VGL Retail Ventures Limited (formerly Genoa Jewelers Limited)
Consolidated balance sheet as at 31 March 2022
(All amount in USD, except share data and as stated otherwise)

Particulars	**Notes No.**	**31 March 2022**	**31 March 2021**
ASSETS			
Non-current assets			
Property, plant and equipment	4	22,720,394	5,096,881
Capital work-in-progress	4A	100,448	298,371
Right-of-use asset	4B	3,716,404	3,311,338
Other intangible assets	5	14,616,992	2,036,848
Intangible assets under development	5A	3,362,955	2,951,922
Financial assets			
Others	6	1,039,848	726,100
Non-current tax assets (net)	7	1,065,661	-
Deferred tax assets (net)	29	-	1,677,393
Other non-current assets	8	35,028	-
Total non-current assets		**46,657,731**	**16,098,853**
Current assets			
Inventories	9	56,573,728	36,698,851
Financial assets			
Investments	10	11,145,529	38,246,667
Trade receivables	11	28,478,174	23,252,580
Cash and cash equivalents	12A	1,703,637	4,257,639
Bank balances other than above	12B	5,259,792	12,672,333
Loans	13	7,868,843	89,762
Others	6	1,333,970	1,167,788
Other current assets	14	4,068,314	5,368,259
Total current assets		**116,431,987**	**121,753,879**
Total assets		**163,089,718**	**137,852,732**
EQUITY AND LIABILTIES			
Equity			
Equity share capital	15A	46,821,633	46,821,633
Other equity	15B	52,193,247	36,426,380
Total equity		**99,014,880**	**83,248,013**
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease liabilities	4B	2,505,961	2,557,002
Deferred tax liabilities (net)	29	44,838	-
Total non-current liabilities		**2,550,799**	**2,557,002**
Current liabilities			
Financial liabilities			
Borrowings	17	-	4,807,245
Lease liabilities	4B	2,215,475	1,880,885
Trade payables	18		
- Total outstanding dues of micro enterprises and small enterprises; and		-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises		47,841,949	28,573,775
Other financial liabilities	19	524,107	321,487
Other current liabilities	20	6,515,682	6,927,675
Provisions	16	4,127,071	6,699,512
Current tax liabilities (net)		299,755	2,837,138
Total current liabilities		**61,524,039**	**52,047,717**
Total liabilities		**64,074,838**	**54,604,719**
Total equity and liabilities		**163,089,718**	**137,852,732**
Significant accounting policies	3		

The accompanying notes are an integral part of the consolidated financial statements.

As per our attached report of even date

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/W-100022

Sunil Sharma
Partner
Membership No.: 411446
Place: Jaipur
Date: 11 July 2022

For and on behalf of **VGL Retail Ventures Limited**

Ghanshyam Agrawal
Director

Place: Jaipur
Date: 11 July 2022

VGL Retail Ventures Limited (formerly Genoa Jewelers Limited)
Consolidated statement of profit and loss for the year ended 31 March 2022
(All amount in USD, except share data and as stated otherwise)

Particulars	**Notes No.**	**Year ended 31 March 2022**	**Year ended 31 March 2021**
Revenue from operations	21	357,801,083	342,095,419
Other income	22	1,752,758	1,497,649
Total income		**359,553,841**	**343,593,068**
EXPENSES			
Purchases of stock-in-trade	23	183,561,086	153,682,168
Changes in inventories of finished goods, stock-in-trade and work-in-progress	24	(21,631,053)	(2,172,088)
Employee benefits expense	25	54,780,006	49,979,703
Finance costs	26	277,432	326,377
Depreciation and amortisation expense	27	5,702,463	4,445,899
Other expenses	28	107,121,083	96,554,143
Total expenses		**329,811,017**	**302,816,202**
Profit before exceptional items and tax		**29,742,824**	**40,776,866**
Exceptional items		4,470,344	-
Profit after exceptional items		**34,213,168**	**40,776,866**
Tax expense	29		
Current tax		4,166,792	8,261,617
Deferred tax		1,731,233	10,952
Total tax expense		**5,898,025**	**8,272,569**
Profit for the year (A)		**28,315,143**	**32,504,297**
Other comprehensive income			
Items that will be reclassified to profit or loss			
(i) Exchange difference on translation of foreign operations		(1,172,753)	1,433,032
(ii) Tax relating to exchange difference on translation of foreign operations		-	-
Total other comprehensive income for the year, net of tax (B)		**(1,172,753)**	**1,433,032**
Total comprehensive income for the year (A+B)		**27,142,390**	**33,937,329**
Of the total comprehensive income above			
- Profit for the year attributable to owners of the parent		28,315,143	32,504,297
- Other comprehensive income attributable to owners of the parent		(1,172,753)	1,433,032
Earnings per equity share			
Basic and diluted	30	0.60	0.69
Significant accounting policies	3		

The accompanying notes are an integral part of the consolidated financial statements.

As per our attached report of even date

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/W-100022

Sunil Sharma
Partner
Membership No.: 411446

Place: Jaipur
Date: 11 July 2022

For and on behalf of **VGL Retail Ventures Limited**

Ghanshyam Agrawal
Director

Place: Jaipur
Date: 11 July 2022

VGL Retail Ventures Limited (formerly Genoa Jewelers Limited)
Consolidated statement of changes in equity for the year ended 31 March 2022
(All amount in USD, except share data and as stated otherwise)

A. Equity share capital:

Balance as at 1 April 2021	Changes in equity share capital due to prior period errors	Restated balance as at 1 April 2021	Changes in equity share capital during the year (Refer note 15A(a))	Balance as at 31 March 2022
46,821,633	-	-	-	**46,821,633**

Balance as at 1 April 2020	Changes in equity share capital due to prior period errors	Restated balance as at 1 April 2020	Changes in equity share capital during the year (Refer note 15A(a))	Balance as at 31 March 2021
46,821,633	-	-	-	**46,821,633**

B. Other equity

For the year ended 31 March 2022:

Particulars	Reserves and surplus	Items of OCI	Total
	Retained earnings	Exchange difference on translation of foreign operations	
Balance as at 01 April 2021	36,253,848	172,532	36,426,380
Profit of the year	28,315,143	-	28,315,143
Subsidiary Disinvestment	545,530	-	545,530
Other comprehensive income (net of tax)	-	(1,172,753)	(1,172,753)
Dividend paid during the year	(11,325,000)	-	(11,325,000)
Dividend distribution tax	(596,053)	-	(596,053)
Balance as at 31 March 2022	**53,193,468**	**(1,000,221)**	**52,193,247**

For the year ended 31 March 2021:

Particulars	Reserves and surplus	Items of OCI	Total
	Retained earnings	Exchange difference on translation of foreign operations	
Balance as at 01 April 2020	8,399,551	(1,260,500)	7,139,051
Profit of the year	32,504,297	-	32,504,297
Other comprehensive income (net of tax)	-	1,433,032	1,433,032
Dividend paid during the year	(4,650,000)	-	(4,650,000)
Balance as at 31 March 2021	**36,253,848**	**172,532**	**36,426,380**

Significant accounting policies 3

The accompanying notes are an integral part of the consolidated financial statements.

As per our attached report of even date

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/W-100022

For and on behalf of **VGL Retail Ventures Limited**

Sunil Sharma
Partner
Membership No.: 411446

Place: Jaipur
Date: 11 July 2022

Ghanshyam Agrawal
Director

Place: Jaipur
Date: 11 July 2022

VGL Retail Ventures Limited (formerly Genoa Jewelers Limited)
Consolidated statement of cash flows for the year ended 31 March 2022
(All amount in USD, except share data and as stated otherwise)

Particulars		For year ended 31 March 2022	For year ended 31 March 2021
A. Cash flow from operating activities			
Profit for the year		**34,213,168**	**40,776,866**
Adjustments for:			
Depreciation and amortisation expense		5,702,463	4,445,899
Share based payments to employees		774,360	399,142
Allowances for / write off doubtful debts and advances (net)		2,563,576	1,797,629
Gain on sale of property, plant and equipment		(16,814)	-
Liabilities no longer required written back		(206,646)	(109,024)
Interest income		(469,123)	(157,379)
Finance costs		277,432	326,377
Operating profit before working capital changes		**42,838,416**	**47,479,510**
Working capital adjustments:			
(Increase) in trade receivables		(8,540,087)	(4,351,988)
(Increase) in inventories		(21,684,099)	(2,119,033)
(Increase) in other assets		(7,130,365)	(1,697,570)
Increase in trade payables, provisions, other current liabilities		14,906,961	8,450,546
Cash generated from operating activities		**20,390,827**	**47,761,465**
Income taxes paid (net)		(7,550,568)	(6,554,801)
Net cash generated from operating activities (A)		**12,840,259**	**41,206,664**
B. Cash flows from investing activities			
Purchase of property, plant and equipment and intangible assets		(35,756,407)	(6,246,422)
Purchase of current investments		-	(28,004,299)
Proceeds from sale of current investments		27,101,137	-
Interest received		520,424	103,096
Movement in deposits (net)		7,441,458	(6,955,778)
Net cash used in investing activities (B)		**(693,389)**	**(41,103,403)**
C. Cash flows from financing activities			
Movement in short term borrowings (net)		(336,901)	5,807,739
Dividend paid		(11,921,053)	(4,650,000)
Payment of lease liabilities		(2,293,497)	(2,462,173)
Interest paid		(82,995)	(84,296)
Net cash used in financing activities (C)		**(14,634,446)**	**(1,388,730)**
D. Impact of movement of exchange rates			
Exchange difference on translation foreign operations **(D)**		(66,427)	220,080
Net decrease in cash and cash equivalents (A+B+C+D)		**(2,554,002)**	**(1,065,389)**
Opening balance of cash and cash equivalents		4,257,639	5,323,028
Closing balance of cash and cash equivalents		**1,703,637**	**4,257,639**
Cash and cash equivalent comprises			
Balance with banks - current accounts		1,694,705	4,231,317
Cash on hand		8,932	26,322
		1,703,637	**4,257,639**
Significant accounting policies	3		

VGL Retail Ventures Limited (formerly Genoa Jewelers Limited)
Consolidated statement of cash flows for the year ended 31 March 2022
(All amount in USD, except share data and as stated otherwise)

The accompanying notes are an integral part of the consolidated financial statements.

1 The Statement of cash flows has been prepared under the 'indirect method' as set out in Ind AS-7 "statement of cash flows", as specified under section 133 of the Companies Act, 2013.

2 Change in financial liabilities arising from financial activities

Particulars	**Year ended 31 March 2022**	**Year ended 31 March 2021**
Opening balance of short term borrowings	4,807,245	150,000
Movement in short term borrowings	(4,807,245)	4,657,245
Closing balance of short term borrowings	**-**	**4,807,245**

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/W-100022

Sunil Sharma
Partner
Membership No.: 411446

Place: Jaipur
Date: 11 July 2022

For and on behalf of **VGL Retail Ventures Limited**

Ghanshyam Agrawal
Director

Place: Jaipur
Date: 11 July 2022

4 Property plant and equipment

Reconcilation of carrying amount

Particulars	Leasehold land	Leasehold improvement	Building	Plant and equipment	Furniture and fixtures	Office equipment	Computers	Vehicles	Total
Balance as at 01 April 2020	**-**	**2,710,237**	**292,685**	**3,226,843**	**928,371**	**900,902**	**1,914,480**	**111,930**	**10,085,448**
Additions	-	434,742	-	843,652	124,993	399,552	270,770	75,325	**2,149,034**
Written off /disposals	-	-	-	-	-	-	(33,310)	-	**(33,310)**
Exchange differences on translation of foreign operations	-	99,788	-	178,708	34,794	-	64,971	7,006	**385,267**
Balance at 31 March 2021	**-**	**3,244,767**	**292,685**	**4,249,203**	**1,088,158**	**1,300,454**	**2,216,911**	**194,261**	**12,586,439**
Additions	12,627,658	391,207	-	6,218,147	573,164	233,785	153,627	23,044	**20,220,632**
Written off /disposals	-	(2,483)	-	-	-	-	(2,412)	-	**(4,895)**
Exchange differences on translation of foreign operations	-	(64,759)	-	(83,345)	(17,838)	(37,887)	(32,064)	(6,503)	**(242,396)**
Balance at 31 March 2022	**12,627,658**	**3,568,732**	**292,685**	**10,384,005**	**1,643,484**	**1,496,352**	**2,336,062**	**210,802**	**32,559,780**
Accumulated depreciation									
Balance as at 01 April 2020	**-**	**1,307,885**	**11,382**	**1,754,850**	**671,799**	**292,649**	**1,338,912**	**10,351**	**5,387,828**
Depreciation charge for the year	-	584,863	-	474,036	99,982	296,221	304,828	88,093	**1,848,023**
Exchange differences on translation of foreign operations	-	54,191	-	108,390	28,868	6,075	50,787	5,396	**253,707**
Balance at 31 March 2021	**-**	**1,946,939**	**11,382**	**2,337,276**	**800,649**	**594,945**	**1,694,527**	**103,840**	**7,489,558**
Depreciation charge for the year	-	625,808	-	759,443	472,857	325,653	312,232	21,962	**2,517,955**
Exchange differences on translation of foreign operations	-	(41,532)	-	(67,087)	(15,530)	(11,043)	(27,949)	(4,987)	**(168,128)**
Balance at 31 March 2022	**-**	**2,531,215**	**11,382**	**3,029,632**	**1,257,976**	**909,555**	**1,978,810**	**120,815**	**9,839,385**
Carrying amount (net)									
Balance as at 31 March 2021	**-**	**1,297,828**	**281,303**	**1,911,927**	**287,509**	**705,509**	**522,384**	**90,421**	**5,096,881**
Balance as at 31 March 2022	**12,627,658**	**1,037,517**	**281,303**	**7,354,373**	**385,507**	**586,797**	**357,252**	**89,987**	**22,720,394**

4A Capital work-in-progress

	31 March 2022	31 March 2021
Opening balance	298,371	-
Additions during the year	100,448	298,371
Transition on account of disinvestment of subsidiary (refer note 40)	(298,371)	-
Closing balance	**100,448**	**298,371**

Capital work- in- progress ageing

Ageing for capital work-in-progress as at March 31, 2022 is as follows:

Capital work- in- progress	Amount in capital work-in-progress for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	100,448	-	-	-	100,448

Ageing for capital work-in-progress as at March 31, 2021 is as follows:

Capital work- in- progress	Amount in capital work-in-progress for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	298,371	-	-	-	298,371

4B Right-of-use assets and lease liability

Information about lease for which the Company is a lessee is presented below:

Particulars	land	Building	Total
Balance as at 01 April 2020	35,650	3,500,513	3,536,163
Additions during the year	-	1,407,183	1,407,183
Depreciation charge for the year	-	(1,808,909)	(1,808,909)
Exchange differences on translation of foreign operations	-	176,901	176,901
Balance as at 31 March 2021	**35,650**	**3,275,688**	**3,311,338**
Additions during the year	-	2,433,987	2,433,987
Depreciation charge for the year	-	(2,006,165)	(2,006,165)
Exchange differences on translation of foreign operations	-	(22,756)	(22,756)
Balance as at 31 March 2022	**35,650**	**3,680,754**	**3,716,404**

The aggregate depreciation expense on Right-of-use assets amounting to USD 2,006,165 (previous year : USD 1,808,909) is included under depreciation and amortization expense in the statement of Profit and Loss.

The following is the movement in lease liabilities during the year:

Particulars	31 March 2022	31 March 2021
Opeing balance	4,437,887	**4,912,821**
Additions during the year	2,434,898	1,466,755
Interest expenses for the year (refer note 25)	245,738	239,884
Payment of lease liabilities during the year	(2,293,497)	(2,523,679)
Exchange differences on translation of foreign operations	(103,590)	342,106
Closing balance	**4,721,436**	**4,437,887**
Current	2,215,475	1,880,885
Non - current	2,505,961	2,557,002

As at balance sheet date, the Group is not exposed to future cash flows relating to extension / termination options, residual value guarantees and leases not commenced to which lessee is committed.

The total amount of cashflow on account of leases for the year has been disclosed in the consolidated statement of cash flows.

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	31 March 2022	31 March 2021
Less than one year	2,215,475	1,880,885
After one year but not longer than five years	2,505,961	2,557,002
Total	**4,721,436**	**4,437,887**

The Group does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

Rental expense recorded for short-term leases was USD 1,032,776 (previous year USD 459,461) is classified as rent expenses in statement of profit and loss.

5 Other intangible assets

Particulars	Softwares (a)	Broadcast rights (b)	Total (a) + (b)
Balance as at 01 April 2020	**6,304,086**	**2,104,212**	**8,408,298**
Additions	1,219,651	-	**1,219,651**
Exchange differences on translation of foreign operations	175,832	153,199	**329,031**
Balance at 31 March 2021	**7,699,569**	**2,257,411**	**9,956,980**
Additions	4,151,804	9,652,388	**13,804,191**
Exchange differences on translation of foreign operations	(116,705)	(69,649)	**(186,353)**
Balance at 31 March 2022	**11,734,668**	**11,840,150**	**23,574,818**
Accumulated amortisation			
Balance as at 01 April 2020	**5,473,291**	**1,418,278**	**6,891,569**
Amortisation charge for the year	645,140	143,827	**788,967**
Exchange differences on translation of foreign operations	155,401	84,195	**239,596**
Balance at 31 March 2021	**6,273,832**	**1,646,300**	**7,920,132**
Amortisation charge for the year	849,666	328,677	**1,178,343**
Exchange differences on translation of foreign operations	(86,111)	(54,539)	**(140,649)**
Balance at 31 March 2022	**7,037,387**	**1,920,439**	**8,957,825**
Carrying amount (net)			
Balance as at 31 March 2021	**1,425,737**	**611,111**	**2,036,848**
Balance as at 31 March 2022	**4,697,281**	**9,919,711**	**14,616,992**

5A Intangible assets under development

Particulars	31 March 2022	31 March 2021
Opening balance	2,951,922	58,835
Additions during the year	4,588,856	2,951,922
Capitalisation during the year	(4,148,181)	(58,835)
Exchange differences on translation of foreign operations	(29,642)	-
Closing Balance	**3,362,955**	**2,951,922**

Ageing for Intangible asset under development as at March 31, 2022 is as follows:

Intangible asset under development	Amount in Intangible assets under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	2,724,812	625,007	13,136	-	**3,362,955**

Ageing for Intangible asset under development as at March 31, 2021 is as follows:

Intangible asset under development	Amount in Intangible assets under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	2,938,153	13,769	-	-	**2,951,922**

6 Financial assets - others

Particulars	31 March 2022	31 March 2021
Non-current		
Security deposits - unsecured, considered good	760,276	726,100
Prepaid expenses	279,572	-
	1,039,848	**726,100**
Current		
Interest accrued on bank deposits	166,182	-
Interest accrued on loan	1,167,788	1,167,788
	1,333,970	**1,167,788**

7 Non - current tax assets (net)

Particulars	31 March 2022	31 March 2021
Deposits with tax authorities	1,065,661	-
	1,065,661	**-**

8 Other non- current assets

Particulars	31 March 2022	31 March 2021
Capital advances	35,028	-
	35,028	**-**

9 Inventories

Particulars	31 March 2022	31 March 2021
Finished goods	56,573,728	36,698,851
	56,573,728	**36,698,851**

10 Financial assets - investments

Particulars	31 March 2022	31 March 2021
Current investments		
Unquoted investments at FVTPL		
Investment in liquid mutual funds:		
WF Heritage Sel 3801- Nil units (31 March 2020 - 15,926,924.48 units)	-	808,010
JPMorgan Prime MM C3605 - 2,515,186.19 units (31 March 2021 - 8,992,805.75 units)	2,514,683	1,072,950
Goldman FS MM Inst 474 - 7,631.19 units (31 March 2021 - 5,997,001.50 units)	7,627	1,284,469
Goldman FS Tr Ob Ins 468 - 1,500,000 units (31 March 2021 - 3,001,560.5 units)	1,501,993	1,073,118
Wells Fargo Treasury Plus Money Market Fund - I	103	-
Investment in corporate bonds:		
Bharat Petrol SR unsec regs 4.625% - 1,200,000 units (31 March 2021 - 1,200,000 units)	1,211,160	9,000,000
NTPC LTD FGN 3.75%- 1,000,000 units (31 March 2021 - 1,000,000 units)	1,002,100	6,000,000
Bharat Petrol SR unsec regs 4.625% - 1,000,000 units (31 March 2021 - 1,000,000 units)	1,009,300	3,001,561
ICICI Bank Dubai 3.25% - 775,000 units (31 March 2021 - 775,000 units)	775,581	16,006,559
ADVANTAGE BANK DEPOSIT FDIC- 59,169.40 unit (31 March 2021 - Nil units)	59,169	-
ONGC VIDESH LTD 3.75% - 380,000 units (31 March 2021 - Nil units)	382,622	-
ONGC VIDESH LTD 3.75% - 1,000,000 units (31 March 2021 - Nil units)	1,006,900	-
INDIAN OIL CORP 5.75% - 1,000,000 units (31 March 2021 - Nil units)	1,033,200	-
INDIAN OIL CORP 5.75% - 620,000 units (31 March 2021 - Nil units)	641,091	-
Total current investment at FVTPL	**11,145,529**	**38,246,667**
Note:-		
Aggregate amount of unquoted current investments	11,145,529	38,246,667
Aggregate amount of impairment in value of current investments	-	-

11 Financial assets - trade receivables

Particulars	31 March 2022	31 March 2021
Unsecured, cosidered good	28,478,174	23,252,580
Trade receivables - credit impaired	4,531,568	1,761,210
Loss allowance	(4,531,568)	(1,761,210)
	-	-
	28,478,174	**23,252,580**

The movement in change in allowance for expected credit loss and credit impairment:

Particulars	31 March 2022	31 March 2021
Balance at the beginning of the year	1,761,210	3,379,479
Movement in allowance for expected credit loss and credit impairment	2,770,358	(1,618,269)
Balance at the end of the year	**4,531,568**	**1,761,210**

Trade receivables ageing schedule as on 31 March 2022

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	21,744,145	7,627,599	2,381,989	1,056,643	199,163	203	33,009,742
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
	21,744,145	**7,627,599**	**2,381,989**	**1,056,643**	**199,163**	**203**	**33,009,742**
Less: Loss allowance							(4,531,568)
							28,478,174

Trade receivables ageing schedule as on 31 March 2021

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	14,170,865	12,741,089	418,983	168,181	-	-	**27,499,118**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
	14,170,865	**12,741,089**	**418,983**	**168,181**	**-**	**-**	**27,499,118**
Less: Loss allowance							(4,246,538)
							23,252,580

12 Cash and cash equivalent

Particulars	31 March 2022	31 March 2021
A Cash and cash equivalents		
(i) Balances with banks:		
Balance with banks - current accounts	1,694,705	4,231,317
(ii) Cash on hand	8,932	26,322
	1,703,637	**4,257,639**
B. Bank balances other than above		
Bank deposits (due for realisation within 12 months of the reporting date)	5,259,792	12,672,333
	5,259,792	**12,672,333**

13 Financial Assets - loans

Particulars	31 March 2022	31 March 2021
Current		
Loans to related parties (refer note 33)	7,800,063	3,330
Other receivables	68,780	86,432
	7,868,843	**89,762**

14 Other current assets

Particulars	31 March 2022	31 March 2021
Unsecured, considered good		
Advances other than capital advances		
Advances to suppliers	1,155,756	1,006,648
Others		
Prepaid expenses	2,270,711	2,615,588
Balances with government authorities	641,847	-
Other receivables	-	1,746,023
	4,068,314	**5,368,259**

15A Equity share capital

Particulars	31 March 2022	31 March 2021
Authorised shares		
46,821,633 equity shares of USD 1 each (31 March 2021: 46,821,633 equity shares of USD 1 each)	46,821,633	46,821,633
	46,821,633	**46,821,633**
Issued, subscirbed and fully paid-up shares		
46,821,633 equity shares of USD 1 each (31 March 2021: 46,821,633 equity shares of USD 1 each)	46,821,633	46,821,633
Total issued, subscribed and fully paid-up share capital	**46,821,633**	**46,821,633**

Reconciliation of number of shares outstanding at the beginning and at the end of financial year:

Equity shares of USD 1 each issued, subscribed and fully paid	31 March 2022		31 March 2021	
	No of shares	Amount	No of shares	Amount
Balance at the beginning of the year	46,821,633	46,821,633	46,821,633	46,821,633
Shares issued during the year	-	-	-	-
Balance at the end of the year	**46,821,633**	**46,821,633**	**46,821,633**	**46,821,633**

b) Terms / rights attached to equity shares

The Company has one class of equity shares having a par value of USD 1 per share (31 March 2021 USD 1 per share). Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

c) Details of shareholding more than 5% shares in the Company:

Name of the shareholder	31 March 2022		31 March 2021	
	% of Holding	No. of shares	% of Holding	No. of shares
Vaibhav Global Limited	100	46,821,633	100	46,821,633

d) The ultimate holding company is Brett Enterprises Private Limited.

e) There are no bonus shares, shares issued for consideration other than cash or shares bought back during the period of five years immediately preceding the reporting date.

15B Other equity

Particulars	31 March 2022	31 March 2021
a) Reserves and surplus		
Retained earnings :		
Opening balance	36,253,848	8,399,551
Transition on account of disinvestment of subsidiary (refer note 40)	545,530	-
Net profit for the year	28,315,143	32,504,297
Interim dividends for the year ended 31 March 2022	(8,325,000)	-
Final dividend for the year ended 31 March 2022	(3,000,000)	-
Interim dividends for the year ended 31 March 2021	-	(2,650,000)
Final dividend for the year ended 31 March 2021	-	(2,000,000)
Dividend distribution tax	(596,053)	-
Closing balance	**53,193,468**	**36,253,848**
b) Items of other comprehensive income (net of tax)		
Foreign currency translation reserve		
Opening balance	172,532	(1,260,500)
Movement during the year	(1,172,753)	1,433,032
Closing balance	**(1,000,221)**	**172,532**
Total (a+b)	**52,193,247**	**36,426,380**

15C Nature of reserves

a) Retained earnings

Retained earnings comprises undistributed earnings after taxes.

Dividends

The following dividends (including dividend distribution tax) were declared and paid by the Company during the year:

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Interim dividend for the year ended 31 March 2022	5,000,000	-
Second interim dividend for the year ended 31 March 2022	3,325,000	-
Final dividend for the year ended 31 March 2022	3,000,000	-
Interim dividend for the year ended 31 March 2021	-	1,250,000
Second interim dividend for the year ended 31 March 2021	-	1,400,000
Final dividend for the year ended 31 March 2021	-	2,000,000
Dividend distribution tax	596,053	-
	11,921,053	**4,650,000**

16 Provisions

Particulars	31 March 2022	31 March 2021
Other provision		
Provision for expected sales returns	4,127,071	6,699,512
	4,127,071	**6,699,512**
Current	4,127,071	6,699,512

17 Borrowings

Particulars	31 March 2022	31 March 2021
Term loan from bank:		
Bank loan (refer below note)	-	4,807,245
Total borrowings	**-**	**4,807,245**

During the previous year, Shop LC Global Inc. (USA) had availed a loan of USD 48.07 lacs at 1% interest under Paycheck Protection Program (‘PPP’) of US Small Business Administration (SBA) under CARES Act of USA. Under SBA guidelines, this loan was eligible for waiver subject to certain conditions, pending which it was classified as borrowings as at 31 March 2021. During the current year. Shop LC Global Inc. has received approval for waiver of entire loan which has been disclosed as exceptional item amounting to USD 44.70 lacs.

18 Trade payables

Particulars	31 March 2022	31 March 2021
Trade payables		
- Total outstanding dues of micro enterprises and small enterprises		
- total outstanding dues of creditors other than micro enterprises and small enterprises	47,841,949	28,573,775
	47,841,949	**28,573,775**

Trade payables ageing schedule as on 31 March 2022

Particulars	Outstanding for following periods from due date of payment					
	Not Due	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
MSME	-	-	-	-	-	-
Others	8,605,406	34,451,535	22,226	137,095	-	43,216,262
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
	8,605,406	**34,451,535**	**22,226**		**-**	**43,216,262**
Accrued expenses						4,625,687
						47,841,949

Trade payables ageing schedule as on 31 March 2021

Particulars	Outstanding for following periods from due date of payment					
	Not Due	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
MSME	-	-	-	-	-	-
Others	3,152,668	19,956,423	404,460	78	2,096	23,515,725
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
	3,152,668	**19,956,423**	**404,460**	**78**	**2,096**	**23,515,725**
						5,058,050
						28,573,775

19 Other financial liabilities

Particulars	31 March 2022	31 March 2021
Employee benefit payables	306,490	314,121
Other payables	217,617	7,366
	524,107	**321,487**

20 Other current liabilities

Particulars	31 March 2022	31 March 2021
Statutory dues payable	2,111,814	2,680,602
Advance from customers	1,513,890	1,307,638
Other liabilities	2,889,978	2,939,435
	6,515,682	**6,927,675**

21 Revenue from operations

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Sale of products	357,801,083	342,095,419
	357,801,083	**342,095,419**

22 Other income

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Interest	469,123	157,379
Liabilities no longer required written back	206,646	109,024
Miscellaneous income	1,076,989	1,231,246
	1,752,758	**1,497,649**

23 Purchases of stock-in-trade

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Purchases of stock-in-trade	183,561,086	153,682,168
	183,561,086	**153,682,168**

24 Changes in inventories of finished goods, stock-in-trade and work-in-progress

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Inventory at the beginning of the period		
Stock-in-trade	36,698,851	33,186,309
Inventory at the end of the period		
Stock-in-trade	57,358,580	36,698,851
(Gain) / loss on translation of stock at average rate	(971,324)	1,340,454
	(21,631,053)	**(2,172,088)**

25 Employee benefits expense

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Salaries and wages	46,469,177	43,002,324
Contribution to employee benefits funds	4,423,378	3,650,718
Share based payments to employees (refer note 30)	774,360	399,142
Staff welfare expenses	3,113,091	2,927,519
	54,780,006	**49,979,703**

26 Finance costs

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Interest on lease liabilities	245,738	239,884
Other borrowing costs	31,694	86,493
	277,432	**326,377**

27 Depreciation and amortisation expense

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Deprecitaion of property, plant and equipment	2,517,955	1,848,023
Depreciation of right-of-use assets	2,006,165	1,808,909
Amortisation of intangible assets	1,178,343	788,967
	5,702,463	**4,445,899**

28 Other expense

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Rent	1,032,776	459,461
Rates and taxes	425,714	771,497
Design charges	170,076	819,267
Insurance	508,387	385,338
Travelling and conveyance	376,816	183,988
Legal and professional fees (refer note (27A)	770,407	1,973,461
Postage and telephone	768,410	639,615
Printing and stationery	131,156	139,127
Repairs and maintenance - others	402,551	420,038
Donation	861,502	588,535
Advertising and sales promotion	6,294,782	5,174,849
Security expenses	168,880	450,787
Directors sitting fees	10,859	19,015
Allowances for doubtful debts and advances (including written off) (net)	2,563,576	1,797,629
Content and broadcasting	44,152,649	33,286,975
Call handling and collection charges	12,326,288	13,190,997
Packing and distribution charges	32,009,415	32,867,746
Information technology expenses	1,820,647	1,664,283
Miscellaneous expenses	2,326,192	1,721,535
Total	**107,121,083**	**96,554,143**

28A Payment to auditors

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
As auditor	3,378	3,378
Total	**3,378**	**3,378**

29 Tax expenses

	Particulars	Year ended 31 March 2022	Year ended 31 March 2021
(a)	**Tax expense charged to statement of profit and loss**		
	Current tax	4,166,792	8,261,617
	Deferred tax attributable to orginination and reversal of temporary differences	1,731,233	10,952
		5,898,025	**8,272,569**

(b) Reconciliation of effective tax rate

Particulars	Year ended 31 March 2022		Year ended 31 March 2021	
	%	Amount	%	Amount
Profit before tax		**34,213,168**		**40,776,866**
Tax expense as per statutory income tax rate of Holding Company	15.00%	5,131,975	15.00%	6,116,530
Differences in tax rates in foreign jurisdictions	1.04%	357,118	5.31%	2,163,314
Employee stock compensation cost	0.40%	136,262	0.20%	80,630
Other adjustments	0.80%	272,670	-0.22%	(87,905)
	17.24%	**5,898,025**	**20.29%**	**8,272,569**

Recognised deferred tax assets and liabilities

C Deferred tax assets and liabilities are attributable to the following:

Particulars	31 March 2022	31 March 2021
Property, plant and equipment	(2,000,787)	(96,542)
Provision for employee benefits	-	-
Other items	1,955,949	1,773,935
	(44,838)	**1,677,393**

Movement in temporary differences

D

Particulars	Property, plant and equipment	Provision- employee benefits	Other items	Total
Balance as at 01 April 2020	**(264,125)**	**(65,610)**	**1,964,523**	**1,634,788**
Recognised in profit and loss during the year	167,583	65,610	(190,588)	42,605
Balance as at 31 March 2021	**(96,542)**	**-**	**1,773,935**	**1,677,393**
Recognised in profit and loss during the year	(1,904,245)	-	182,014	(1,722,231)
Balance as at 31 March 2022	**(2,000,787)**	**-**	**1,955,949**	**(44,838)**

30 Earnings per share

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Basic and diluted earning per share		
The calculation of profit attributable to equity shareholders and weighted average numbers of equity shares outstanding for purpose of basic and diluted earning per share calculation are as follows		
i. Profit for the year, attributable to equity holders	28,315,143	32,504,297
ii. Weighted average number of equity shares for basic and diluted EPS		
Opening balance	46,821,633	46,821,633
Effect of share options exercised	-	-
Weighted average number of equity shares (diluted) for the year	**46,821,633**	**46,821,633**
iii. Basic and diluted earning per share	0.60	0.69

31 Share-based payments

a) Vaibhav Global Limited, Employee Stock Options Plan (As amended) - 2006

Under the Vaibhav Global Limited, Employee Stock Options Plan (As amended) - 2006 (herein referred as 'ESOP Plan'), the Nomination and Remuneration Committee of the immediate Holding Company decides upon the employees who qualify under the ESOP Plan and the number of options to be issued to such employees. The exercise price of the share options shall be the market price which would be the latest available closing price of the shares on the stock exchange, which records the highest trading volume of the immediate Holding Company's shares on the date prior to date of meeting of the Compensation committee at which the options are granted, unless otherwise determined by the Board / Committee. Out of stock option granted, 20% stock option will vest at the end of one year from the date of Grant, 30% at the end of the second year and balance 50% at the end of third year. The immediate Holding Company has constituted " Vaibhav Global Employee Stock Option Welfare Trust" to administer & implement various ESOP Plan. The fair value of the share options is estimated at the grant date using a Black-Scholes pricing model, taking into account the terms and conditions upon which the share options were granted. However, the above performance condition is only considered in determining the number of instruments that will ultimately vest. The exercise period for all the options under various tranches is 7 years from the date of vesting.

b) Vaibhav Global Limited Restricted Stock Unit Plan – 2019

During the previous financial year, the shareholders of the immediate Holding Company have approved the Vaibhav Global Limited Restricted Stock Unit Plan – 2019 (herein referred as 'RSU Plan') through postal ballot resolution dated 30 March 2019. According to RSU Plan, the Nomination and Remuneration Committee of the immediate Holding Company decides upon the employees who qualify under the Plan and the number of Restricted Stock Unit (RSU) to be issued to such employees. The exercise price of the RSU shall be the face value of the equity shares as on date of exercise unless otherwise determined by the Board / Committee. The exercise price shall not be less than the face value of equity share of the Company. Out of RSU granted, 20% RSU will vest at the end of one year from the date of grant, 30% at the end of the second year and balance 50% at the end of third year. The immediate Holding Company has constituted " Vaibhav Global Employee Stock Option Welfare Trust" to administer & implement RSU Plan. The fair value of the RSU will be estimated at the grant date using a Black-Scholes pricing model, taking into account the terms and conditions upon which the RSU were granted. However, the above performance condition is only considered in determining the number of instruments that will ultimately vest. The exercise period for all the RSU will be 3 months from the date of respective vesting. During the year, the Nomination and Remuneration Committee has granted 176,751 RSU.

c) Vaibhav Global Limited, Employee Stock Options Plan - 2021

During the previous financial year, the shareholders of the immediate Holding Company have approved the Vaibhav Global Limited Employee Stock Option Plan – 2021 (herein referred as 'ESOP Plan 2021') through postal ballot resolution dated 21 March 2021. According to ESOP Plan 2021, the Nomination and Remuneration Committee (hereinafter referred as "Committee") of the immediate Holding Company decides upon the employees who qualify under the ESOP Plan 2021 and the number of stock options to be issued to such employees. The exercise price of the stock options shall be determined by the Committee / Board of Directors from time to time as on the date of grant, which shall not be less than the face value of the equity share and not more than the market price. Out of ESOP granted, vesting period shall be determined by the Committee / Board of Directors at the time of grant of stock options ranging between one to three years from the date of grant of option. The immediate Holding Company has constituted " Vaibhav Global Employee Stock Option Welfare Trust" to administer and implement the plans. The fair value of the stock option will be estimated at the grant date using a Black-Scholes pricing model taking into account the terms and conditions upon which the stock options were granted. However, the above performance condition is only considered in determining the number of instruments that will ultimately vest. The exercise period for all such stock option will be 7 years from the date of respective vesting. During the year, the Company has granted 44,874 options under the ESOP Plan 2021.

d) Vaibhav Global Limited, Management Stock Options Plan - 2021

During the previous financial year, the shareholders of the immediate Holding Company have approved the Vaibhav Global Limited Management Stock Option Plan – 2021 (herein referred as 'MSOP Plan') through postal ballot resolution dated 21 March 2021. According to MSOP Plan, the Nomination and Remuneration Committee (hereinafter referred as "Committee") of the immediate Holding Company decides upon the employees who qualify under the MSOP Plan and the number of stock options to be issued to such employees. The exercise price of the such stock optionns shall be the face value of the equity shares as on date of exercise. For stock options granted, the vesting period shall be determined by the Committee / Board of Directors at the time of grant of stock option ranging between one to three years from the date of grant of options. The immediate Holding Company has constituted "Vaibhav Global Employee Stock Option Welfare Trust" to administer and implement MSOP Plan. The fair value of the stock options will be estimated at the grant date using a Black-Scholes pricing model taking into account the terms and conditions upon which the stock options were granted. However, the above performance condition is only considered in determining the number of instruments that will ultimately vest. The exercise period for all such stock options will be 7 years from the date of respective vesting. During the year, the Nomination and Remuneration Committee has granted 18,788 stock options.

e) Reconciliation of outstanding share options:-

The following table illustrates the number and weighted average exercise prices (WAEP) of, and movements in, share options during the year:

	31 March 2022		31 March 2021	
	Number	**WAEP (Rs.)**	**Number**	**WAEP (Rs.)**
Outstanding at beginning of the year	592,602	477.01	511,210	615.46
Adjustment for sub division of equity shares	2,370,408	-	-	-
Granted during the year	240,413	763.06	208,250	972.29
Forfeited during the year	(346,370)	170.26	(29,300)	733.73
Exercised during the year	(711,940)	115.61	(97,558)	571.32
Outstanding at the end of the year	**2,145,113**	**151.17**	**592,602**	**477.01**

The following tables list the inputs to the models used for the three series for the years ended 31 March 2022 and 31 March 2021, respectively:

Series	31 March 2022					31 March 2021		
	AH	**AI**	**AK**	**AL**	**AM**	**AC**	**AD**	**AE**
Stock price of option as on Grant Date	974.10	974.10	896.30	696.30	506.60	1,007.20	1,335.10	4,013.70
Exercise price of option	2.00	2.00	562.00	2.00	2.00	944.75	1,317.82	1,970.00
Risk free rate	3.98% to 5.02%	5.55%	5.01%	4.15% to 5.25%	4.63% to 5.63%	4.90% to 5.59%	4.75% to 5.37%	5.81% to 6.48%
Volatility	42.8% to 47.8%	42.20%	44%	42.6% to 43.5%	62% to 84%	39.7% to 42.2%	39.3% to 41.1%	41.0% to 43.1%

f) The expense recognised for employee services received during the year is shown in the following table:

	Year ended 31 March 2022	Year ended 31 March 2021
Expense arising from equity-settled share-based payment transactions	774,360	399,142

There were no cancellations or modifications to the awards in 31 March 2022 and 31 March 2021.

32 Contingent liabilities and commitments

a) Contingent liabilities:

The Holding Company and its various subsidiaries are required to comply with the local transfer pricing regulations, which are contemporaneous in nature. The Group appoints independent consultants annually for conducting transfer pricing studies to determine whether transactions with associate enterprises undertaken during the financial year, are on an arm's length basis. Adjustments, if any, arising from the transfer pricing studies in the respective jurisdictions will be accounted for when the study is completed for the current financial year. The management is of the opinion that its transactions with associates are at arm's length so that the outcome of the studies to corroborate compliance with legislation will not have any material adverse impact on the financial statements.

b) Commitments

Particulars	31 March 2022	31 March 2021
Estimated amount of contracts remaining to be executed on capital account {net of advances of USD Nill (31 March 2021: USD Nil)} and not provided for	35,028	-

33 Segment reporting

An operating segment is a component of an entity that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance for which discrete financial information is available.

The Group is engaged in trading and retail of "Fashion and lifestyle products' which is the primary business segment based on the nature of products traded and sold. In view of same, the Group has only one reportable segment viz 'retail of fashion and lifestyle products' as required by Ind AS 108 on 'Operating Segments'.

The Group sales its product majorly in two geographies: America (including Canada), United Kingdom (including some parts of Europe) and others.

Segment revenue from customers by geographic area based on location of the customer is as follows:

Geography	Year ended 31 March 2022	Year ended 31 March 2021
United States of America (USA)	246,992,068	236,654,603
United Kingdom (UK)	110,761,250	105,440,816
Others	47,765	-
Total	**357,801,083**	**342,095,419**

34 Capital management

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and the market confidence and to sustain future development of the business. Management monitors the return on capital, as well as the level of dividends to equity shareholders.

The board of directors of the holding Company seeks to maintain a balance between the higher returns that might be possible with the higher level of borrowings and the advantages and security afforded by a sound capital position. The Group monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as short term borrowing less cash and cash equivalents. Adjusted equity comprises of all components of equity. The Group's adjusted net debt to equity ratio as at 31 March 2022 is as follows:

Particulars	31 March 2022	31 March 2021
Borrowings (refer note 17)	-	4,807,245
Cash and cash equivalents (refer note 12A)	(1,703,637)	(4,257,639)
Bank balances other than above (refer note 12B)	(5,259,792)	(12,672,333)
Net debt	**(6,963,429)**	**(12,122,727)**
Equity share capital (refer note 15A)	46,821,633	46,821,633
Other equity (refer note 15B)	52,193,247	36,426,380
Total equity	**99,014,880**	**83,248,013**
Net debt to equity ratio	**-7.03%**	**-14.56%**

35 Related party transactions

i) List of related parties:

A. Ultimate Holding Company
Brett Enterprises Private Limited

B. Immediate Holding Company
Vaibhav Global Limited

C. Fellow subsidiary companies with whom transactions have occurred:

1. STS Jewels Inc. USA
2. STS Global Limited, Japan (formerly STS Gems Japan Limited)
3. STS Global Supply Limited, Hong Kong (formerly STS Gems Limited)
4. PT STS Bali, Indonesia
5. STS Global Limited, Thailand (formerly STS Gems Thai Limited)
6. STS (Guangzhou) Trading Limited, China
7 Vaibhav Lifestyle Limited, India
8 Shop LC GmbH, Germany

D. Director:

1 Mr. Harsh Bahadur
2 Mr. Sital Tolaram
3 Mrs. Deepti Agarwal
4 Bibi Shamima Mallam-Hassam
5 Mr. Ghanshyan Agrawal

ii) (a) Details of related party transactions:

Type of transaction	Vaibhav Global Limited, India	STS Jewels Inc. USA	STS Global Limited, Japan	STS Global Supply Limited, Hong Kong	STS (Guangzhou) Trading Limited, China	PT STS Bali, Indonesia	Vaibhav Lifestyle Limited, India	STS Global Limited, Thailand	Shop LC GmbH, Germany	Total
Transactions during the year ending 31 March 2022:										
Sale of goods	1,133,278	-	-	11,758	391	-	-	-	295,038	**1,440,465**
Purchase of goods	52,386,165	14,898,895	-	12,960,471	23,552,634	7,816,638	1,716,763	8,281,820	-	**121,613,386**
Interest accrued on loan to group companies	-	1,102,844	-	-	-	-	-	-		**1,102,844**

(a) Details of related party transactions (continued):

Type of transaction	Vaibhav Global Limited, India	STS Jewels Inc. USA	STS Global Limited, Japan	STS Global Supply Limited, Hong Kong	STS (Guangzhou) Trading Limited, China	PT STS Bali, Indonesia	Vaibhav Lifestyle Limited, India	STS Global Limited, Thailand	Shop LC GmbH, Germany	Total
Transactions during the year ending 31 March 2021:										
Sale of goods	2,198,424	236,757	-	61,323	-	99	-	-	-	2,496,603
Purchase of goods	49,538,853	11,817,705	-	14,878,351	18,523,087	5,539,409	45,535	8,153,667	-	108,496,607
Receipt against loan given to group companies	-	730,000	-	485,185	-	-	-	-	-	1,215,185
Payment against loan from group companies	-	-	-	-	-	-	-	150,000	-	150,000
Interest accrued on loan to group companies	-	1,102,844	-	-	-	-	-	-	-	1,102,844

(b) Details of balances with related party:

Type of transaction	Vaibhav Global Limited, India	STS Jewels Inc. USA	STS Global Limited, Japan	STS Global Supply Limited, Hong Kong	STS (Guangzhou) Trading Limited, China	PT STS Bali, Indonesia	Vaibhav Lifestyle Limited, India	STS Global Limited, Thailand	Shop LC GmbH, Germany	Total
Balances as at 31 March 2022:										
Amount receivable	594,331	41,788	-	22,442	391	9,537	25,976	-	29,088	723,553
Amount payable	15,072,491	3,723,842	-	2,707,051	1,162,050	1,542,865	-	2,258,684	-	26,466,983

Type of transaction	Vaibhav Global Limited, India	STS Jewels Inc. USA	STS Global Limited, Japan	STS Global Supply Limited, Hong Kong	STS (Guangzhou) Trading Limited, China	PT STS Bali, Indonesia	Vaibhav Lifestyle Limited, India	STS Global Limited, Thailand	Shop LC GmbH, Germany	Total
Balances as at 31 March 2021:										
Amount receivable	1,561,716	89,135	-	-	32,224	9,997	-	4,262	-	1,697,334
Amount payable	6,237,941	3,690,911	-	3,300,402	179,235	721,913	23,869	958,935	-	15,113,206
Loan receivable	-	-	3,330	-	-	-	-	-	-	3,330

(c) Details of related party transactions with key management personnel (including relative):

Type of transaction	Mr. Sunil Agrawal	Other directors
Transaction during the year ending :		
Remuneration		
- 31 March 2022	698,132	-
- 31 March 2021	575,649	-
Director sitting fees		
- 31 March 2022	-	10,859
- 31 March 2021	-	19,015

36 Fair value measurements

(i) Financial assets and liabilities:

The accounting classification of each category of financial instruments, and their carrying amounts are set out below:

As on 31 March 2022	Note No.	FVTPL	FVTOCI	Amortised Cost	Total Carrying Value
Financial assets					
Cash and cash equivalents	12A	-	-	1,703,637	1,703,637
Bank balance other than above	12B	-	-	5,259,792	5,259,792
Loans- current	13	-	-	7,868,843	7,868,843
Trade receivables	11	-	-	28,478,174	28,478,174
Investments	10	11,145,529	-	-	11,145,529
Other non current financial asset	6	-	-	1,039,848	1,039,848
Other current financial asset	6	-	-	1,333,970	1,333,970
		11,145,529	**-**	**45,684,264**	**56,829,793**
Financial liabilities					
Trade payables	18	-	-	47,841,949	47,841,949
Lease liabilities	4B			4,721,436	4,721,436
Other current financials liabilities	19	-	-	524,107	524,107
		-	**-**	**53,087,492**	**53,087,492**

As on 31 March 2021	Note No.	FVTPL	FVTOCI	Amortised Cost	Total Carrying Value
Financial assets					
Cash and cash equivalents	12A	-	-	4,257,639	4,257,639
Bank balance other than above	12B	-	-	12,672,333	12,672,333
Loans- current	13	-	-	89,762	89,762
Trade receivables	11	-	-	23,252,580	23,252,580
Investment	10	38,246,667		-	38,246,667
Other non current financial asset	6	-	-	726,100	726,100
Other current financial asset	6	-	-	1,167,788	1,167,788
		38,246,667	**-**	**42,166,202**	**80,412,869**
Financial liabilities					
Borrowings	17	-	-	4,807,245	4,807,245
Trade payables	18	-	-	28,573,775	28,573,775
Lease liabilities	4B	-	-	4,437,887	4,437,887
Other current financials liabilities	19	-	-	321,487	321,487
		-	**-**	**38,140,394**	**38,140,394**

(ii) Fair value hierarchy

The table shown below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined below:

a) Level 1:

Level 1 hierarchy includes financial instrument measured using quoted prices. This includes listed equity instruments that have a quoted price. 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 end.

b) Level 2:

If inputs required to fair value an instrument other than quoted prices included within Level 1 are observable, either directly (i.e., as prices) or indirectly (i.e., derived from prices), the instruments are included in Level 2.

c) Level 3:

If one or more of the significant inputs is not based on observable market data, the instruments is included in level 3.

Financial assets and liabilities measured at fair value- recurring fair value measurements

Financial Instruments	As at 31 March 2022		
	Level 1	Level 2	Level 3
Financial assets			
Investments (unquoted)	-	11,145,529	-
Total	**-**	**11,145,529**	**-**

Financial Instruments	As at 31 March 2021		
	Level 1	Level 2	Level 3
Financial assets			
Investments (unquoted)		38,246,667	-
Total	**-**	**38,246,667**	**-**

The fair value of the financial assets and liabilities are included at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants. The following methods and assumptions were used to estimate the fair values:

- Other non-current financial assets and liabilities: Fair value is calculated using a discounted cash flow model with income approach, unless the carrying value is considered to approximate to fair value.
- Trade receivables, cash and cash equivalents, other bank balances, loans, other current financial assets, current borrowings, trade payables and other current financial liabilities: Approximate their carrying amounts largely due to the short-term maturities of these instruments.

37 Employee benefitt obligations

Defined Contribution Plan

The Group has contributed USD 4,423,378 (31 March 2021: USD 3,650,718) towards defined contribution plans of subsidiaries companies which are based in USA and UK.

38 Financial risk management objective and policies

This section gives an overview of the significance of financial instruments for the Group and provides additional information on the balance sheet. Details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in respective notes.

Risk management framework

The Group being driven by the market forces, its businesses are subject to several risks and uncertainties including financial risks. The Group's documented risk management policies act as an effective tool in mitigating the various financial risks to which the business is exposed to, in the course of their daily operations.

The risk management policies cover areas around all identified business risks including commodity price risk, foreign exchange risk etc., Risks are identified through a formal risk management programme with active involvement of senior management personnel and business managers. The Group has in place risk management processes in line with the Group's policy. Each significant risk has an owner, who coordinates the Risk Management Process.

The risk management framework aims to:

- Better understand our risk profile;
- Understand and better manage the uncertainties which impact our performance;
- Contribute to safeguarding Group value and interest of various stakeholders;
- Ensure that sound business opportunities are identified and pursued without exposing the business to an unacceptable level of risk;
- Improve compliance with good corporate governance guidelines and practices as well as laws and regulations, and
- Improve financial returns

Treasury management

The Group's treasury function provides services to the business, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Group through internal risk reports which analyse exposures by degree and magnitude of risks. These risks include market risk (including currency risk, fair value interest rate risk and price risk), credit risk, liquidity risk and cash flow interest rate risk.

Treasury management focuses on capital protection, liquidity maintenance and yield maximization. The treasury operates as per the delegation of authority from the Board. Day-to-day treasury operations are managed by Group's finance team. Long-term fund raising including strategic treasury initiatives are handled by a Treasury team. A monthly reporting system exists to inform senior management of investments, debt, currency. The Group has a strong system of internal control which enables effective monitoring of adherence to Group's policies.

Financial Risk

The Group's Board approved financial risk policies comprise liquidity, currency, interest rate and counterparty risk. The Group does not engage in speculative treasury activity but seeks to manage risk and optimise interest through proven financial instruments.

(a) Liquidity

The Group requires funds both for short-term operational needs as well as for long-term investment programmes mainly in growth projects. The Group generates sufficient cash flows from the current operations which together with the available cash and cash equivalents and short-term investments provide liquidity both in the short-term as well as in the long-term.

The Group remains committed to maintaining a healthy liquidity, gearing ratio, deleveraging and strengthening balance sheet. The maturity profile of the Group's financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below. The figures reflect the contractual undiscounted cash obligation of the Group.

	As on 31 March 2022			
	< 1 Year	**1 - 3 Year**	**>3 Year**	**Total**
Trade and other payables	47,841,949	-	-	47,841,949
Lease liabilities	2,215,475	2,505,961	-	4,721,436
Other financials liabilities	524,107	-	-	524,107
Total	**50,581,531**	**2,505,961**	**-**	**53,087,492**

	As on 31 March 2021			
	< 1 Year	**1 - 3 Year**	**>3 Year**	**Total**
Borrowings	4,807,245	-	-	4,807,245
Trade and other payables	28,573,775	-	-	28,573,775
Lease liabilities	1,880,885	2,557,002	-	4,437,887
Other financials liabilities	321,487	-	-	321,487
Total	**35,583,392**	**2,557,002**	**-**	**38,140,394**

(b) Foreign exchange risk

The Group operates internationally and exposed to foreign exchange risk arising from various currency exposures, primarily with respect to US Dollar and Great British Pound. The Group is subject to the risk that changes in foreign currency values impact the Group exports revenue and purchases from overseas suppliers in foreign currency and foreign currency denominated borrowings.

The exchange rate between Indian Rupee and foreign currencies has impact on results of the Group's operations. Consequently, the results of the Group's operations get affected as the Rupee appreciates/ deprecites against these foreign currencies.

The summary of exposure of financial assets and liablities to the currency risk is as follows:

	Financial assets	
	31 March 2022	**31 March 2021**
GBP to USD	169,703	-

	Financial liabilities	
	31 March 2022	**31 March 2021**
GBP to EURO	30,393	15,834
GBP to USD	415,831	-

Foreign currency sensitivity

The foreign exchange rate sensitivity is calculated by the aggregation of the net foreign exchange rate exposure with a simultaneous parallel foreign exchange rates shift in the currencies by 5% against the functional currency of the Group.

A 5% appreciation / depreciation of the respective foreign currencies with respect to the functional currency would result in net increase / (decrease) in the Group's profit and equity for the fiscal year 2022 and 2021 by USD (13,826) and USD (792) respectively.

(c) Counterparty and concentration of credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group is exposed to credit risk from its operating activities (primarily trade receivables), deposits with banks, short-term investments, foreign exchange transactions and other financial assets. The Group has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

Trade receivable

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. In monitoring customer credit risk, customers are grouped according to their credit characteristics, including whether they are wholesale or end-user customer, their geographic location, trade history with the Company. An impairment analysis is performed quarterly. The calculation is based on historical experience/ current facts available in relation to default and delays in collection thereof.

The management historical experience of collecting receivables is that credit risk is low. Hence, trade receivables are considered to be a single class of financial assets. Refer note 11 for exposure to trade receivables and note 3 for accounting policy on financial instruments.

Financial assets other than trade receivables

With regards to other financial assets with contractual cash flows other than trade receivable, management believes these to be high quality assets with negligible credit risk. The management believes that the parties from which these financial assets are recoverable, have strong capacity to meet the obligations and where the risk of default is negligible and accordingly no provision for excepted credit loss has been provided on these financial assets. Defined limits are in place for exposure to individual counterparties in case of mutual funds schemes. The carrying value of other financial assets other than cash and bank represents the maximum credit exposure. The Group's maximum exposure to credit risk at 31 March 2022 is USD 17,206,090; 31 March 2021 is USD 18,913,622.

39 Regulatory Information

(i) The Group does not have any benami property where any proceedings have been initiated or pending against the Group for holding such benami property.

(ii) The Group does not have any charges or satisfaction which are yet to be registered with ROC beyond the statutory period.

(iii) The Group has not traded or invested in Crypto currency or virtual currency during the financial year.

(iv) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries); or

b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(v) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or;

b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

(vi) The Group does not have any immovable property whose title deeds are not held in the name of the Group.

(vii) As per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016, the group does not have any CIC.

40 During the current year, Shop TJC Limited, UK (Subsdiayr of VGL Retail Ventures Limited) has sold its 100% investment in its wholly owned subsidiary Shop LC GmbH, Germany to its Immediate Holding Company i.e. Vaibhav Global Limited, India. This has resulted into Shop LC GmbH, Germany becoming direct wholly owned subsidiary of Vaihav Global Limited.

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Exceptional items	**Year ended 31 March 2022**	**Year ended 31 March 2021**
PPP loan waiver (refer note 17)	4,470,344	-
	4,470,344	**-**

As per our attached report of even date

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/W-100022

For and on behalf of **VGL Retail Ventures Limited**

Sunil Sharma
Partner
Membership No.: 411446

Place: Jaipur
Date: 11 July 2022

Ghanshyam Agrawal
Director

Place: Jaipur
Date: 11 July 2022

1. Reporting entity

The Company was redomiciled in Mauritius from British Virgin Island and registered as a Private Company limited by shares under the laws of Mauritius and governed by the Mauritius Companies Act, 2001 on 10 December 2019 and licensed under the Financial Services Commission to operate as a Global Business Company on 16 January 2020. On 06 March 2020, the Board approved the change of name of the Company from Genoa Jewelers Ltd to VGL Retail Ventures Ltd. The name change was approved by the Registrar of Companies, Mauritius on 14 April 2020.

The principal activity of the Company is to act as an investment holding company. The Company was re-domiciled from BVI to support its sole shareholder, Vaibhav Global Limited, a Company listed in India by sourcing jewellery and lifestyle products from various countries, support existing overseas operations and exploring other growth avenues for the Parent Company and its affiliates. Additionally, the Company would take advantage of the strategic geographical location of Mauritius for the purpose of trading activities.

2. Basis of preparation

a. Statement of compliance

These special purpose Ind AS Consolidated Financial Statements (hereinafter referred to as "consolidated financial statements") have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Schedule III (Division II) of the Companies Act, 2013, as applicable to the consolidated financial statements. These consolidated financial statements (hereinafter referred to as "consolidated financial statements") have been prepared on the request of the Holding Company to comply with the financial reporting requirement in India.

As the Company is not domiciled in India and hence not registered under Companies Act, 2013, these consolidated financial statements have not been prepared to fully comply with the Companies Act, 2013, and so they do not reflect disclosure requirements of the Act.

Details of the Group's accounting policies are included in Note 3.

b. Functional and presentation currency

The consolidated financial statements are presented in United States Dollar (USD) which is also the Company's functional currency.

c. Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Certain financial assets and liabilities	Fair value
Liabilities for equity - settled share-based payment arrangements	Fair value

d. Use of estimates and judgements

In preparing these consolidated financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Assumption and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending 31 March 2022 is included in the following notes:

- Note 4B - measurement of lease liabilities and right of use asset
- Note 16 – measurement of provision for expected sales returns
- Note 29 – recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used.
- Note 32 - recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources.
- Note 36 –financial and non - financial assets.

e. Measurement of fair value

The Group records certain financial assets and liabilities at fair value on a recurring basis -
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.
All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

In accordance with Ind AS 113, assets and liabilities are to be measured based on the following valuation techniques:

a) Market approach – Prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities.

b) Income approach – Converting the future amounts based on market expectations to its present value using the discounting methodology.

c) Cost approach – Replacement cost method.

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Note 31 – share-based payment

f. Current and non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or

- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The group has identified twelve months as its operating cycle.

A liability is current when:

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

The Group classifies all other liabilities as non-current.

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

3. Significant accounting policies

a. Basis of consolidation

The consolidated financial statements comprise the financial statements of VGL Retail Ventures Limited and its subsidiaries. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary.

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries (including step down subsidiaries) as at 31 March 2022, which are as follows:

Name of the subsidiaries and stepdown subsidiaries	Country of incorporation	% Holding as at 31 March 2022	% Holding as at 31 March 2021
Subsidiary			
Shop TJC Limited (formerly The Jewellery Channel Limited), UK	United Kingdom	100%	100%
Stepdown subsidiaries			
Shop LC Global Inc., USA	United Stated of America	100%	100%
Shop LC GmbH, Germany*	Germany	-	100%

* Disinvested as on 19th July 2021

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and

- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary.

The financial statements of the subsidiaries in the Group are added on a line-by-line basis and intercompany balances and transactions including unrealized gain/ loss from such transactions are eliminated upon consolidation. 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 company, i.e. year ended on 31 March.

b. Foreign currency

i. Foreign currency transactions

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

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in the statement of profit and loss.

ii. Foreign operation

The translation of foreign operations from respective functional currency into USD (the reporting currency) for assets and liabilities is performed using the exchange rates in effect at the balance sheet date, and for revenue, expenses and cash flows is performed using an appropriate average exchange rate for the respective periods. The exchange differences arising on translation for consolidation are reported as a component of 'other comprehensive income (loss)'.

c. Financial Instruments

i. Recognition and initial measurement

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

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

ii. Classification and subsequent measurement

Financial assets

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

- amortised cost;
- FVOCI – equity investment; or
- FVTPL

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

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

Transfers of financial assets to third parties in transactions that do not qualify for de-recognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

Financial assets: Subsequent measurement and gains and losses

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

All equity investments are measured at fair value in the balance sheet, with value changes recognised in the statement of profit and loss.

If an equity investment is not held for trading, an irrevocable election is made at initial recognition to measure it at fair value through other comprehensive income with only dividend income recognised in the statement of profit and loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

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

iii. De-recognition

Financial assets

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

If the Group enters into transactions whereby it transfers assets recognised on its balance sheet but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

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

iv. Offsetting

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

d. Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss.

ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

iii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method and is recognised in the statement of profit and loss.

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows:

Asset	Estimated useful life (in years)
Building	30
Plant and equipment	15
Electric installation	10
Furniture and fixtures	5-10
Office equipment	5
Computers	3
Vehicles	8
Lease hold improvement	Over the lease period or useful life of the asset, whichever is lower

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

iv. Leased assets

Leasehold improvements are amortised over their useful life or the lease period, whichever is lower. Leasehold lands are amortized over the period of lease. Building constructed on leasehold land are depreciated based on the useful life as stated above, where the lease period of land is beyond the life of the building. In other cases, buildings constructed on leasehold lands are amortised over the primary lease period of the lands.

e. Other intangible assets and intangible assets under development

Other intangible assets

Intangible assets include computer software. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses

i. Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in statement of profit and loss as incurred.

Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method and is included in depreciation and amortisation in statement of profit and loss.

The estimated useful lives are as follows:

Asset	Estimated useful life (in years)
Software	3-5
Broadcast rights	10

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

Intangible assets under development

Intangible assets under development includes software, website development, mobile app development etc. which is capitalized as per the milestones defined in the management plan or contract with the vendor.

f. Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the weighted average formula, and includes expenditure incurred in acquiring the inventories and other costs incurred in bringing them to their present location and condition.

Slow and non-moving material, obsolesces, defective inventories are duly provided for and valued at net realisable value. Goods and materials in transit are valued at actual cost incurred upto the date of balance sheet.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. The comparison of cost and net realisable value is made on an item-by-item basis.

g. Impairment

i. Impairment of financial instruments

Financial instruments that potentially subject the Group to concentration of credit risk consist principally of cash and bank balances, short term deposits with banks, trade receivables and investment securities. The cash resources of the Group are invested banks and liquid funds after an evaluation of the credit risk. By their nature, all such financial instruments involve risks, including the credit risk of non-performance by counterparties.

The customers of the Group are primarily the retail customers based in the United States of America and United Kingdom and accordingly, trade receivables are concentrated in the respective countries. The Group periodically assesses historical bad debts and ageing of accounts receivable.

In accordance with Ind-AS 109, the group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on trade receivables. The group follows 'simplified approach'. The application of simplified approach does not require the group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. ECL impairment loss allowance (or reversal) recognized during the period is recognized as income / expense in the statement of profit and loss. This amount is reflected in a separate line in the Statement of Profit and Loss as an impairment gain or loss. In balance sheet ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount.

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

ii. Impairment of non-financial assets

The Company’s non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset’s recoverable amount is estimated.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

An impairment loss in respect of goodwill is not subsequently reversed. In respect of other assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset’s carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

h. Employee benefits

i. Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term cash bonus, 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. Share based payment transactions

Employees of the Group receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments of the immediate holding company (equity-settled transactions).

The cost of transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding credit to immediate holding company, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group’s best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group’s best estimate of the number of equity instruments that will ultimately vest. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification.

iii. Defined contribution plan

A defined contribution plan is a plan under which an entity pays fixed contributions and will have no legal or constructive obligation to pay further amounts. The Group makes specified monthly contributions administered fund/scheme. Such contributions are recognised as an employee benefit expense in statement of profit and loss in the periods during which the related services are rendered by employees**.**

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

j. Provision (other than for employee benefits)

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

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

Contingent liability is disclosed in the case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- a present obligation arising from past events, when no reliable estimate is possible.
- a possible obligation arising from past events, unless the probability of outflow of resources is remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

Provisions for returns

Company records adjustments and allowances for sales returns and uncollectible receivables. Each of these adjustments is estimated based on historical experience. Sales returns are calculated as a percent of sales and are netted against revenue in the consolidated statement of operations.

k. Revenue

Sale of products

Revenue from the sale of goods in the course of ordinary activities is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates. This inter alia involves discounting of the consideration due to the present value if payment extends beyond normal credit terms. Revenue is recognised upon transfer of control of promised goods or services to customers in an amount that reflects the consideration which the group expects to receive in exchange for those products or services.

- Revenue from sales of goods is recognised on output basis measured by units delivered, number of transactions etc.
- Revenue from the sale of goods is recognised at the point in time when control is transferred to the customer which coincides with the performance obligation under the contract with the customer.
- Revenue from services is recognized in accordance with the terms of contract when the services are rendered, and the related costs are incurred

Taxes collected from customers and remitted to governmental authorities are accounted for on a net basis and, therefore, are excluded from net revenue in the consolidated statements of profit and loss.

The Group's general policy is to allow customers to return goods for up to thirty days after the date of delivery. An allowance for returned goods is provided at the time revenue is recorded as a percentage of sales based on historical experience.

l. Recognition of dividend income, interest income or expense

Dividend income is recognised in the statement of profit or loss on the date on which the Group's right to receive payment is established.

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

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

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

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

m. Leases

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.

Group as a lessee

The Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the Statement of Profit and Loss.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the Group, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Group recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and Statement of Profit and Loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in Statement of Profit and Loss.

The Group has elected not to apply the requirements of Ind AS 116 Leases to short term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

n. Tax Expense

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

i. Current tax

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

Current tax is recognised in statement of profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current tax is also recognised in other comprehensive income or directly in equity respectively. "

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.

The current income tax expense for overseas subsidiaries has been computed based on the tax laws applicable to each subsidiary in the respective jurisdiction in which it operates.

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

ii. Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.
Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.
Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

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

Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

o. Sales / Value Added Taxes (VAT)

Expenses and assets are recognised net of the amount of sales/ value added taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable; and

- When receivables and payables are stated with the amount of tax included.

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

p. Borrowing cost

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred**.**

q. Cash and short-term deposits

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

r. Cash Flow Statement

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

s. Dividend

Final dividends proposed by the Board of Directors are recognised upon approval by the shareholders who have the rights to decrease but not increase the amount of dividend recommended by the Board of Directors. Interim dividends are recognised on declarations by the Board of Directors.

t. Earnings per share (EPS)

Basic EPS amounts are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted EPS amounts are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. the average market value of the outstanding shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented

u. Operating Segments

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance.

v. Recent Indian Accounting Standards (Ind AS)

On 23 March 2022, the Ministry of Corporate Affairs ("MCA") through notifications, amended to existing Ind AS. The same shall come into force from annual reporting period beginning on or after 1st April 2022. Key Amendments relating to the same whose financial statements are required to comply with Companies (Indian Accounting Standards) Rules 2015 are:

- Ind AS 16 Property, Plant and Equipment – For items produced during testing/trail phase, clarification added that revenue generated out of the same shall not be recognised in Statement of Profit and Loss and considered as part of cost of PPE.

- Ind AS 37 Provisions, Contingent Liabilities & Contingent Assets – Guidance on what constitutes cost of fulfilling contracts (to determine whether the contract is onerous or not) is included.

- Ind AS 41 Agriculture– This aligns the fair value measurement in Ind AS 41 with the requirements of Ind AS 113 Fair Value Measurement to use internally consistent cash flows and discount rates and enables preparers to determine whether to use pre-tax or post-tax cash flows and discount rates for the most appropriate fair value measurement.

- Ind AS 101 – First time Adoption of Ind AS – Measurement of Foreign Currency Translation Difference in case of subsidiary/associate/ JV's date of transition to Ind AS is subsequent to that of Parent – FCTR in the books of subsidiary/associate/JV can be measured based Consolidated Financial Statements.

- Ind AS 103 – Business Combination – Reference to revised Conceptual Framework. For contingent liabilities / levies, clarification is added on how to apply the principles for recognition of contingent liabilities from Ind AS 37. Recognition of contingent assets is not allowed.

- Ind AS 109 Financial Instruments – The amendment clarifies which fees an entity includes when it applies the '10 per cent' test in assessing whether to derecognise a financial liability.

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