined benefits

The Group 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 favourable 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 nine months ended 31st December 2019 ₹ in Lakhs	For the nine months ended 31st December 2018 ₹ in Lakhs	For the year ended 31st March 2019 ₹ in Lakhs
(a)	**Reconciliation of present value of defined benefit obligations**			
	Balance at the beginning of the period	**405.09**	**401.64**	**401.64**
	Acquired in a Business Combination [(refer note no. 42(ii) & 2.2(p)(i)]	163.57	-	-
	Current service cost	93.32	44.13	65.21
	Interest cost	24.41	11.37	18.60
	Benefits paid	(113.06)	(209.10)	(320.41)
	Actuarial (gain) / loss on defined benefit obligations	(47.55)	121.38	240.05
	- arising from changes in experience	(36.55)	116.97	240.13
	- Arising from changes in financial assumptions	(11.00)	4.41	(0.08)
	Balance at the end of the period	**525.78**	**369.42**	**405.09**
(b)	**Reconciliation of fair value of plan assets**			
	Balance at the beginning of the period	**83.74**	**73.25**	**73.25**
	Acquired in a Business Combination [(refer note no. 42(ii) & 2.2(p)(i)]	96.48	-	-
	Interest income	7.88	2.80	5.64
	Contributions by employer	180.00	211.52	261.52
	Benefits paid	(113.06)	(209.10)	(320.41)
	Actuarial gains / (losses)	(51.71)	2.27	63.74
	Balance at the end of the period	**203.33**	**80.74**	**83.74**
(c) (i)	**Net defined benefit plan assets [refer note 11]**	(11.90)	-	**-**
(c) (ii)	**Net defined benefit liabilities**			
	Present value of defined benefit obligations	525.78	369.42	405.09
	Fair value of plan assets	(203.33)	(80.74)	(83.74)
	Net defined benefit liabilities [refer note 20]	**334.35**	**288.68**	**321.35**
(d)	**Expense recognised in Statement of Profit or Loss**			
	Current service cost	93.32	44.13	65.21
	Interest cost	24.41	11.37	18.60
	Interest income	(7.88)	(2.80)	(5.64)
		109.85	**52.70**	**78.17**
(e)	**Remeasurement recognised in Other Comprehensive Income**			
	Actuarial (gain) / loss on defined benefit obligations	(47.55)	121.38	240.05
	Actuarial (gain) / loss on plan assets	51.71	(2.27)	(63.74)
		4.16	**119.11**	**176.31**

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

	For the nine months ended 31st December 2019	For the nine months ended 31st December 2018	For the year ended 31st March 2019
Investments with insurer	100%	100%	100%

(g) Actuarial assumptions

	For the nine months ended 31st December 2019	For the nine months ended 31st December 2018	For the year ended 31st March 2019
Discount rate	7.05% to 7.21%	7.60%	7.70%
Expected rate of return on assets	7.05% to 7.21%	7.60%	7.70%
Future compensation growth	4.60% to 6.00%	4.60%	4.60%
Average expected future service	12 to 28 years	23 years	23 years
Employee turnover	Ranging grade wise from 4% to 67%	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 Group expects to contribute ₹ 22.62 Lakhs (31st March 2019: ₹ 41.89 Lakhs) to gratuity fund in the next year.

(j) 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 December 2019		As at 31st December 2018		As at 31st March 2019	
Change in rate	**Increase ₹ in Lakhs**	**Decrease ₹ in Lakhs**	**Increase ₹ in Lakhs**	**Decrease ₹ in Lakhs**	**Increase ₹ in Lakhs**	**Decrease ₹ in Lakhs**
(i) Discount rate (0.5% movement)	(27.95)	30.43	(21.31)	23.24	(21.44)	23.31
(ii) Future salary (0.5% movement)	30.58	(28.28)	23.43	(21.65)	23.53	(21.80)
(iii) Mortality (10% movement)	0.68	(0.65)	0.72	(0.65)	0.72	(0.72)
(iv) Attrition rate (0.5% movement)	0.59	(0.59)	1.88	(1.84)	1.84	(1.86)

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

	As at 31st December 2019 ₹ in Lakhs	As at 31st December 2018 ₹ in Lakhs	As at 31st March 2019 ₹ in Lakhs
Within 12 months	22.62	20.80	41.89
Between 2 and 5 years	119.88	92.09	85.64
Between 6 and 10 years	226.10	176.38	184.00
Beyond 10 years	851.25	861.38	821.98
	1,219.85	**1,150.64**	**1,133.51**

36.1 Defined Contribution Plan

The Group makes contribution to provident fund & national pension scheme towards retirement benefit plan for eligible employees. Under the said plan, the Group is required to contribute a specified percentage of the employee's salaries to the fund benefits. During the year, based on applicable rates, the Group has contributed and charged ₹ 731.15 Lakhs (31st March 2019: ₹ 471.49 Lakhs)(31st December 2018 ₹ 356.67 lakhs) in the Consolidated Statement of Profit and Loss.

37 **Related party disclosure**

(i) **Parent-under de facto control as defined in Ind AS - 110**

1) Rainbow Investments Limited

(ii) **Entities under common control (where transactions have taken place during the period / 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) Sanjiv Goenka - Non-Executive Director and Chairman (w.e.f. 14th November 2018)
2) Shashwat Goenka - Non-Executive Director (w.e.f. 14th November 2018)
3) Utsav Parekh - Independent Director (w.e.f. 14th November 20
4) Pratip Chadhuri - Independent Director (w.e.f. 14th November
5) Rekha Sethi - Independent Director (w.e.f. 14th November 201
6) Debanjan Mandal - Independent Director (w.e.f. 11th February
7) Sunil Bhandari - Director (upto 14th November 2018)
8) Gautam Ray - Director (upto 14th November 2018)
9) Rajarshi Banerjee - Director (upto 27th November 2018)
10) Devendra Chawla - Chief Executive Officer & Managing Director (w.e.f. 11th February, 2019)
11) Rahul Nayak - Whole-time Director (w.e.f. 14th November 2018)
12) Kumar Tanmay - Chief Financial Officer (w.e.f. 14th August 2019)
13) Arvind Kumar Vats - Chief Financial Officer (w.e.f. 14th November 2018 upto 1st July 2019)
14) Rama Kant - Company Secretary (w.e.f. 11th February, 2019)
15) Navin Kumar Rathi - Company Secretary (from 14th November 2018 upto 10th February 2019)

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

₹ in Lakhs

Particulars	Entities under common control		Key Managerial Personnel	
	For the nine months ended 31st December 2019	For the nine months ended 31st December 2018	For the nine months ended 31st December 2019	For the nine months ended 31st December 2018
Transactions :				
Sale of goods	276.90	76.28	-	-
Purchases of stock-in-trade	311.25	255.23	-	-
Rendering of services	845.75	627.54	-	-
Electricity expenses	162.75	40.11	-	-
Recovery of expenses incurred	20.91	449.01	-	-
Rent expenses	595.26	480.47	-	-
Security deposits paid	4.59	-	-	-
Security deposits received	-	1.93	-	-
Short term employee benefits	-	-	810.38	36.26
Retirement benefits	-	-	23.66	11.46
Reimbursement of expenses	-	-	24.58	2.40
Sitting fees to directors	-	-	36.00	-
Balances outstanding :	**For the nine months ended 31st December 2019**	**For the nine months ended 31st December 2018**	**For the nine months ended 31st December 2019**	**For the nine months ended 31st December 2018**
Balances outstanding :				
Receivable against sale of goods	178.59	3.13	-	-
Payable for purchases of stock-in-trade	90.36	42.68	-	-
Receivable against reimbursement	20.91	163.86	-	-
Payable for rental expenses	38.08	-	-	-
Receivable for services rendered	357.96	288.51	-	-
Security deposit receivable	136.83	134.05	-	-
Security deposit payable	1.93	62.91	-	-

Notes:

(i) The Group's principal related parties consist of Rainbow Investments limited, the subsidiaries and key managerial personnel. The Group's material related party transactions and outstanding balances are with related parties with whom the Group 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 employees benefits are lump sum amounts provided on the basis of actuarial valuation the same is not included above.

(iii) Commitment to related party [refer no 31 (b)]

38. 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 December 2019				As at 31st March 2019			
	At Cost / Amortised Cost	FVTPL	FVTOCI	Total	At Cost / Amortised Cost	FVTPL	FVTOCI	Total
Financial assets								
Investments								
- Equity shares (unquoted)	-	7.36	1.00	**8.36**	-	-	1.00	**1.00**
- Alternative Investment Fund	-	1,888.67	-	**1,888.67**	-	1,275.21	-	**1,275.21**
- Government securities	31.92	-	-	**31.92**	-	-	-	**-**
- Mutual funds	-	9,959.81	-	**9,959.81**	-	983.39	-	**983.39**
Trade receivables	7,864.86	-	-	**7,864.86**	4,476.99	-	-	**4,476.99**
Cash and cash equivalents	2,643.59	-	-	**2,643.59**	2,826.95	-	-	**2,826.95**
Other bank balances	2.00	-	-	**2.00**	19,162.56	-	-	**19,162.56**
Loans	5,726.78	-	-	**5,726.78**	3,362.17	-	-	**3,362.17**
Other financial assets	507.05	-	-	**507.05**	318.62	-	-	**318.62**
Total financial assets	**16,776.20**	**11,855.84**	**1.00**	**28,633.04**	**30,147.29**	**2,258.60**	**1.00**	**32,406.89**
Financial liabilities								
Preference shares	91.03	-	-	**91.03**	85.47	-	-	**85.47**
Borrowings	21,060.86	-	-	**21,060.86**	-	-	-	**-**
Trade payables	41,141.39	-	-	**41,141.39**	31,204.96	-	-	**31,204.96**
Other financial liabilities	1,659.58	-	-	**1,659.58**	2,134.94	-	-	**2,134.94**
Total financial liabilities	**63,952.85**	**-**	**-**	**63,952.85**	**33,425.37**	**-**	**-**	**33,425.37**

(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) The fair values of the unquoted equity shares have been estimated using a DCF model. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, discount rate, credit risk and volatility. The probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted equity investments.

In respect of investments in mutual funds and alternative investment fund, the fair values represent net asset value as stated by the respective issuers at the close of the reporting date. Net asset values represent the price at which the issuer will issue further units 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 funds are carried out at such prices between investors and the issuers of these units.

(ii) The carrying amount of trade receivables, cash and cash equivalents, other bank balances, other financial assets, trade payables, current borrowings and other financial liabilities, measured at cost in the financial statements, are considered to be the same as their fair values, due to their short term nature. Where such items are non-current in nature, the same has been classified as Level 3 and fair value determined using discounted cash flow basis. 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. Non current borrowings including current maturity and loans (assets) are based on discounted cash flow using an incremental borrowing rate.

(c) Fair value hierarchy

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

₹ in Lakhs

	As at 31st December 2019				As at 31st March 2019			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Investments								
- Equity shares (unquoted)	-	-	8.36	**8.36**	-	-	1.00	**1.00**
- Alternative Investment Fund	-	-	1,888.67	**1,888.67**	-	-	1,275.21	**1,275.21**
- Mutual funds	9,959.81	-	-	**9,959.81**	983.39	-	-	**983.39**
	9,959.81	**-**	**1,897.03**	**11,856.84**	**983.39**	**-**	**1,276.21**	**2,259.60**

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 investments (categorised as level 3 above) classified as FVTPL / FVTOCI asset :

		₹ in Lakhs
	Equity shares (unquoted)	**Alternative Investment Fund**
As at 31st March 2019	**1.00**	**1,275.21**
Invested during the period	-	202.50
Acquired in a Business Combination [(refer note no. 42(ii) & 2.2(p)(i)]	7.36	-
Proceeds during the period	-	(14.31)
Fair Value Gain/(loss) recognised in statement of Profit and Loss	-	425.28
As at 31st December 2019	**8.36**	**1,888.67**

(e) Financial risk management

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

The Group’s principal financial liabilities comprises of Lease liabilities, borrowings, 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 Group. The Group’s principal financial assets include trade and other receivables, loans, investments and cash & cash equivalents that derive directly from its operations.

The Group’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 Group 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 that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The group is exposed to credit risk from its operating activities (including trade receivable and security deposits) and from its financial activities including deposits with banks and financial institution. An impairment analysis is performed at each reporting date on the basis of sales channel. In addition, a large number of minor receivables are grouped into homogeneous groups and assessed for impairment collectively.

The Group operates on business model of primarily cash and carry, credit risk from receivable perspective is insignificant. Moreover, the Groups’s customer base is large and diverse limiting the risk arising out of credit concentration.

(ii) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial assets. The Management regularly monitors rolling forecasts of the Group’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 Group. The Group’s objective is to maintain a balance between continuity of funding and flexibility through the use of bank borrowings and finance leases. The Group believe that cash generated from operations, capital raised through rights issue, working capital management and available sources from raising funds (including additional borrowings, if any) as needed will satisfy its cash flow requirement through at least the next twelve months.

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 December 2019					
Preference shares	91.03	-	-	500.00	**500.00**
Borrowings	21,060.86	11,836.57	8,165.90	1,117.29	**21,119.76**
Trade payables	41,141.39	41,141.39	-	-	**41,141.39**
Lease Liabilities	66,707.91	14,065.13	45,736.84	38,597.64	**98,399.61**
Other financial liabilities	1,659.58	1,659.58	-	-	**1,659.58**
	130,660.77	**68,702.66**	**53,902.74**	**40,214.93**	**162,820.33**
As at 31st March 2019					
Preference shares	85.47	-	-	500.00	**500.00**
Trade payables	31,204.96	31,204.96	-	-	**31,204.96**
Other financial liabilities	2,134.94	2,134.94	-	-	**2,134.94**
	33,425.37	**33,339.90**	**-**	**500.00**	**33,839.90**

(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 Group does not have any external currency exposure and thus currency risk is not applicable to the Group.

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

(iv) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market interest rate. The group's exposure to the risk of changes in market interest rates relates to primarily to group's borrowing with floating interest rates. The group's fixed rates of borrowing are carried at amortised cost. They are not subject to interest rate risk as defined in Ind AS 107, since neither carrying amount not the future cash flows will fluctuate because of a change in market interest rate. The group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Exposure to interest rate risk

Particulars	As at 31st December 2019	As at 31st March 2019
Borrowings bearing variable rate of interest	21,119.76	-

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on affected portion of loans and borrowings. With all other variables held constant, the group's profit before tax is affected through the impact on variable rate borrowing as follows:

A change of 50 bps in interest rates would have following Impact on profit before tax :

Particulars	As at 31st December 2019	As at 31st March 2019
50 bp increase- decrease in profits	(51.79)	**-**
50 bp increase- increase in profits	51.79	**-**

39. Capital management

For the purpose of the Group's capital management, capital includes equity attributable to the equity holders of the Group and all other equity reserves. The primary objective of the Group's capital management is to ensure that it maintains an efficient capital structure while maximising shareholder value. Apart from internal accrual, sourcing of capital is done through judicious combination of equity and borrowing, both short term and long term.

The capital structure of the Group 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.

The Group has not defaulted on any loans payable, and has complied with all loan covenants.

40. Going Concern

The Group has incurred a net loss after tax of Rs. 8,436 Lakhs for the period ended 31st December 2019 and its current liabilities, including current borrowings, exceeds current assets by Rs. 17,199.74 Lakhs. The Group is in the process of raising additional capital through issue of equity shares on a rights basis as stated in note number 2.1(b). In addition to this, the Group has access to unutilised credit lines with its bankers and also additional capital from its promoters, if and when required. Further, the Group has been expanding its operations in its existing territory with increase in trading area, adding new private brand to its portfolio, building growth towards the non-food segments (including the own branded apparel) which has started showing growth. Apart from organic growth, the Group has also achieved in-organic growth through acquisitions, in order to increase its operating cashflows, with a focus on improvement of margins through dis-continuance of loss making/ low margin stores. In view of the above factors, and the approved business plan for the next year, the management is confident of its ability to generate sufficient cash to fulfil all its obligations, including debt repayments, over the next 12 months, consequent to which, these financial statements have been prepared on a going concern basis.

41. Additional information in respect of net assets and profit / loss of each entity within the group and their proportionate share :

	As at 31st December 2019		**For the nine months ended 31st December 2019**		**For the nine months ended 31st December 2019**		**For the nine months ended 31st December 2019**	
	Net Assets, i.e. Total assets minus total liabilities		Share in Profit or (Loss)		Share in other comprehensive income		Share in total comprehensive income	
	%	**₹ in Lakhs**	**%**	**₹ in Lakhs**	**%**	**₹ in Lakhs**	**%**	**₹ in Lakhs**
Holding :								
Spencer's Retail Limited (formerly known as RP-SG Retail Limited)	131%	42,065.86	38%	(3,179.79)	2959%	(123.09)	39%	(3,302.88)
Subsidiaries :								
1 Omnipresent Retail India Private Limited	1%	304.35	13%	(1,076.78)	-45%	1.87	13%	(1,074.91)
2 Natures Basket Limited (acquired on 4th July 2019)	-16%	(5,113.92)	64%	(5,419.66)	-2814%	117.06	63%	(5,302.60)
Inter Company Eliminations and Consolidations	-16%	(5,165.01)	-15%	1,240.22	0%	-	-15%	1,240.22
Total	**100%**	**32,091.29**	**100%**	**(8,436.00)**	**100%**	**(4.16)**	**100%**	**(8,440.16)**
						-		-

	As at 31st March 2019		**For the nine months ended 31st December 2018**		**For the nine months ended 31st December 2018**		**For the nine months ended 31st December 2018**	
	Net Assets, i.e. Total assets minus total liabilities		Share in Profit or (Loss)		Share in other comprehensive income		Share in total comprehensive income	
	%	**₹ in Lakhs**	**%**	**₹ in Lakhs**	**%**	**₹ in Lakhs**	**%**	**₹ in Lakhs**
Holding :								
Spencer's Retail Limited (formerly known as RP-SG Retail Limited)	109%	59,649.82	910%	514.81	104%	(97.91)	-1114%	416.90
Subsidiaries :								
Omnipresent Retail India Private Limited	1%	606.26	-810%	(458.21)	-4%	3.87	1214%	(454.34)
Inter Company Eliminations and Consolidations	-10%	(5,443.58)	0%	-	0%	-	0%	-
Total	**100%**	**54,812.50**	**100%**	**56.60**	**100%**	**(94.04)**	**100%**	**(37.44)**

42.

(i) The Group, 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 Group 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-convertible non-cumulative compulsorily redeemable preference shares of ₹ 100 each of Spencer's Retail Limited (formerly known as RP-SG Retail Limited).

Except for the demerger of the Generation Undertaking of CESC Limited into Haldia Energy Limited, a wholly owned subsidiary of CESC Limited ("the said Demerger"), the composite Scheme of Arrangement amongst the Company, CESC Limited and eight other companies and their respective shareholder has been made effective from 1st October 2017. However, the said Demerger proposal has been withdrawn with effect from 14th November 2019 and hence it is no longer being pursued with the Kolkata bench of the Hon'ble National Company Law Tribunal. However, this would have no impact on the Group.

(ii) On 4th July 2019, the Company has acquired 100% stake (445,830,000 fully paid-up equity shares of ₹ 10 each) of Natures Basket Limited (NBL) from Godrej industries Limited, as a wholly owned subsidiary company at an enterprise value of ₹ 30,000.00 Lakhs settled through cash and takeover of outstanding debts. The Group has identified intangible assets, mainly brands, and recognised goodwill of ₹ 15,651.78 Lakhs as per Ind AS 103 - Business Combination.

The Financial Statements for the nine months ended 31st December 2019 includes the Financial Statements of Natures Basket Limited and hence are not comparable with the corresponding previous period.

(a) Assets acquired and liabilities assumed

The fair values of the identifiable assets and liabilities of Natures Basket Limited as at the date of acquisition (05-July-2019) were:

Fair values recognised on acquisition

	₹ in Lakhs
ASSETS	
Non-current assets	
Property, plant and equipment	4,730.27
Capital work-in-progress	132.22
Right of use assets	13,345.46
Goodwill	530.76
Other Intangible Assets (including brand)	11,277.82
Financial Assets	
(i) Investments	31.04
(ii) Loans	988.67
(iii) Other financial assets	51.38
Non-current tax assets (net)	74.03
Other non-current assets	106.15
Total non-current assets	**31,267.80**
Current assets	
Inventories	2,512.20
Financial assets	
(i) Trade receivables	426.18
(ii) Cash and cash equivalents	369.57
(iii) Other bank balances	5.55
(iv) Loans	328.46
(v) Other financial assets	160.69
Other current assets	1,421.43
Total current assets	**5,224.08**
TOTAL ASSETS	**36,491.88**
LIABILITIES	
Non-current liabilities	
Financial liabilities	
(i) Borrowings	7,522.22
(ii) Lease liabilities	10,108.51
Deferred Tax liabilities (net)	3,489.18
Provisions	54.40
Total Non Current Liabilities	**21,174.31**
Current liabilities	
Financial liabilities	
(i) Borrowings	2,014.40
(ii) Lease liabilities	2,763.12
(iii) Trade Payables	
- Total outstanding dues of Micro enterprise and small enterprises	126.41
- Total outstanding dues of creditors other than Micro enterprise and small enterprises	4,255.32
(iv) Other financial liabilities *	2,017.62
Other current liabilities	199.74
Provisions **	273.41
Total current liabilities	**11,650.02**
TOTAL LIABILITIES	**32,824.33**

	Fair value of net assets at the time of acquisition (A)	**3,667.55**

* Includes ₹ 1,234.40 Lakhs on account of current maturity of long term borrowings.
** Includes ₹ 195.00 Lakhs on account of disputed tax liability.

(b)	**Purchase consideration and mode of settlement**	
	Consideration paid - fully in cash	18,005.93
	Fair value of contingent consideration	782.64
	Total consideration (B)	**18,788.57**
(c)	**Goodwill on acquisition (B-A)**	**15,121.02**
	Goodwill on acquisition	15,121.02
	Add: Goodwill as per books of Nature's Basket Limited [refer note 42(ii)(a)]	530.76
	Total Goodwil	**15,651.78**
(d)	**Purchase consideration - Cash outflow**	
	Outflow of cash to acquire a subsidiary	18,005.93
	Less: Balance aquired	
	Cash and cash equivalents	369.57
	Net outflow of cash - Investment activities	**17,636.36**

43. Impact of Covid -19

Due to outbreak of COVID-19 globally and in India, the Group has made initial assessment of likely adverse impact on economic environment in general, and financial risks on account of COVID-19.The Group is in the business of organised retail which majorly deals with an essential service as emphasized by the Government of India. With the lockdown in force in the country, the ability of customers to reach the Group's stores is limited, in response of which the Group has launched alternate means and platforms for its customers to place orders and purchase their requirements. The Group has responded to the requirements of business and tied up with various service providers to make available the essential products to reach its customer's places, aligned with its suppliers and transporters to have a continuous supply of products and keep them available at the Group's stores and warehouses. The Group's online business also has picked up significantly consequent to necessary technology upgradation.

The Group has used the principle of prudence in applying judgments, estimates and assumptions. Based on the current assessment, the Group expects to majorly recover the carrying amount of trade receivables, investments and other financial assets and does not expects any impairment of intangibles. The actual outcome of the impact of the global health pandemic may be different from those estimated as on the date of approval of these financial statements.

For S.R. Batliboi & CO LLP
Chartered Accountants
Firm registration number - 301003E/E300005

Kamal Agarwal
Digitally signed by Kamal Agarwal
Date: 2020.05.11 17:43:44 +05'30'

Kamal Agarwal
Partner
Membership number - 058652

Place : Kolkata
Date : 11th May, 2020

For and on behalf of Board of Directors

SHASHWAT GOENKA

Shashwat Goenka
Director
DIN: 03486121

DEBANJAN MANDAL
Digitally signed by DEBANJAN MANDAL
Date: 2020.05.11 16:10:56 +05'30'

Debanjan Mandal
Director
DIN: 00469622

RAMA KANT

Rama Kant
Company Secretary

KUMAR TANMAY

Kumar Tanmay
Chief Financial Officer

Place : Kolkata
Date : 11th May, 2020