

**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF DIALFORHEALTH GREENCROSS LIMITED**

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **DIALFORHEALTH GREENCROSS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the statement of changes in equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's management is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), cash flows and the changes in equity of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with relevant rules issued thereunder. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

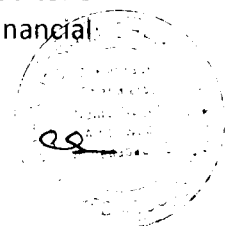
Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of the standalone Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidences about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial



statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

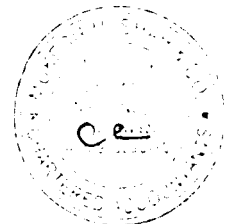
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Financial Statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Ind AS, of the financial position, of the Company as at 31st March, 2017, and its financial performance (including other comprehensive income); and its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

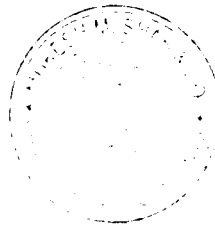
1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The reports on the accounts of the branch office of the Company audited under Section 143 (8) of the Act by branch auditor have been sent to us and have been properly dealt with by us in preparing this report.
 - (d) The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and the statement of changes in equity dealt with by this Report are in agreement with the books of account.
 - (e) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rules issued thereunder;



- (f) On the basis of the written representations received from the directors as on 31st March 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2017, from being appointed as a director in terms of section 164(2) of the Act.
- (g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in the standalone financial statements as regards its holding and dealings in Specified Bank Notes as defined in the Notification S.O. 3407(E) dated 8th November, 2016 of the Ministry of Finance, during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures performed and the representations provided to us by the management we report that the disclosures are in accordance with the books of account maintained by the Company and as produced to us by the Management.

For **MUKESH M. SHAH & CO.**,
Chartered Accountants
Firm Registration No.: 106625W

Place: Ahmedabad
Date: 25th May, 2017



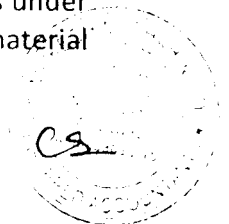
Chandresh S. Shah
Chandresh S. Shah
Partner
Membership No.: 042132

“Annexure A” referred to in the Independent Auditors’ Report of even date to the members of DIALFORHEALTH GREENCROSS LIMITED on the Standalone Financial Statements for the year ended 31st March, 2017.

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

1. The Company does not hold any fixed assets hence clause (i)(a), (i)(b) and (i)(c) of paragraph 3 of the order are not applicable to the company for the current period.
2. The Company does not deal in any inventory hence this clause of paragraph 3 of the order is not applicable to the company for the current period.
3. The Company has not granted any loans, secured or unsecured, to the companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
4. In our opinion and according to the information and explanations given to us, the Company has not given any loans, guarantees or security or made any investments to which provisions of section 185 and 186 of the Act is applicable, and accordingly paragraph 3 (iv) of the Order is not applicable to the Company.
5. The Company has not accepted any deposits from the Public within the meaning of the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Further, according to the information and explanations given to us, no order has been passed by the Company Law Board of National Company Law Tribunal or Reserve Bank of India or any court or any other Tribunal, in this regard.
6. In absence of any manufacturing activities carried out by the company, the requirement of maintenance of cost records under sub section 1 of section 148 of the Companies Act, 2013 are not applicable to the Company during the year under audit.
7. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees’ State Insurance, Income-tax, Sales-tax, Service tax, Custom duty, Excise duty, Value added Tax, Cess and any other material statutory dues during the year with the appropriate authorities. Moreover, as at 31st March, 2017, there are no such undisputed dues payable for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there is no dues under dispute for Income tax, Sales tax, Excise duty and Service tax and other material statutory dues as at 31st March, 2017.



8. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not defaulted in repayment of loans or borrowings from any financial institution, banks, government or due to debenture holders during the year.
9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments). The Company has not availed any term loans during the year.
10. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
11. According to the information and explanations given to us and on the basis of our examination of the books of account, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 (with schedule V) of the Act.
12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

Place: Ahmedabad
Date: 25th May, 2017



For **MUKESH M. SHAH & CO.,**
Chartered Accountants
Firm Registration No.: 106625W

C.S. Shah
Chandresh S. Shah
Partner
Membership No.: 042132

“Annexure B” to the Auditors’ Report – March 31, 2017

Report on the Internal Financial Control clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 (“the act”)

We have audited the internal financial controls over financial reporting of Dialforhealth Greencross Limited (“the company”) as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management Responsibility for Internal Financial Controls

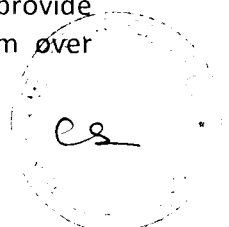
The company’s management is responsible for establishing and maintaining internal financial control based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on audit of Internal Financial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

Auditors’ Responsibility

Our responsibility is to express an opinion on the company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

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Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material on the financial statements.

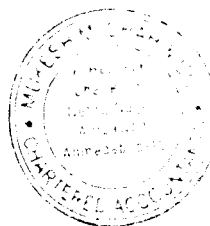
Inherent limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Ahmedabad
Date: 25th May, 2017



For **MUKESH M. SHAH & CO.**,
Chartered Accountants
Firm Registration No.: 106625W

C S Shah
Chandresh S. Shah
Partner
Membership No.: 042132

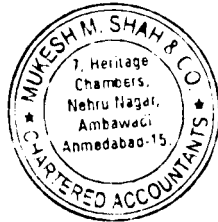
Dialforhealth Greencross Limited
Balance Sheet as at March 31, 2017

Particulars	Note No.	INR-Thousands		
		As at		
		March 31, 2017	March 31, 2016	April 1, 2015
ASSETS:				
Current Assets:				
Financial Assets:				
Cash and Cash Equivalents	3	575	605	618
Total		575	605	618
EQUITY AND LIABILITIES:				
Equity:				
Equity Share Capital	4	2,500	2,500	2,500
Other Equity	5	(1,967)	(1,943)	(1,921)
		533	557	579
Current Liabilities:				
Financial Liabilities:				
Other Financial Liabilities	6	42	48	39
Total		575	605	618
Significant Accounting Policies	2			
Notes to the Financial Statements	1 to 17			

As per our report of even date
 For Mukesh M. Shah & Co.,
 Chartered Accountants
 Firm Registration Number: 106625W

CS Shah

Chandresh S. Shah
 Partner
 Membership Number: 042132
 Ahmedabad, Dated: May 25, 2017



For and on behalf of the Board

For and on behalf of the Board

Nitin D. Parekh
 Chairman

H. Sadana
 Harish Sadana
 Director

Signature

Dialforhealth Greencross Limited
Statement of Profit and Loss for the year ended March 31, 2017

Particulars	Note No.	INR-Thousands	
		Year ended March 31	
		2017	2016
EXPENSES:			
Other Expenses	8	24	22
Total Expenses		24	22
Loss before Tax		(24)	(22)
Less: Tax Expense		-	-
Loss for the year		(24)	(22)
Other Comprehensive Income for the year [Net of tax]		-	-
Total Comprehensive Income for the year [Net of Tax]		(24)	(22)
Basic and Diluted Earning per Equity Share [EPS] [INR]	10	(0.10)	(0.09)
Significant Accounting Policies	2		
Notes to the Financial Statements	1 to 17		

As per our report of even date
 For Mukesh M. Shah & Co.,
 Chartered Accountants
 Firm Registration Number: 106625W



CSShad
 Chandresh S. Shah
 Partner
 Membership Number: 042132
 Ahmedabad, Dated: May 25, 2017

For and on behalf of the Board

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Nitin D. Parekh
 Chairman

H. Sadana
 Harish Sadana
 Director

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Dialforhealth Greencross Limited
Cash Flow Statement for the year ended March 31, 2017

Particulars	INR-Thousands	
	Year ended March 31	
	2017	2016
A Cash flows from operating activities:		
Loss before tax	(24)	(22)
Adjustments for:		
Increase in other liabilities	(6)	9
Net cash from operating activities	(30)	(13)
B Cash flows from investing activities:		
Net cash from investing activities	-	-
C Cash flows from financing activities:		
Proceeds from borrowings	-	-
Net [Decrease]/ increase in cash and cash equivalents	(30)	(13)
Cash and cash equivalents at the beginning of the year	605	618
Cash and cash equivalents at the end of the year	575	605

Notes to the Cash Flow Statement

- 1 All figures in brackets are outflows.
- 2 Cash and cash equivalents at the end [beginning] of the year include INR Nil [INR Nil] not available for immediate use.
- 3 Cash and cash equivalents comprise of:

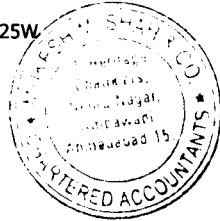
	<u>As at</u>		
	<u>March 31, 2017</u>	<u>March 31, 2016</u>	<u>April 1, 2015</u>
a Cash on Hand	-	2	1
b Balances with Banks	575	603	617
c Total	575	605	618

As per our report of even date

For Mukesh M. Shah & Co.,
Chartered Accountants
Firm Registration Number: 106625W

C.S. Shah

Chandresh S. Shah
Partner
Membership Number: 042132
Ahmedabad, Dated: May 25, 2017



For and on behalf of the Board

Parekh Nitin D.

Nitin D. Parekh
Chairman

H. Sadana

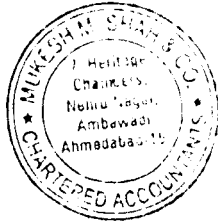
Harish Sadana
Director

Dialforhealth Greencross Limited
Statement of Change in Equity for the year ended March 31, 2017

a Equity Share Capital:	No. of Shares	INR-Thousands
Equity Shares of INR 10 each, Issued, Subscribed and Fully Paid up:		
As at April 1, 2015	50,000	500
As at March 31, 2016	50,000	500
As at March 31, 2017	50,000	500

b Other Equity:	INR-Thousands	
	Reserves and Surplus	Total
	Retained Earnings	
As at April 1, 2015	(1,921)	(1,921)
Add: Loss for the year	(22)	(22)
Add: Other Comprehensive income	-	-
As at March 31, 2016	(1,943)	(1,943)
Add: Loss for the year	(24)	(24)
Add: Other Comprehensive income	-	-
As at March 31, 2017	(1,967)	(1,967)

As per our report of even date
 For Mukesh M. Shah & Co.,
 Chartered Accountants
 Firm Registration Number: 106625W



CSShad
 Chandresh S. Shah
 Partner
 Membership Number: 042132
 Ahmedabad, Dated: May 25, 2017

For and on behalf of the Board

Parekh Nitin D.

Nitin D. Parekh
 Chairman

H. Sadana
 Harish Sadana
 Director

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Dialforhealth Greencross Limited

Note: 1-Company overview:

Dialforhealth Greencross Limited [the Company] was incorporated on July 8, 2005. The company's registered office is situated at Zydus Tower, Satellite Cross Roads, Ahmedabad. The company has not carried out any business activity during the year. These financial statements were authorised for issue in accordance with a resolution passed by the Board of Directors at their meeting held on May 25, 2017.

Note: 2-Significant Accounting Policies:

A The following note provides list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented unless otherwise stated.

1 Basis of preparation:

A The financial statements have been prepared in accordance with Indian Accounting Standards [Ind AS] notified under the Companies [Indian Accounting Standards] Rules, 2015, as amended and other relevant provisions of the Companies Act, 2013.

B For all periods up to and including the year ended March 31, 2016, the Company has prepared its financial statements in accordance with the accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies [Accounts] Rules, 2014 [Indian GAAP].

The Company has adopted Ind AS as per Companies [Indian Accounting Standards] [Ind AS] Rules, 2015 as notified under section 133 of the Companies Act, 2013 for these Financial statements beginning April 1, 2016. As per the principles of Ind AS 101, the transition date to Ind AS is April 1, 2015 and hence the comparatives for the previous year ended March 31, 2016 and balances as on April 1, 2015 have been restated as per the principles of Ind AS, wherever deemed necessary. Reconciliations and descriptions of the effect of the transition from previous GAAP to Ind AS have been summarized in note 15 and note 16.

C The financial statements have been prepared on historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

- i Certain financial assets and liabilities measured at fair value [refer accounting policy regarding financial instruments]

2 Use of Estimates:

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of income and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments are provided below. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements.

Critical estimates and judgments

a Income taxes:

Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

3 Revenue Recognition:

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government and is shown net of returns, trade allowances, rebates, value added taxes and volume discounts.

4 Taxes on Income:

Tax expenses comprise of current and deferred tax.

A Current Tax:

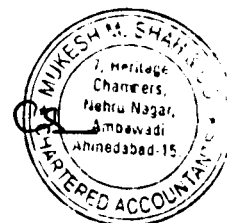
- a Current tax is measured at the amount expected to be paid on the basis of reliefs and deductions available in accordance with the provisions of the Income Tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.
- b Current tax items are recognised in co-relation to the underlying transaction either in Statement of Profit and Loss, OCI or directly in equity.

B Deferred Tax:

- a Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

5 Cash and Cash Equivalents:

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments.



Note: 2-Significant Accounting Policies-Continued:**6 Provisions, Contingent Liabilities and Contingent Assets:**

- A** Provisions are recognised when the Company has a present obligation as a result of past events and it is probable that the outflow of resources will be required to settle the obligation and in respect of which reliable estimates can be made. A disclosure for contingent liability is made when there is a possible obligation, that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision/ disclosure is made. Provisions and contingencies are reviewed at each balance sheet date and adjusted to reflect the correct management estimates. Contingent assets are not recognised but are disclosed separately in financial statements.
- B** 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.

7 Financial Instruments:

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

A Financial Liabilities:**a Initial recognition and measurement:**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

b Subsequent measurement:

Subsequently all financial liabilities are measured as amortised cost except for loans and borrowings, as described below:

Loans and borrowings:

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in Statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

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

c Derecognition:

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of profit and loss.

B Offsetting of financial instruments:

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

8 Fair Value Measurement:

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:

- a In the principal market for the asset or liability, or
- b 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 Company.

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 Company 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.

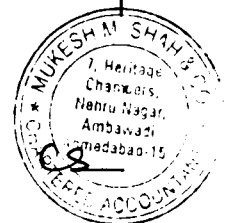
All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company 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.

9 Earnings per Share:

Basic earnings per share are calculated by dividing the net profit or loss [excluding other comprehensive income] for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a right issue, shares split and reserve share splits [consolidation of shares] that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss [excluding other comprehensive income] for the year attributable to equity share holders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.



Dialforhealth Greencross Limited

Note: 2-Significant Accounting Policies-Continued:

B Standards issued but not yet effective:

In March 2017, the Ministry of Corporate Affairs issued the Companies [Indian Accounting Standards] [Amendments] Rules, 2017, notifying amendments to Ind AS 7 "Statement of cash flows" and Ind AS 102 "Share-based payment". These amendments are in accordance with the recent amendments made by International Accounting Standards Board [IASB] to IAS 7 "Statement of cash flows" and IFRS 2 "Share-based payment", respectively. The amendments are applicable to the Company from April 1, 2017.

Amendment to Ind AS 7:

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

The Company is evaluating the requirements of the amendment and its effect on the financial statements.

Amendment to Ind AS 102:

The amendment to Ind AS 102 provides specific guidance to measurement of cash-settled awards, modification of cash-settled awards and awards that include a net settlement feature in respect of withholding taxes. It clarifies that the fair value of cash-settled awards is determined on a basis consistent with that used for equity-settled awards. Market-based performance conditions and non-vesting conditions are reflected in the "fair values", but non-market performance conditions and service vesting conditions are reflected in the estimate of the number of awards expected to vest. Also, the amendment clarifies that if the terms and conditions of a cash-settled share-based payment transaction are modified with the result that it becomes an equity-settled share-based payment transaction, the transaction is accounted for as such from the date of the modification. Further, the amendment requires the award that include a net settlement feature in respect of withholding taxes to be treated as equity-settled in its entirety. The cash payment to the tax authority is treated as if it was part of an equity settlement. This amendment does not apply to the Company.

	INR-Thousands		
	As at		
	March 31, 2017	March 31, 2016	April 1, 2015
Note: 3-Cash and Cash Equivalents:			
Balances with Banks	575	603	617
Cash on Hand	-	2	1
Total	575	605	618
In accordance with MCA notification G.S.R. 308 (E) dated March 30, 2017 details of Specified Bank Notes [SBN] and Other Denomination Notes [ODN] held and transacted during the period from November 8, 2016 to December 30, 2016 is given below:			
Particulars	Total	SBN	ODN
Closing cash on hand as on November 8, 2016	-	-	-
Permitted receipts	-	-	-
Permitted payments	-	-	-
Amount deposited in banks	-	-	-
Closing cash on hand as on December 30, 2016	-	-	-

Note: 4-Equity Share Capital:

Authorised:

750,000 [as at March 31, 2016: 750,000 {as at April 1, 2015: 750,000}] Equity Shares of Rs.10/- each

7,500	75,000	75,000
7,500	75,000	75,000

Issued, Subscribed and Paid-up:

250,000 [as at March 31, 2016: 250,000 {as at April 1, 2015: 250,000}] Equity Shares of Rs.10/- each, fully paid-up

2,500	2,500	2,500
2,500	2,500	2,500

Total

250,000	250,000	250,000
----------------	---------	---------

- A There is no change in the number of equity shares as at the beginning and end of the year.
Number of equity shares at the beginning and at the end of year
- B The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity share is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting, except in the case of interim dividend. In the event of liquidation of the Company, the equity shareholders shall be entitled to proportionate share of their holding in the assets remaining after distribution of all preferential amounts.
- C All Equity shares of Rs. 10/- each, fully paid held by Holding Company, Dialforhealth India Limited and its nominees.
- | | | |
|----------------|---------|---------|
| 250,000 | 250,000 | 250,000 |
| 100% | 100% | 100% |



Dialforhealth Greencross Limited
Notes to the Financial Statements

	INR-Thousands		
	As at		
	March 31, 2017	March 31, 2016	April 1, 2015
Note: 5-Other Equity:			
Retained Earnings:			
Balance as per last Balance Sheet	(1,943)	(1,921)	
Add: Loss for the year	(24)	(22)	
Balance as at the end of the year	(1,967)	(1,943)	
Total	(1,967)	(1,943)	
Note: 6-Other Financial Liabilities:			
Accrued Expenses	42	48	39
Total	42	48	39
As per the information available with the Company, there are no business transactions carried out during the year with any enterprises registered under the Micro, Small and Medium Enterprises Development Act, 2006 [MSMED]. Further, there is no outstanding amount payable to any such enterprises, hence question of delayed payment or interest thereon does not arise.			
Note: 7-Contingent Liabilities and Commitments [to the extent not provided for]			
	-	-	-
	INR-Thousands		
	Year ended March 31		
	2017	2016	
Note: 8-Other Expenses:			
Payment to the auditors [Including Service Tax]:			
As Auditor	12	11	
For Other Services	10	9	
Other Expenses	2	2	
Total	24	22	
Note: 9-Tax Expenses:			
The Company has unabsorbed depreciation as well as carried forward losses under tax laws, resulting in to deferred tax assets. However, considering principle of prudence, deferred tax assets are not recognised in absence of convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realised.			
Note: 10-Calculation of Earnings per Equity Share [EPS]:			
The numerators and denominators used to calculate the basic and diluted EPS are as follows:			
a Loss attributable to Shareholders	INR-Thousands	(24)	(22)
b Basic and weighted average number of Equity shares outstanding during the year	Numbers	250,000	250,000
c Nominal value of equity share	INR	10	10
d Basic EPS	INR	(0.10)	(0.09)
Note: 11-Segment Information:			
The Company has not done any commercial activity during the year, hence, segment reporting is not required.			
Note: 12-Related Party Transactions:			
A Name of the Related Party and Nature of the Related Party Relationship:			
a Holding Company:		Dialforhealth India Limited	
b Ultimate Holding Company:		Cadila Healthcare Limited	
c Fellow Subsidiary companies/ Firms:			
Dialforhealth Unity Limited	Zydus Pharmaceuticals (USA) Inc. [USA]		
Zydus Healthcare Limited	Nesher Pharmaceuticals (USA) LLC [USA]		
Zydus Wellness Limited	Zydus Healthcare (USA) LLC [USA]		
M/s. Zydus Wellness-Sikkim, a Partnership Firm	Zydus Noveltech Inc. [USA]		
Liva Pharmaceuticals Limited	Hercon Pharmaceuticals LLC [USA]		
Zydus Technologies Limited	Zydus Healthcare S.A. (Pty) Ltd [South Africa]		
Alidac Pharmaceuticals Limited	Simayla Pharmaceuticals (Pty) Ltd [South Africa]		
Alidac Healthcare Myanmar Limited [Myanmar]	Script Management Services (Pty) Ltd [South Africa]		
Zydus Lanka (Private) Limited [Sri Lanka]	Zydus France, SAS [France]		
Zydus Healthcare Philippines Inc. [Philippines]	Zydus Nikkho Farmaceutica Ltda. [Brazil]		
Zydus International Private Limited [Ireland]	Laboratorios Combix S.L. [Spain]		
Zydus Netherlands B.V. [the Netherlands]	Zydus Pharmaceuticals Mexico SA De CV [Mexico]		
Z AHL B.V. [the Netherlands]	Zydus Pharmaceuticals Mexico Services Company SA De C.V.[Mexico]		
Z AHL Europe B.V. [the Netherlands]	Etna Biotech S.R.L. [Italy]		
Bremer Pharma GmbH [Germany]	Zydus Worldwide DMCC [Dubai]		
Sentynl Therapeutics Inc. [USA]	Zydus Discovery DMCC [Dubai]		
d Enterprises having significant influence over the company:			
Unity Chemist & Druggists Private Limited			
e Directors:			
Mr. Nibin Parekh	Chairman	Mr. Virendra Kumar Sharma	Director
Mr. Harish Sadana	Director		
B Transactions with Related Parties:			
There was no transaction with related party during the year.			



Note: 13-Financial Instruments:**A Fair values hierarchy:**

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Quoted prices [unadjusted] in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

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

Financial Assets:

The carrying amounts of trade receivables, loans and advances to related parties and other financial assets , cash and cash equivalents are considered to be the approximately equal to the fair values.

Financial Liabilities:

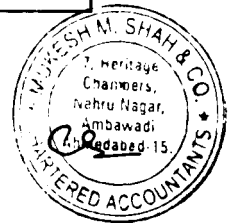
Fair values of loans, other financial liabilities and trade payables are considered to be approximately equal to the carrying values.

Note: 14-Financial Risk Management:**A Financial instruments by category:**

		INR-Thousands			
		As at March 31, 2017			
		FVTPL	FVOCI	Amortised Cost	Total
Financial assets:					
Cash and Cash Equivalents				575	575
Total		-	-	575	575
Financial liabilities:					
Other Current Financial Liabilities				42	42
Total		-	-	42	42
		As at March 31, 2016			
		FVTPL	FVOCI	Amortised Cost	Total
Financial assets:					
Cash and Cash Equivalents				605	605
Total		-	-	605	605
Financial liabilities:					
Other Current Financial Liabilities				48	48
Total		-	-	48	48
		As at April 1, 2015			
		FVTPL	FVOCI	Amortised Cost	Total
Financial assets:					
Cash and Cash Equivalents				618	618
Total		-	-	618	618
Financial liabilities:					
Other Current Financial Liabilities				39	39
Total		-	-	39	39

B Risk Management:

The Company's risk management is done in close co-ordination with the board of directors. The Company does not actively engage in the trading of financial assets for speculative purposes nor does it write options.



Dialforhealth Greencross Limited
Notes to the Financial Statements

Note: 14- Financial Risk Management:-Continued:

Maturities of financial liabilities:

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

	INR-Thousands				
	< 1 year	1-2 year	2-3 year	> 3 years	Total
March 31, 2017					
Non-derivative Financial Liabilities:					
Other Financial Liabilities	42				42
Total	42	-	-	-	42
March 31, 2016					
Non-derivative Financial Liabilities:					
Other Financial Liabilities	48				48
Total	48	-	-	-	48
April 1, 2015					
Non-derivative Financial Liabilities:					
Other Financial Liabilities	39				39
Total	39	-	-	-	39

Note: 15- First Time Adoption of Ind AS:

The accounting policies set out in the note here have been applied in preparing the financial statements for the year ended March 31, 2017, the comparative information presented in these financial statements for the year ended March 31, 2016 and in the preparation of an opening Ind AS balance sheet at April 1, 2015 [the Company's date of transition].

In preparing its opening Ind AS balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies [Accounting Standards] Rules, 2006 [as amended] and other relevant provisions of the Act [Indian GAAP]. An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following notes.

Exemptions and exceptions availed:

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

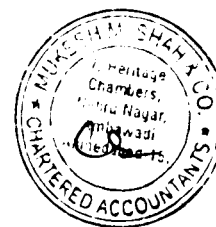
A Estimates:

An entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP [after adjustments to reflect any difference in accounting policies], unless there is objective evidence that those estimates were in error.

Ind AS estimates as at April 1, 2015 are consistent with the estimates as at the same date made in conformity with previous GAAP.

B De-recognition of financial assets and liabilities:

Ind AS 101 requires a first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first time adopter to apply the de-recognition requirements in Ind AS 109 retrospectively from a date of entity's choosing; provided that the information needed to apply Ind AS 109 to financial assets or financial liabilities derecognised as a result of past transactions was obtained at the time of initially accounting for those transactions. The Company has elected to apply the de-recognition provision of Ind AS 109 prospectively from the date of transition to Ind AS.



Dialforhealth Greencross Limited
Notes to the Financial Statements

Note: 16- Reconciliation with previous GAAP:

Equity:

The transition from IGAAP to Ind AS has not had any impact on the Equity.

Net loss after tax:

The transition from IGAAP to Ind AS has not had any impact on the net loss after tax.

Others:

Statement of Cash Flows:

The transition from IGAAP to Ind AS has not had any impact on the statement of cash flows.

Note: 17

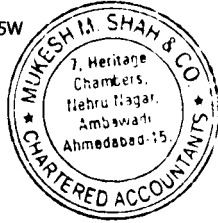
Though the accumulated loss exceeds the net worth of the company, the accounts are prepared on "going concern" basis in view of:

- a Continuous support extended by the Holding Company and
- b Long term strategic involvement of the Holding company in the present business activities of the company

Signatures to Significant Accounting Policies and Notes 1 to 17 to the Financial Statements

As per our report of even date

For Mukesh M. Shah & Co.,
Chartered Accountants
Firm Registration Number: 106625W



C.S. Shah

Chandresh S. Shah
Partner
Membership Number: 042132
Ahmedabad, Dated: May 25, 2017

For and on behalf of the Board

Parekh Nitin D.

Nitin D. Parekh
Chairman

H. R. Sadana

Harish Sadana
Director

[Handwritten signature]