INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **German Remedies Pharmaceuticals Private Limited** ("the Company"), which comprise the balance sheet as at 31st March 2020, the statement of Profit and Loss and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2020, and profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon.

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

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

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

Management's Responsibility for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

e) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

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" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

A. 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 Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. 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:

a) The Company has disclosed the impact of pending litigations on its financial statements in its financial statements;
b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

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

Place: Ahmedabad
Date: June 12, 2020
UDIN: 20042132AAAAMO4304

Sd/-

Chandresh S. Shah
Partner
Membership No.: 042132

“Annexure A” referred to in the Independent Auditors’ Report of even date to the members of “German Remedies Pharmaceuticals Private Limited” on the Financial Statements for the year ended 31st March, 2020.

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

   (b) Some of the fixed assets were physically verified during the year by the management in accordance with programme of verification, which in our opinion provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.

   (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company. In respect of immoveable properties taken on lease and disclosed as right-of-use-assets in the standalone financial statements, the lease agreements are in the name of the Company.

2. (a) The inventories have been physically verified by management during the year. In our opinion, the procedure for physical verification of inventory followed by management is reasonable and adequate in relation to the size of the Company and the nature of its business.

   (b) In our opinion and according to the information and explanation given to us, the company has maintained proper records of inventory. No material discrepancies were noticed on physical verification of inventory.

3. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, clause (iii)(a) and (iii)(b) of paragraph of the Order are not applicable to the company for the current year.

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 deposit from the Public within the meaning of the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder. Further, we are informed that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any other Court or Tribunal, in this regard.

6. In absence of any manufacturing activity 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 regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Goods and Services tax, Custom duty, Cess and any other material statutory dues, wherever payable have been paid during the year with the appropriate authorities. Moreover, as at 31st March, 2020, 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 due under dispute for the Income Tax, Sales Tax, Value added Tax, Excise Duty and Service Tax, GST and other material statutory dues as at 31st March, 2020.

8. In our opinion and 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 the repayment of loans or borrowings to banks or financial institutions or government 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 term loans raised during the year has been utilised by the Company for the purpose for which the same has been taken.

10. To the best of our knowledge and according to the information and explanations given to us, no material 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. In our opinion and 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 given 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. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.

15. In our opinion and 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 of the nature specified u/s 192 of the Companies Act, 2013. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.

16. In our opinion and according to the information & explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

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

Place: Ahmedabad
Date: June 12, 2020
UDIN: 20042132AAAAMO4304

Sd/-
Chandresh S. Shah
Partner
Membership No.: 042132

"Annexure B" referred to in the Independent Auditors' Report of even date to the members of "German Remedies Pharmaceuticals Private Limited" on the Financial Statements for the year ended 31st March, 2020.

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 **German Remedies Pharmaceuticals Private Limited** ("the company") as of March 31, 2020 in conjunction with our audit of the 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.

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 effect on the financial statements.

Inherent limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has adequate Internal Financial Controls system over financial reporting and such Internal Financial Controls over financial reporting were operating effectively as at 31st March 2020 in all material respect based on the internal control over financial reporting criteria by the Company considering the essential components of control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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

Place: Ahmedabad
Date: June 12, 2020
UDIN: 20042132AAAAMO4304

Sd/-
Chandresh S. Shah
Partner
Membership No.: 042132

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]

Balance Sheet as at March 31, 2020

Particulars	Note No.	INR - Lakh	
		As at March 31	
		2020	2019 *
ASSETS:			
Non-Current Assets:			
Property, Plant and Equipment	3 [A]	**3,628**	3,829
Capital work-in-progress		**2,871**	19
Other Intangible Assets	3 [B]	**8**	-
Financial Assets:			
Investments	4	**1**	22
Other Financial Assets	5	**111**	62
Deferred Tax Assets [Net]	17	**-**	310
Other Non-Current Assets	6	**66**	101
Current Tax Assets [Net]	7	**112**	59
		6,797	4,402
Current Assets:			
Inventories	8	**1,403**	1,982
Financial Assets:			
Trade Receivables	9	**8,360**	8,051
Cash and Cash Equivalents	10	**1,590**	870
Bank balance other than cash and cash equivalents	10	**155**	104
Other Current Financial Assets	11	**112**	3
Other Current Assets	12	**320**	45
		11,940	11,055
Total		**18,737**	15,457
EQUITY AND LIABILITIES:			
Equity:			
Equity Share Capital	13	**6,683**	350
Other Equity	14	**2,549**	4,715
		9,232	5,065
Non-Current Liabilities:			
Financial Liabilities:			
Other Financial Liabilities	15	**567**	489
Provisions	16	**169**	46
Deferred Tax Liabilities [Net]	17	**10**	-
		746	535
Current Liabilities:			
Financial Liabilities:			
Borrowings	18	**2,545**	5,930
Trade Payables:			
Due to Micro and Small Enterprises	19	**483**	425
Due to other than Micro and Small Enterprises	19	**5,055**	3,342
Other Financial Liabilities	20	**386**	95
Other Current Liabilities	21	**271**	61
Provisions	22	**19**	4
		8,759	9,857
Total		**18,737**	15,457
Significant Accounting Policies	2		
Notes to the Financial Statements	1 to 40		
[*] Refer Note- 38			

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

For and on behalf of the Board

Sd/-
Jyotindra B. Gor
Director

Sd/-
Chandresh Shah
Partner
Membership Number: 042132
Ahmedabad, Dated: June 12, 2020

Sd/-
N V Chalapathi Rao
Chief Financial Officer

Sd/-
Sanjay D Gupta
Company Secretary

Sd/-
Devanand Kumar Singh
Whole Time Director

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]
Statement of Profit and Loss for the year ended March 31, 2020

Particulars	Note No.	INR - Lakh Year ended March 31 2020	2019 *
Revenue from Operations	24	37,908	39,147
Other Income	25	80	18
Total Income		37,988	39,165
EXPENSES:			
Cost of Materials Consumed	26	6	30
Purchases of Stock-in-Trade	27	27,589	28,744
Changes in Inventories of Finished goods, Work-in-progress and Stock-in-Trade	28	573	(74)
Employee Benefits Expense	29	1,084	898
Finance Costs	30	638	508
Depreciation and Amortisation expense	3	268	243
Other Expenses	31	2,289	2,505
Total Expenses		32,447	32,854
Profit before Tax		5,541	6,311
Less: Tax Expense:			
Current Tax	32	1,046	-
Deferred Tax	32	319	(310)
		1,365	(310)
Profit for the year		4,176	6,621
OTHER COMPREHENSIVE INCOME [OCI]:			
Items that will not be reclassified to profit or loss:			
Re-measurement losses on post employment defined benefit plans		(4)	-
Income tax effect		1	-
Other Comprehensive Income for the year [Net of Tax]		(3)	-
Total Comprehensive Income for the year [Net of Tax]		4,173	6,621
Basic Earning per Equity Share [EPS] [in Rupees]	33	119.31	189.17
Diluted Earning per Equity Share [EPS] [in Rupees]	33	6.25	189.17
Significant Accounting Policies	2		
Notes to the Financial Statements	1 to 40		
[*] Refer Note- 38			

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

For and on behalf of the Board

Sd/-
Jyotindra B. Gor
Director

Sd/-	Sd/-	Sd/-	Sd/-
Chandresh Shah	N V Chalapathi Rao	Sanjay D Gupta	Devanand Kumar Singh
Partner	Chief Financial Officer	Company Secretary	Whole Time Director
Membership Number: 042132			
Ahmedabad, Dated: June 12, 2020			

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]

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

a Equity Share Capital:

	No. of Shares	INR - Lakh
Equity Shares of INR 10/- each, Issued, Subscribed and Fully Paid-up:		
As at March 31, 2018	3,500,000	**350**
As at March 31, 2019	3,500,000	**350**
As at March 31, 2020	3,500,000	**350**
8% Optionally Convertible Non-Cumulative Redeemable Preference Shares of Rs.100/- each		
Issued, Subscribed and Fully Paid-up:		
As at March 31, 2018	-	**-**
As at March 31, 2019	-	**-**
Add: issued pursuant to a Scheme	6,332,797	**6,333**
As at March 31, 2020	6,332,797	**6,333**

b Other Equity:

	INR - Lakh
	Retained Earnings
As at March 31, 2018	**(1,906)**
Add: Profit for the year	**6,621**
Add: Other Comprehensive Income	**-**
As at March 31, 2019	**4,715**
Add: Profit for the year	**4,176**
[Less]: Other Comprehensive Income	**(3)**
[Less] : Adjustment pursuant to demerger [Refer Note 38]	**(6,339)**
As at March 31, 2020	**2,549**

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

For and on behalf of the Board

Sd/-
Jyotindra B. Gor
Director

Sd/-
Chandresh Shah
Partner
Membership Number: 042132
Ahmedabad, Dated: June 12, 2020

Sd/-
N V Chalapathi Rao
Chief Financial Officer

Sd/-
Sanjay D Gupta
Company Secretary

Sd/-
Devanand Kumar Singh
Whole Time Director

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]

Note: 1-Company overview:

German Remedies Pharmaceuticals Private Limited [Formerly known as ACME Pharmaceuticals Private Limited] ["the Company"], a Deemed Public Limited Company by shares, incorporated and domiciled in India, operates as an integrated pharmaceutical company with business encompassing the entire value chain in the production, marketing and distribution of pharmaceutical products. The registered office of the Company is located at "PF 61 & 62, Sanand II, Industrial Estate, Taluka - Sanand, District - Ahmedabad, Gujarat, India- 382110.

These financial statements were authorised for issue in accordance with a resolution of the Board of Directors on June 12, 2020.

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 are in compliance with the 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 had 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].
Effective from April 1, 2016, 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. The adoption was carried out in accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards.

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]
ii Defined benefit plans
iii Contingent consideration

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 financial statements.

Critical judgments:

a Taxes on Income:

Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions and probability of utilisation of Minimum Alternate Tax [MAT] Credit in future.

b Employee benefits:

Significant judgments are involved in making judgments about the life expectancy, discounting rate, salary increase, etc. which significantly affect the working of the present value of future liabilities on account of employee benefits by way of defined benefit plans.

c Product warranty and expiry claims:

Significant judgments are involved in determining the estimated stock lying in the market with product shelf life and estimates of likely claims on account of expiry of such unsold goods lying with stockists.

d Impairment of property, plant and equipment and investments:

Significant judgment is involved in determining the estimated future cash flows from the Investments, Property, Plant and Equipment and Goodwill to determine their value in use to assess whether there is any impairment in their carrying amounts as reflected in the financials.

e Contingent liabilities:

Significant judgment is involved in determining whether there is a possible obligation, that may, but probably will not require an outflow of resources.

Critical estimates:

a Property, Plant and Equipment:

Property, Plant and Equipment represent a large proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. Management reviews the residual values, useful lives and methods of depreciation of Property, Plant and Equipment at each reporting period end and any revision to these is recognised prospectively in current and future periods. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their lives, such as changes in technology.

b Leases:

When the entity has the option to extend a lease, management uses its judgement to determine whether or not an option would be reasonably certain to be exercised. Management considers all facts and circumstances including their past practice and any cost that will be incurred to change the asset if an option to extend is not taken, to help them determine the lease term.

Note: 2-Significant Accounting Policies-Continued:

3 Foreign Currency Transactions:

The Company's financial statements are presented in Indian Rupees [INR], which is the functional and presentation currency.

A The transactions in foreign currencies are translated into functional currency at the rates of exchange prevailing on the dates of transactions.

4 Revenue Recognition:

A The Company has applied Ind AS 115 - Revenue from Contracts with Customers which is effective for an annual period beginning on or after April 1, 2018. The following is the significant accounting policy related to revenue recognition under Ind AS 115.

a Sale of Goods:

Revenue from the sale of goods is recognized as revenue on the basis of customer contracts and the performance obligations contained therein. Revenue is recognised at a point in time when the control of goods or services is transferred to a customer. Control lies with the customer if the customer can independently determine the use of and consume the benefit derived from a product or service. Revenues from product deliveries are recognised at a point in time based on an overall assessment of the existence of a right to payment, the allocation of ownership rights, the transfer of significant risks and rewards and acceptance by the customer.

The goods are often sold with volume discounts/ pricing incentives and customers have a right to return damaged or expired products. Revenue from sales is based on the price in the sales contracts, net of discounts. When a performance obligation is satisfied, Revenue is recognised with the amount of the transaction price [excluding estimates of variable consideration] that is allocated to that performance obligation. Historical experience, specific contractual terms and future expectations of sales returns are used to estimate and provide for damage or expiry claims. No element of financing is deemed present as the sales are made with the normal credit terms as per prevalent trade practice and credit policy followed by the Company.

b Service Income:

Service income is recognised as per the terms of contracts with the customers when the related services are performed as per the stage of completion or on the achievement of agreed milestones and are net of indirect taxes, wherever applicable.

B Goods and Service Tax [GST] is not received by the Company on its own account. Rather, it is a tax collected on value added to the goods and services by the Company on behalf of the government. Accordingly, it is excluded from revenue.

C The specific recognition criteria described below must also be met before revenue is recognised:

a Interest Income:

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate [EIR]. EIR is the rate that discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

b Dividend:

Dividend income is recognised when the Company’s right to receive the payment is established.

c Other Income:

Other income is recognised when no significant uncertainty as to its determination or realisation exists.

5 Government Grants:

A Government grants are recognised in accordance with the terms of the respective grant on accrual basis considering the status of compliance of prescribed conditions and ascertainment that the grant will be received.

B Government grants related to revenue are recognised on a systematic and gross basis in the Statement of Profit and Loss over the period during which the related costs intended to be compensated are incurred.

C Government grants related to assets are recognised as income in equal amounts over the expected useful life of the related asset.

6 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.

b Deferred tax liabilities are recognised for all taxable temporary differences.

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

d The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

e Deferred tax assets and liabilities are measured at the tax rates [and tax laws] that have been enacted or substantively enacted at the reporting date and are expected to apply in the year when the asset is realised or the liability is settled.

f Deferred tax items are recognised in co-relation to the underlying transaction either in OCI or directly in equity.

g Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities.

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]

Note: 2-Significant Accounting Policies-Continued:

7 Property, Plant and Equipment:

A Freehold land is carried at historical cost. All other items of Property, Plant and Equipment are stated at historical cost of acquisition/ construction less accumulated depreciation and impairment loss. Historical cost [Net of Input tax credit received/ receivable] includes related expenditure and pre-operative & project expenses for the period up to completion of construction/ assets are ready for its intended use, if the recognition criteria are met and the present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset, if the recognition criteria for a provision are met. Effective from April 1, 2007, the foreign exchange loss or gain arising on long term foreign currency monetary items that existed in the financial statements for the period ended on March 31, 2016, attributable to Property, Plant and Equipment is adjusted to the cost of respective Property, Plant and Equipment. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance costs are charged to the statement of profit and loss during the reporting period in which they are incurred, unless they meet the recognition criteria for capitalisation under Property, Plant and Equipment.

On transition to Ind AS, the Company has elected to continue with the carrying value of all its Property, Plant and Equipment recognised as at April 1, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the Property, Plant and Equipment.

B Where components of an asset are significant in value in relation to the total value of the asset as a whole, and they have substantially different economic lives as compared to principal item of the asset, they are recognised separately as independent items and are depreciated over their estimated economic useful lives.

C Depreciation on tangible assets is provided on "straight line method" based on the useful lives as prescribed under Schedule II of the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used. However, management reviews the residual values, useful lives and methods of depreciation of Property, Plant and Equipment at each reporting period end and any revision to these is recognised prospectively in current and future periods.

D Depreciation on impaired assets is calculated on its reduced values, if any, on a systematic basis over their remaining useful lives.

E Depreciation on additions/ disposals of the fixed assets during the year is provided on pro-rata basis according to the period during which assets are used.

F Where the actual cost of purchase of an asset is below INR 10,000/-, the depreciation is provided @ 100%.

G Capital work in progress is stated at cost less accumulated impairment loss, if any.

H An item of Property, Plant and Equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset [calculated as the difference between the net disposal proceeds and the carrying amount of the asset] is included in the Statement of profit and loss when the asset is derecognised.

8 Intangible Assets:

A Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

B Capitalised cost incurred towards purchase/ development of software is amortised using straight line method over its useful life of four years as estimated by the management at the time of capitalisation.

C Intangible assets with infinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of infinite life is reviewed annually to determine whether the infinite life continues to be supportable. If not, the change in useful life from infinite to finite is made on a prospective basis.

D An item of intangible asset initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset [calculated as the difference between the net disposal proceeds and the carrying amount of the asset] is included in the Statement of profit and loss when the asset is derecognised.

9 Borrowing Costs:

A Borrowing costs consist of interest and other borrowing costs that are incurred in connection with the borrowing of funds. Other borrowing costs include ancillary charges at the time of acquisition of a financial liability, which is recognised as per EIR method.

B Borrowing costs that are directly attributable to the acquisition/ construction of a qualifying asset are capitalised as part of the cost of such assets, up to the date the assets are ready for their intended use.

10 Impairment of Assets:

The Property, Plant and Equipment and Intangible assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, the assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash inflows from other assets or groups of assets [cash generating units]. Non-financial assets other than Goodwill that suffered an impairment loss are reviewed for possible reversal of impairment at the end of each reporting period. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

11 Inventories:

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

A Raw Materials, Stores & Spare Parts, Packing Materials, Finished Goods, Stock-in-Trade and Work-in-Progress are valued at lower of cost and net realisable value.

B Cost [Net of Input tax credit availed] of Raw Materials, Stores & Spare Parts, Packing Materials, Finished Goods & Stock-in-Trade is determined on Moving Average Method. Costs of Finished Goods and Work-in-Progress are determined by taking material cost [Net of

C Input tax credit availed], labour and relevant appropriate overheads based on the normal operating capacity, but excluding borrowing costs.

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

Write down of inventories to net realisable value is recognised as an expense and included in "Changes in Inventories of Finished goods, Work-in-progress and Stock-in-Trade" and "Cost of Material Consumed" in the relevant note in the Statement of Profit and Loss.

Note: 2-Significant Accounting Policies-Continued:

12 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.

13 Leases:

The Company has adopted Ind AS 116 "Leases" which is effective for an annual period beginning on or after from April 1, 2019. The following is the significant accounting policy related to Ind AS 116.

The adoption of this new Standard has resulted in the Company recognising a right-of-use asset and related lease liability in connection with all former operating leases except for those identified as low-value or having a remaining lease term of less than 12 months from the date of initial application. The new Standard has been applied using the modified retrospective approach, with the cumulative effect of adopting Ind AS 116 being recognised in equity as an adjustment to the opening balance of retained earnings for the current period. Prior periods have not been restated. For contracts in place at the date of initial application, the Company has elected to apply the definition of lease from Ind AS 17 and has not applied Ind AS 116 to arrangements that were previously not identified as lease under Ind AS 17. The Company has elected not to include initial direct costs in the measurement of the right-of-use asset for operating leases in existence at the date of initial application of Ind AS 116, being April 1, 2019. At this date, the Company has also elected to measure the right-of-use assets at an amount equal to the lease liability adjusted for any prepaid or accrued lease payments that existed at the date of transition. On transition, for leases previously accounted for as operating leases with a remaining lease term of less than 12 months and for leases of low-value assets the Company has applied the optional exemptions to not recognise right-of-use assets but to account for the lease expense on a straight-line basis over the remaining lease term. For those leases previously classified as finance leases, the right-of-use asset and lease liability are measured at the date of initial application at the same amounts as under Ind AS 17 immediately before the date of initial application.

As a lessee:

For any new contracts entered into on or after April 1 2019, the Company considers whether a contract is, or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset [the underlying asset] for a period of time in exchange for consideration'.

Measurement and recognition of leases as a lessee:

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date [net of any incentives received].

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments [including in substance fixed], variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes to the in-substance fixed payments.

When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero. The Company has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

On the statement of financial position, right-of-use assets have been included in property, plant and equipment and lease liabilities have been included in other financial liabilities.

As a lessor:

The Company's accounting policy under Ind AS 116 has not changed from the comparative period. As a lessor the Company classifies its leases as either operating or finance leases. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of the underlying asset, and classified as an operating lease if it does not.

For the year ended March 31, 2019, the Company was recognising revenue as per the criteria provided in Ind AS 17 "Leases" as under:.

As a lessee:

The determination of whether an arrangement is [or contains] a lease is based on the substance of the arrangement at the inception of the lease.

Lease under which the Company assumes potentially all the risk and rewards of ownership are classified as finance lease. When acquired, such assets are capitalised at fair value or present value of the minimum lease payment at the inception of the lease, whichever is lower.

Lease payments under operating leases are recognised as an expense on straight line basis in the Statement of Profit and Loss over the lease term, unless the payments are structured to increase in line with expected general inflation to compensate lessor's expected inflationary cost increases.

As a lessor:

Lease income from operating leases where the Company is lessor is recognised as income on a straight line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

Note: 2-Significant Accounting Policies-Continued:

14 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 of 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.

15 Provision for Product Expiry Claims:

Provisions for product expiry related costs are recognised when the product is sold to the customer. Initial recognition is based on historical experience. The initial estimate of product expiry claim related costs is revised annually.

16 Employee Benefits:

A Short term obligations:

Liabilities for wages and salaries, including leave encashment that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured by the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

B Long term employee benefits obligations:

a Leave Wages and Sick Leave:

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months period after the end of the period in which the employees render the related service. They are therefore, measured at the present value of expected future payments to be made in respect of services provided by employees upto the end of the reporting period using the projected unit credit method as determined by actuarial valuation, performed by an independent actuary. The benefits are discounted using the market yields at the end of reporting period that have the terms approximating to the terms of the related obligation. Gains and losses through re-measurements are recognised in Statement of profit and loss.

b Defined Benefit Plans:

i Gratuity:

The Company operates a defined benefit gratuity plan with contributions to be made to a separately administered fund through Life Insurance Corporation of India through Employees Group Gratuity Plan. The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plan is the present value of the defined benefit plan obligation at the end of the reporting period less the fair value of the plan assets. The liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method. The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to the market yields at the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discounting rate to the net balance of the defined benefit obligation and the fair value of plan assets. Such costs are included in employee benefit expenses in the statement of Profit and Loss. Re-measurement gains or losses arising from experience adjustments and changes in actuarial assumptions are recognised immediately in the period in which they occur directly in "other comprehensive income" and are included in retained earnings in the Statement of changes in equity and in the balance sheet. Re-measurements are not reclassified to profit or loss in subsequent periods.

The Company recognises the following changes in the net defined benefit obligation as an expense in the Statement of profit and loss:

i Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non routine settlements; and

ii Net interest expense or income.

c Defined Contribution Plans - Provident Fund Contribution:

Employees of the Company, other than covered in point (ii) above, receive benefits from a provident fund, which is a defined contribution plan. Both the eligible employee and the company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. Amounts collected under the provident fund plan are deposited in a government administered provident fund. The companies have no further obligation to the plan beyond their monthly contributions. Such contributions are accounted for as defined contribution plans and are recognised as employee benefits expenses when they are due in the Statement of profit and loss.

17 Dividends :

The final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as liability on the date of declaration by the Company's Board of Directors.

Note: 2-Significant Accounting Policies-Continued:

18 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 Assets:

a Initial recognition and measurement:

All financial assets are recognised initially at fair value plus transaction costs, in the case of financial assets not recorded at fair value through profit or loss, that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place [regular way trades] are recognised on the settlement date, i.e., the date that the Company settles to purchase or sell the asset.

b Subsequent measurement:

For purposes of subsequent measurement, financial assets are classified in five categories:

i Debt instruments at amortised cost:

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held with an objective of collecting contractual cash flows
- Contractual terms of the asset give rise on specified dates to cash flows that are "solely payments of principal and interest" [SPPI] on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate [EIR] method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of profit and loss.

ii Debt instruments at fair value through other comprehensive income [FVTOCI]:

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The asset is held with objectives of both collecting contractual cash flows and selling the financial assets
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the OCI. However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

iii Debt instruments and derivatives at fair value through profit or loss [FVTPL]:

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

iv Equity instruments:

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in other comprehensive income . The Company has made such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

v Investments in subsidiaries and joint ventures:

Investments in subsidiaries and joint ventures are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries and joint ventures, the differences between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss.

Upon first-time adoption of Ind AS, the Company has elected to measure its investments in subsidiaries and joint ventures at the Previous GAAP carrying amounts as their deemed costs on the date of transition to Ind AS i.e., April 1, 2015.

c Derecognition:

A financial asset [or, where applicable, a part of a financial asset] is primarily derecognised [i.e. removed from the Company's balance sheet] when:

i The rights to receive cash flows from the asset have expired, or

ii The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either [a] the Company has transferred substantially all the risks and rewards of the asset, or [b] the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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

Note: 2-Significant Accounting Policies-Continued:

d Impairment of financial assets:

In accordance with Ind AS 109, the Company applies expected credit loss [ECL] model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

i Financial assets that are debt instruments, and are measured at amortised cost

ii Trade receivables or any contractual right to receive cash or another financial asset

iii Financial assets that are debt instruments and are measured as at FVTOCI

The Company follows 'simplified approach' for recognition of impairment loss allowance on Point b above.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it requires the Company to recognise the impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive [i.e., all cash shortfalls], discounted at the original EIR.

ECL impairment loss allowance [or reversal] is recognized as expense/ income in the Statement of profit and loss. The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortised cost and contractual revenue receivables: ECL is presented as an allowance , i.e., as an integral part of the measurement of those assets in the balance sheet, which reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics.

B 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, using 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.

d Embedded derivatives:

An embedded derivative is a component of a hybrid [combined] instrument that also includes a non-derivative host contract – with the effect that some of the cash flows of the combined instrument vary in a way similar to a standalone derivative.

Derivatives embedded in all other host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value though profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognised in Statement of profit and loss, unless designated as effective hedging instruments.

C Reclassification of financial assets:

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model as per Ind AS 109.

D 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.

Note: 2-Significant Accounting Policies-Continued:

19 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.

20 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 shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

B Recent Accounting Pronouncements:

The Ministry of Corporate Affairs notifies new standards or amendments to the existing standards. There is no such notification which would have been applicable effective from April 1, 2020.

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]

Notes to the Financial Statements

Note: 3-Property, Plant & Equipment and Intangible Assets:

[A] Property, Plant and Equipment: **INR-Lakh**

	Leasehold Land	Computer	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	**Total**
Gross Block:								
As at March 31, 2018	741	31	1,764	1,666	356	14	3	**4,575**
Adjusted pursuant to merger [$]						25		**25**
Additions	-	5	-	503	2	-	-	**510**
Disposals	-	-	-	(23)	-	-	-	**(23)**
As at March 31, 2019	741	36	1,764	2,146	358	39	3	**5,087**
Additions	-	3	-	68	1		1	**73**
Disposals	-	-	-	(8)	-		-	**(8)**
As at March 31, 2020	741	39	1,764	2,206	359	39	4	**5,152**
Depreciation and Impairment:								
As at March 31, 2018	-	25	319	515	149	8	2	**1,018**
Adjusted pursuant to merger [$]						10		**10**
Depreciation for the year	8	4	49	153	24	3	-	**241**
Disposals	-	-	-	(11)	-	-	-	**(11)**
As at March 31, 2019	8	29	368	657	173	21	2	**1,258**
Depreciation for the year	8	4	49	181	24	1	1	**268**
Disposals	-	-	-	(2)	-	-	-	**(2)**
As at March 31, 2020	16	33	417	836	197	22	3	**1,524**
Net Block:								
As at March 31, 2019	733	7	1,396	1,489	185	18	1	**3,829**
As at March 31, 2020	725	6	1,347	1,370	162	17	1	**3,628**

[B] Intangible Assets:

	Computer Software	**Total**
Gross Block:		
As at March 31, 2018	16	**16**
Additions	-	**-**
Disposals	(16)	**(16)**
As at March 31, 2019	-	**-**
Additions	9	**9**
Disposals	-	**-**
As at March 31, 2020	9	**9**
Amortisation and Impairment:		
As at March 31, 2018	13	**13**
Amortisation for the year	2	**2**
Disposals	(15)	**(15)**
As at March 31, 2019	-	**-**
Amortisation for the year	1	**1**
Disposals	-	**-**
As at March 31, 2020	1	**1**
Net Block:		
As at March 31, 2019	-	**-**
As at March 31, 2020	8	**8**

	INR - Lakh	
	As at March 31	
Depreciation and Amortisation expenses:	**2020**	2019
Depreciation	**268**	241
Amortisation	**-**	2
Impairment	**-**	-
Total	**268**	243

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]
Notes to the Financial Statements

	Face Value [*]	Nos. [**]	INR - Lakh As at March 31 2020	2019
Note: 4-Investments [Non-Current]:				
Investments in Fixed Capital of Partnership Firm [Valued at amortised cost] [$]			1	-
Investment in Equity Instruments [Unquoted][Valued at fair value through OCI]:				
In fully paid-up Equity Shares of:				
Kalupur Commercial Co-operative Bank	25	[0] 88,500	-	22
Total			1	22
[$] The Company is a partner in M/s. Recon Pharmaceuticals and Investments, the relevant details of which are as under:				
Fixed Capital			10	-
Current Capital			18,500	-
Total Capital of the Firm			18,510	-
Name of Partners and their Profit Sharing Ratio:				
Zydus Healthcare Limited			90%	-
German Remedies Pharmaceuticals Private Limited			10%	-
Note: 5-Other Financial Assets:				
[Unsecured, Considered Good unless otherwise stated]				
Security Deposits			94	47
Others			17	15
Total			111	62
Note: 6-Other Non-Current Assets:				
[Unsecured, Considered Good unless otherwise stated]				
Capital Advances			59	100
Others			7	1
Total			66	101
Note: 7-Current Tax Assets [Net]:				
Advance payment of Tax [Net of provision of taxation of INR 1,046 Lakh {as at March 31, 2019: NIL}]			112	59
Total			112	59
Note: 8-Inventories:				
[The Inventory is valued at lower of cost and net realisable value]				
Classification of Inventories:				
Raw Materials			-	6
Work-in-progress			-	9
Finished Goods			39	-
Stock-in-Trade			1,364	1,967
Total			1,403	1,982

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]

Notes to the Financial Statements

	INR - Lakh	
	As at March 31	
	2020	2019
Note: 9-Trade Receivables:		
Unsecured - Considered good	8,360	8,051
Unsecured - Credit impaired	3	2
	8,363	8,053
Less: Allowances for credit losses	3	2
Total	8,360	8,051
Note: 10-Cash and Bank Balances:		
A Cash and Cash Equivalents:		
Balances with Banks	1,590	870
Total	1,590	870
A Company keeps fixed deposits with the Nationalised/ Scheduled banks, which can be withdrawn by the company as per its own discretion/ requirement of funds.		
B There are no amounts of cash and cash equivalent balances held by the entity that are not available for use		
B Bank balances other than cash and cash equivalents:		
Balances with Banks	155	104
Total	155	104
Note: 11-Other Current Financial Assets:		
[Unsecured, Considered Good]		
Receivables from Holding Company pursuant to Scheme	108	-
Income Receivable	4	3
Total	112	3
Note: 12-Other Current Assets:		
[Unsecured, Considered Good, unless otherwise stated]		
Balances with Statutory Authorities	305	37
Advances to Suppliers	14	6
Prepaid Expenses	1	2
Total	320	45

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]
Notes to the Financial Statements

	INR - Lakh	
	As at March 31	
	2020	2019
Note: 13-Equity Share Capital:		
Authorised:		
35,00,000 [as at March 31, 2019: 35,00,000] Equity Shares of INR 10/- each	350	350
66,50,000 [as at March 31, 2019: Nil] 8%, Optionally Convertible Non-Cumulative Redeemable Preference Shares of Rs.100/- each	6,650	6,000
	7,000	6,350
Issued, Subscribed and Paid-up:		
35,00,000 [as at March 31, 2019: 35,00,000] Equity Shares of INR 10/- each, fully paid-up	350	350
63,32,797 [as at March 31, 2019: Nil] 8%, Optionally Convertible Non-Cumulative Redeemable Preference Shares of Rs.100/- each, fully paid-up	6,333	-
Total	6,683	350
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	3,500,000	3,500,000
B The reconciliation in 8% Optionally Convertible Non-cumulative Redeemable Preference shares is as under:		
Number of shares at beginning of the year	-	-
Add: Issued pursuant to scheme	6,332,797	-
Number of shares at the end of the year	6,332,797	3,500,000
C The Company has equity shares and preference shares. All equity shares rank pari passu and carry equal rights with respect to voting and dividend. In the event of liquidation of the Company, the equity shareholders shall be entitled to proportionate share of their holding in the assets remained after distribution of all preferential amounts.		
D Optionally Convertible Non Cumulative Redeemable Preference [OCRPS] shares are redeemable at par. At anytime during the tenure of the OCRPS, the Issuer of the OCRPS shall have right to have all, or any part, of the OCRPS to be converted as Equity Shares. Such conversation shall happen at a pre-determined agreed rate between the parties. The tenure of the OCRPS shall be 20 years from the date of allotment, January 03, 2020 INR 6,333 Lakh]. At any time during the tenure of the OCRPS, the Company shall have a right to redeem, all or any part of outstanding OCRPS. The OCRPS shall carry a preferential right with respect to dividend on the paid up capital in the event of distribution of profits by the company.		
E Details of Shareholder holding more than 5% of aggregate Equity Shares of INR 10/- each:		
Zydus Healthcare Limited		
Number of Shares	3,500,000	3,500,000
% to total share holding	100%	100%
F Details of Shareholder holding more than 5% of aggregate OCRPS Shares of INR 100/- each:		
Cadila Healthcare Limited		
Number of Shares	6,332,797	-
% to total share holding	100%	-
H 63,32,797 [as at March 31, 2019: Nil] 8%, Optionally Convertible Non-Cumulative Redeemable Preference Shares of Rs. 100/- each, fully paid-up were issued and allotted without payment being received in cash pursuant to the Scheme of Arrangement [Refer Note 38]		
Note: 14-Other Equity:		
Retained Earnings:		
Balance as per last Balance Sheet	4,715	(1,906)
Add: Profit for the year	4,176	6,621
	8,891	4,715
Less: Items of other Comprehensive income recognised directly in Retained Earnings:		
Re-measurement gains/ [losses] on defined benefit plans [net of tax]	(3)	-
Less : Adjustment pursuant to demerger [Refer Note 38]	(6,339)	
Balance as at the end of the year	2,549	4,715
Total	2,549	4,715
Note: 15-Other Financial Liabilities:		
Trade Deposits	567	489
Total	567	489
Note: 16-Provisions:		
Provision for Employee Benefits	169	46
Total	169	46

Note: 16-Provisions-Continued:

Defined benefit plan and long term employment benefit

A General description:

Leave wages [Long term employment benefit]:

The leave encashment scheme is administered through Life Insurance Corporation of India's Employees' Group Leave Encashment cum Life Assurance [Cash Accumulation] Scheme. The employees of the company are entitled to leave as per the leave policy of the company. The liability on account of accumulated leave as on last day of the accounting year is recognised [net of the fair value of plan assets as at the balance sheet date] at present value of the defined obligation at the balance sheet date based on the actuarial valuation carried out by an independent actuary using projected unit credit method.

Gratuity [Defined benefit plan]:

The Company has a defined benefit gratuity plan. Every employee who has completed continuous services of five years or more gets a gratuity on death or resignation or retirement at 15 days salary [last drawn salary] for each completed year of service. The scheme is funded with an insurance company in the form of a qualifying insurance policy.

The plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary increment risk.

Investment risk:

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Interest risk:

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

Longevity risk:

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk:

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

INR - Lakh
As at March 31

	2020			2019		
	Medical Leave	Leave Wages	Gratuity	Medical Leave	Leave Wages	Gratuity
B Change in the present value of the defined benefit obligation:						
Opening obligation	1	14	9			
Adjusted pursuant to merger [Note-38]	9	42	58			
Adjusted pursuant to slump exchange [Note-49]						
Interest cost	1	4	5			
Current service cost	2	21	15	1	15	9
Benefits paid	-	-	-	-	(1)	-
Actuarial [gains]/ losses on obligation due to:						
Experience adjustments	4	(5)	(1)			
Change in financial assumptions	1	3	5			
Closing obligation	18	79	91	1	14	9
C Change in the fair value of plan assets:						
Opening fair value of plan assets	-	-	-			
Adjusted pursuant to merger [Note-38]						
Expected return on plan assets						
Return on plan assets excluding amounts included in interest income						
Contributions by employer						
Benefits paid						
Actuarial [losses]/ gains						
Closing fair value of plan assets	-	-	-	-	-	-
Total actuarial [losses]/ gains to be recognised	(5)	2	(4)	-	-	-
D Actual return on plan assets:						
Expected return on plan assets	-	-	-	-	-	-
Actuarial [losses]/ gains on plan assets	-	-	-	-	-	-
Actual return on plan assets	-	-	-	-	-	-
E Amount recognised in the balance sheet:						
Liabilities/ [Assets] at the end of the year	18	79	91	1	14	9
Fair value of plan assets at the end of the year	-	-	-	-	-	-
Difference	18	79	91	1	14	9
Unrecognised past service cost	-	-	-	-	-	-
Liabilities/ [Assets] recognised in the Balance Sheet	18	79	91	1	14	9
F Expenses/ [Incomes] recognised in the Statement of Profit and Loss:						
Current service cost	2	21	15	1	15	9
Interest cost on benefit obligation	1	4	5	-	-	-
Expected return on plan assets	-	-	-	-	-	-
Return on plan assets excluding amounts included in interest income	-	-	-	-	-	-
Net actuarial [gains]/ losses in the year	5	(2)	-	-	-	-
Amount included in "Employee Benefit Expense"	8	23	20	1	15	9
Return on plan assets excluding amounts included in interest income	-	-	-	-	-	-
Net actuarial [gains]/ losses in the year	-	-	4	-	-	-
Amounts recognized in OCI	-	-	4	-	-	-

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Notes to the Financial Statements

Note: 16-Long Term Provisions-Continued:

	As at March 31					
	2020			2019		
	Medical Leave	Leave Wages	Gratuity	Medical Leave	Leave Wages	Gratuity
G Movement in net liabilities recognised in Balance Sheet:						
Opening net liabilities	1	14	9	-	-	-
Adjusted pursuant to merger [Note-38]	9	42	58	-	-	-
Expenses as above [P & L Charge]	8	23	20	1	15	9
Employer's contribution	-	-	-	-	-	-
Amount recognised in OCI	-	-	4	-	-	-
Benefits Paid	-	-	-	-	(1)	-
Liabilities/ [Assets] recognised in the Balance Sheet	18	79	91	1	14	9
H Principal actuarial assumptions for defined benefit plan and long term employment benefit plan:						
Discount rate	6.45%	6.45%	6.45%	7.20%	7.20%	7.20%

[The rate of discount is considered based on market yield on Government Bonds having currency and terms in consistence with the currency and terms of the post employment benefit obligations]

	2020	2019
Annual increase in salary cost	12% for next 1 year, 9% thereafter	12% for next 2 years & 9% thereafter

[The estimates of future salary increases are considered in actuarial valuation, taking into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market

	Medical Leave 2020	Leave Wages 2020	Gratuity 2020	Medical Leave 2019	Leave Wages 2019	Gratuity 2019
I The categories of plan assets as a % of total plan assets are:						
Insurance plan	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

J Amount recognised in current and previous four years:

	As at March 31				
Gratuity:	2020	2019	2018	2017	2016
Defined benefit obligation	91	9	-	-	-
Fair value of Plan Assets	-	-	-	-	-
Deficit/ [Surplus] in the plan	91	9	-	-	-
Actuarial Loss/ [Gain] on Plan Obligation	4	-	-	-	-
Actuarial Loss/ [Gain] on Plan Assets	-	-	-	-	-

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

The average duration of the defined benefit plan obligation at the end of the reporting period is 28.06 years [as at March 31, 2019: 29.9 years]

Sensitivity analysis:

A quantitative sensitivity analysis for significant assumptions is shown below:

Assumptions	INR - Lakh					
	Medical Leave		**Leave Wages**		**Gratuity**	
	As at March 31					
	2020	2019	2020	2019	2020	2019
Impact on obligation:						
Discount rate increase by 0.5%	17	1	77	14	88	8
Discount rate decrease by 0.5%	19	2	81	14	94	9
Annual salary cost increase by 0.5%	19	2	81	14	94	9
Annual salary cost decrease by 0.5%	17	1	77	14	88	8

The following payments are expected contributions to the defined benefit plan in future years:

	INR-Lakh	
	As at March 31	
	2020	2019 *
Within the next 12 months [next annual reporting period]	19	3
Between 2 and 5 years	53	9
Between 6 and 10 years	135	7
Total expected payments	207	19

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Notes to the Financial Statements

Note: 17-Deferred Tax:

A Break up of Deferred Tax Liabilities and Assets into major components of the respective balances are as under:

INR-Lakh

	As at March 31 2018	Charge for the previous year	As at March 31 2019	Charge for the current year	As at March 31 2020
Deferred Tax Liabilities:					
Depreciation	-	34	34	28	62
Deferred Tax Assets:					
Employee benefits/ Payable to Statutory Authorities	-	10	10	41	51
Receivables	-	-	-	1	1
Unabsorbed depreciation and business loss	-	333	333	(333)	-
	-	343	343	(291)	52
Net Deferred Tax Liabilities	-	(309)	(309)	319	10

B The Net Deferred Tax of INR 319 Lakh for the year has been charged [Previous Year INR 309 Lakh has been reversed] in the Statement of Profit and Loss.

C The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.
Unabsorbed Depreciation is allowed to be set-off for indefinite period.

	INR - Lakh As at March 31 2020	2019
Note: 18-Borrowings:		
Loans repayable on Demand:		
Working Capital Loans from Related Parties [Unsecured] [*]	2,545	5,930
Total	2,545	5,930
[*] Details of Loans and Advances from Related Parties are as under:		
Zydus Healthcare Limited	2,545	5,930
The applicable interest rate on above loan is SBI base rate plus 50bps. This loan is repayable within a period of 3 years from its first disbursement or as may be mutually decided by both of the parties.		

	INR - Lakh As at March 31 2020	2019
Note: 19-Trade Payables:		
Due to Micro, Small and Medium Enterprises [*]	483	425
Due to other than Micro, Small and Medium Enterprises	5,055	3,342
Total	5,538	3,767
[*] Disclosure in respect of Micro, Small and Medium Enterprises:		
A Principal amount remaining unpaid to any supplier as at year end	483	425
B Interest due thereon	-	-
C Amount of interest paid by the Company in terms of section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during the year	2	-
D Amount of interest due and payable for the year of delay in making payment [which have been paid but beyond the appointed day during the year] but without adding the interest specified under the MSMED Act	-	-
E Amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
F Amount of further interest remaining due and payable in succeeding years	-	-
The above information has been compiled in respect of parties to the extent to which they could be identified as Micro, Small and Medium Enterprises on the basis of information available with the Company.		
Note: 20-Other Financial Liabilities:		
Interest accrued but not due on borrowings	50	4
Accrued Expenses	95	85
Payable for Capital Goods	241	6
Total	386	95
Note: 21-Other Current Liabilities:		
Advances from Customers	192	-
Payable to Statutory Authorities	79	61
Others	-	-
Total	271	61
Note: 22-Provisions:		
Provision for Employee Benefits	19	4
Total	19	4
Note: 23-Contingent Liabilities and Commitments [to the extent not provided for]:		
A Contingent Liabilities:		
i Letters of Credit for Imports	10	-
B Commitments:		
a Estimated amount of contracts remaining to be executed on capital account and not provided for	553	930
- Net of advance of	494	830

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Notes to the Financial Statements

	INR - Lakh	
	Year ended March 31	
	2020	2019
Note: 24-Revenue from Operations:		
Sale of Products	35,800	36,909
Other Operating Revenues:		
Share of profit from a partnership firm [INR 4,095/- {Previous year: Nil}]	-	-
Net Gain on foreign currency transactions and translation	8	5
Miscellaneous Income	2,100	2,233
	2,108	2,238
Total	37,908	39,147
Note: 25-Other Income:		
Finance Income:		
Interest Income on Financial Assets measured at Amortised Cost	76	17
Dividend Income:		
From Other Investments	3	1
Other Non-operating Income	1	-
Total	80	18
Note: 26-Cost of Materials Consumed:		
Raw Materials:		
Stock at commencement	6	-
Add: Purchases	-	36
	6	36
Less: Stock at close	-	6
Total	6	30
Note: 27-Purchases of Stock-in-Trade:		
Purchases of Stock-in-Trade	27,589	28,744
Total	27,589	28,744
Note: 28-Changes in Inventories:		
Stock at commencement:		
Work-in-progress	9	15
Stock-in-Trade - Adjusted pursuant to merger [Refer Note-38]	1,967	1,887
	1,976	1,902
Less: Stock at close:		
Work-in-progress	-	9
Finished Goods	39	-
Stock-in-Trade	1,364	1,967
	1,403	1,976
Total	573	(74)
Note: 29-Employee Benefits Expense:		
Salaries and wages	993	823
Contribution to provident and other funds [*]	79	62
Staff welfare expenses	12	13
Total	1,084	898
[*] The Company's contribution towards defined contribution plan	47	39
The Company makes Provident Fund contributions to defined contribution plans for qualifying employees, as specified under the law. The contributions are paid to the respective Regional Provident Fund Commissioner under the Pension Scheme.		

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Notes to the Financial Statements

	INR - Lakh	
	Year ended March 31	
	2020	2019
Note: 30-Finance Cost:		
Interest expense [*]	635	507
Bank commission & charges	3	1
Total	638	508
[*] The break up of interest expense into major heads is given below:		
On working capital loans	635	507
Total	635	507
Note: 31-Other Expenses:		
Analytical Expenses	14	25
Consumption of Stores and spare parts	288	270
Power & fuel	350	359
Rent	105	91
Repairs to Buildings	22	13
Repairs to Plant and Machinery	85	140
Repairs to Others	3	6
Insurance	4	5
Rates and Taxes [excluding taxes on income]	1	-
Traveling Expenses	28	30
Legal and Professional Fees [*]	35	59
Commission on sales	104	144
Freight and forwarding on sales	333	368
Representative Allowances	92	102
Other marketing expenses	322	391
Allowances of credit losses:		
Trade receivables written off	-	-
Expected credit loss	3	-
	3	-
Less: Transferred from expected credit loss	-	-
	3	-
Net Loss on disposal of Property, Plant and Equipment [Net of gain of INR 1 {Previous Year: INR 0} Lakh]	-	1
Miscellaneous Expenses [#]	500	501
Total	2,289	2,505
[*] Legal and Professional Fees include:		
Payment to the Statutory Auditors [excluding GST]:		
i - As Auditor	4	1
- For Other Services	-	-
- Total	4	1
Note: 32-Tax Expenses:		
The major components of income tax expense are:		
A Statement of profit and loss:		
Profit or loss section:		
Current income tax:		
Current income tax charge	1,046	-
Adjustments in respect of current income tax of previous year	-	-
	1,046	-
Deferred tax:		
Relating to origination and reversal of temporary differences [Refer Note-20]	319	(310)
Tax expense reported in the statement of profit and loss	1,365	(310)
OCI Section:		
Tax related to items recognised in OCI during in the year:		
Net loss/ (gain) on remeasurements of defined benefit plans	1	-
Tax charged to OCI	1	-
B Reconciliation of tax expense and accounting profit multiplied by India's domestic tax rate:		
Profit before tax	5,541	6,311
Enacted Tax Rate in India (%)	25.17%	26.00%
Expected Tax Expenses	1,395	1,641
Adjustments for:		
Tax effect of non-taxable income for tax purpose due to IND AS adjustments	-	(1,648)
Effect of unrecognized deferred tax assets/ liabilities	(26)	(6)
Effect of previously unrecognised tax losses	(24)	-
C/f Business Loss & Depreciation available to the company	-	(297)
Others	20	-
Total	(30)	(1,951)
Tax Expenses as per Statement of Profit and Loss	1,365	(310)

Note: 33-Calculation of Earnings per Equity Share [EPS]:

The numerators and denominators used to calculate the basic and diluted EPS are as follows:

			2020	2019
A	Profit attributable to Shareholders	INR-Lakhs	4,176	6,621
B	Basic and weighted average number of Equity shares outstanding during the year	Numbers	3,500,000	3,500,000
C	Effect of dilution - 8% Optionally Convertible Non-cumulative Redeemable Preference Shares	Numbers	63,327,970	-
D	Weighted average number of Equity shares adjusted for the effect of dilution	Numbers	66,827,970	3,500,000
E	Nominal value of equity share	INR	10	10
F	Basic EPS	INR	119.31	189.17
G	Diluted EPS	INR	6.25	189.17

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]
Notes to the Financial Statements

Note: 34 -Segment Information:

Segment Information has been given in the Consolidated Financial Statements of the Holding Company. Hence, as per Ind AS-108 "Operating Segments" issued by the Ministry of Corporate Affairs, no separate disclosure on segment information is given in these financial statements.

Note: 35-Related Party Transactions:

A Name of the Related Parties and Nature of the Related Party Relationship with whom transactions have taken place:

a Ultimate Holding Company : Cadila Healthcare Limited

b Holding Company : Zydus Healthcare Limited

c <u>Fellow Subsidiaries/ Concerns:</u>

Dialforhealth India Limited [*]
Dialforhealth Unity Limited
Dialforhealth Greencross Limited
Zydus Wellness Limited
M/s. Zydus Wellness-Sikkim, a Partnership Firm [#]
Zydus Wellness Products Limited [Formerly known as Zydus Nutritions Limited] [#]
Liva Pharmaceuticals Limited [*]
Liva Nutritions Limited
Liva Investment Limited
Heinz India Private Limited
Zydus Technologies Limited [*]
Alidac Pharmaceuticals Limited [*]
Violio Healthcare Limited
Zydus Animal Health and Investments Limited [Formerly known as Violio Pharmaceuticals and Investments Limited]
Windlas Healthcare Private Limited
Zydus Pharmaceuticals Limited [Formerly known as Alidac Healthcare Limited]
Biochem Pharmaceutical Private Limited
M/s. Recon Pharmaceuticals and Investments, a Partnership Firm
Zydus Foundation
Alidac Healthcare (Myanmar) Limited [Myanmar]
Zydus Wellness International DMCC [Dubai]
Zydus Healthcare Philippines Inc. [Philippines]
Zydus International Private Limited [Ireland]
Zydus Netherlands B.V. [the Netherlands]
Zydus Lanka (Private) Limited [Sri Lanka]
Etna Biotech S.R.L. [Italy]
Zydus Pharmaceuticals (USA) Inc. [USA]
Nesher Pharmaceuticals (USA) LLC [USA]
Zydus Healthcare (USA) LLC [USA]
Sentynl Therapeutics Inc. [USA]
Zydus Noveltech Inc. [USA]
Hercon Pharmaceuticals LLC [USA]
Viona Pharmaceuticals Inc. [USA]
Windlas Inc [USA]
ZyVet Animal Health Inc. [USA]
Zydus Healthcare S.A. (Pty) Ltd [South Africa]
Simayla Pharmaceuticals (Pty) Ltd [South Africa]
Script Management Services (Pty) Ltd.[South Africa]
Zydus France, SAS [France]
Laboratorios Combix S.L. [Spain]
Zydus Nikkho Farmaceutica Ltda. [Brazil]
Zydus Pharmaceuticals Mexico SA De CV [Mexico]
Zydus Pharmaceuticals Mexico Services Company SA De C.V.[Mexico]
Zydus Worldwide DMCC [Dubai]
Zydus Discovery DMCC [Dubai]

[*] Merged with CHL w.e.f. March 31, 2020.

[#] M/s. Zydus Wellness- Sikkim, a partnership firm, was converted into a public limited company, in the name of Zydus Nutritions Limited, w.e.f. February 28, 2019 and subsequently, name changed to Zydus Wellness Products Limited.

d Key Managerial Personnel:

Mr. Jyotindra B. Gor	Director
Mr. Rajib Baidya	Director
Mr. Chimanlal P. Patel	Director
Mr. Devanand Kumar Singh	Whole Time Director [Appointed w.e.f. January 3 ,2020]
Mr. N. V. Chalapathi Rao	Chief Financial Officer [Appointed w.e.f. January 3, 2020]
Mr. Sanjay Gupta	Company Secretary [Appointed w.e.f. January 3, 2020]
Dr. Bhavana Doshi	Additional Woman Director [Appointed w.e.f. June 12, 2020]

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]
Notes to the Financial Statements

Note: 35-Related Party Transactions-Continued:

B Transactions with Related Parties:

The following transactions were carried out with the related parties in the ordinary course of business and at arm's length terms:

a Details relating to parties referred to in Note 35-A

Nature of Transactions	Holding company		Ultimate Holding company		Enterprises significantly influenced by Directors and/ or their relatives	
	Value of the Transactions [INR-Lakh] Year ended March 31					
	2020	2019	**2020**	2019	**2020**	2019
Purchases:						
Goods:						
Zydus Healthcare Limited	**121**	-			**-**	-
Cadila Healthcare Limited	**-**	-	**77**	-	**-**	-
Total	**121**	-	**77**	-	**-**	-
Property, Plant and Equipment:						
Cadila Healthcare Limited			**51**	16	**-**	-
Total					**-**	-
Sales:						
Property, Plant and Equipment:						
Zydus Healthcare Limited	**8**	14			**-**	-
Total	**8**	14			**-**	-
Services:						
Zydus Healthcare Limited	**1,933**	746	**119**	1,415	**-**	-
Cadila Healthcare Limited					**-**	-
Total	**1,933**	746	**119**	1,415	**-**	-
Inter Corporate Loans repaid:						
Zydus Healthcare Limited	**6,200**	-			**-**	-
Inter Corporate Loans accepted:						
Zydus Healthcare Limited	**2,815**	-				
Interest Expense:						
Zydus Healthcare Limited	**635**	506			**-**	-
Outstanding:						
Payable:						
Zydus Healthcare Limited	**2,596**	5,934			**-**	-
Cadila Healthcare Limited			**32**	-	**-**	-
Total	**2,596**	5,934	**32**	-	**-**	-
Receivable:						
Zydus Healthcare Limited	**202**	11		118	**-**	-

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]
Notes to the Financial Statements

Note: 36-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 relying 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.

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

	INR - Lakh			
	As at March 31, 2020			
	Level 1	Level 2	Level 3	Total
Financial assets:				
Financial Investments at FVOCI:				
Unquoted equity instruments		-		-
Total financial assets	-	-	-	-
Financial liabilities	-	-	-	-
	As at March 31, 2019			
	Level 1	Level 2	Level 3	Total
Financial assets:				
Financial Investments at FVOCI:				
Unquoted equity instruments	-	22	-	22
Total financial assets	-	22	-	22
Financial liabilities	-	-	-	-

C Fair value of instruments measured at amortised cost:

Financial assets and liabilities measured at amortised cost for which fair values are disclosed:

	Carrying Value	INR - Lakh			
		As at March 31, 2020			
		Level 1	Level 2	Level 3	Total
Financial assets:					
Investment in Fixed capital of Partnership firm	1	-	-	1	1
		As at March 31, 2019			
Financial assets:					
Investment in Fixed capital of Partnership firm	-	-	-	-	-

Financial Assets:

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

Financial Liabilities:

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

Note: 37-Financial Risk Management:

A Financial instruments by category:

	INR - Lakh			
	As at March 31, 2020			
	FVTPL	FVOCI	Amortised Cost	Total
Financial assets:				
Investments:				
Equity instruments	-	-	-	-
Fixed Capital of a partnership firm	-	-	1	1
Non Current Other Financial Assets	-	-	111	111
Trade receivables	-	-	8,360	8,360
Cash and Cash Equivalents	-	-	1,745	1,745
Other Current Financial Assets	-	-	112	112
Total	**-**	**-**	**10,329**	**10,329**
Financial liabilities:				
Borrowings [including current maturities and interest accrued but not due]	-	-	2,595	2,595
Trade payables	-	-	5,538	5,538
Non Current Other Financial Liabilities	-	-	567	567
Payable for Capital Goods	-	-	241	241
Other Current Financial Liabilities	-	-	95	95
Total	**-**	**-**	**9,036**	**9,036**

	INR - Lakh			
	As at March 31, 2019			
	FVTPL	FVOCI	Amortised Cost	Total
Financial assets:				
Investments:				
Equity instruments	-	22	-	22
Fixed Capital of a partnership firm	-	-	-	-
Non Current Other Financial Assets	-	-	62	62
Trade receivables	-	-	8,051	8,051
Cash and Cash Equivalents	-	-	974	974
Other Current Financial Assets	-	-	3	3
Total	**-**	**22**	**9,090**	**9,112**
Financial liabilities:				
Borrowings [including current maturities and interest accrued but not due]	-	-	5,934	5,934
Trade payables	-	-	3,767	3,767
Non Current Other Financial Liabilities	-	-	489	489
Payable for Capital Goods	-	-	6	6
Other Current Financial Liabilities	-	-	85	85
Total	**-**	**-**	**10,281**	**10,281**

Note: 37-Financial Risk Management:-Continued:

B Risk Management:

The Company's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

The Company's risk management is done in close co-ordination with the board of directors and focuses on actively securing the Company's short, medium and long-term cash flows by minimizing the exposure to volatile financial markets. Long-term financial investments are managed to generate lasting returns. The Company does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Company is exposed are described below:

a Credit risk:

Credit risk arises from the possibility that counter party may not be able to settle its obligations as agreed. The Company is exposed to credit risk from investment in preference shares measured at amortised cost, loans and advances to related parties, trade receivables, bank deposits and other financial assets. The Company periodically assesses the financial reliability of the counter party taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable. Individual customer limits are set accordingly.

i Investments at Amortised Cost : They are strategic investments in the normal course of business of the company.

ii Bank deposits : The Company maintains its Cash and cash equivalents and Bank deposits with reputed and highly rated banks. Hence, there is no significant credit risk on such deposits.

iii Trade Receivable: The Company trades with recognized and credit worthy third parties. It is the Company's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an on-going basis with the result that the Company's exposure to credit losses is not significant.

iv There are no significant credit risks with related parties of the Company. The Company is exposed to credit risk in the event of non-payment by customers. Credit risk concentration with respect to trade receivables is mitigated by the Company's large customer base. Adequate expected credit losses are recognized as per the assessments. No single third party customer contributes to more than 10% of outstanding accounts receivable [excluding outstanding from subsidiaries] as at March 31, 2020 and March 31, 2019.

The Company has used expected credit loss [ECL] model for assessing the impairment loss. For the purpose, the Company uses a provision matrix to compute the expected credit loss amount. The provision matrix takes into account external and internal risk factors and historical data of credit losses from various customers.

Financial assets for which loss allowances is measured using the expected credit loss:

	INR - Lakh	
	As at March 31	
	2020	2019
Trade Receivables:		
Less than 180 days	**8,343**	8,051
180 - 365 days	**17**	-
Above 365 days	**-**	-
Total	**8,360**	8,051
Movement in the expected credit loss allowance on trade receivables:		
Balance at the beginning of the year	**-**	-
Addition	**3**	-
Recoveries	**-**	-
Balance at the end of the year	**3**	-

Other than trade receivables, the Company has no significant class of financial assets that is past due but not impaired.

Note: 37-Financial Risk Management:-Continued:

b Liquidity risk:

a Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities.

b Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which it operates. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

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 - Lakh				
	< 1 year	1-2 year	2-3 year	> 3 years	Total
	As at March 31, 2020				
Non-derivative Financial Liabilities:					
Borrowings [including interest]	2,595				2,595
Other non current financials liabilities				567	567
Trade payable	5,538				5,538
Accrued Expenses	95				95
Payable for Capital Goods	241				241
Total	**8,469**	**-**	**-**	**567**	**9,036**
	As at March 31, 2019				
Non-derivative Financial Liabilities:					
Borrowings [including interest]	5,934				5,934
Other non current financials liabilities				489	489
Trade payable	3,767				3,767
Accrued Expenses	85				85
Payable for Capital Goods	6				6
Total	**9,792**	**-**	**-**	**489**	**10,281**

c Foreign currency risk:

The Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US Dollar and Euro. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the Company's functional currency. The Company's operations in foreign currency creates natural foreign currency hedge. This results in insignificant net open foreign currency exposures considering the volumes and operations of the Company.

Foreign currency risk exposure:

Sensitivity:

The sensitivity of profit or loss and equity to changes in the exchange rates arises mainly from foreign currency denominated financial instruments:

	INR - Lakh					
	As at March 31, 2020			As at March 31, 2019		
	Movement in Rate	Impact on PAT [*]	Impact on Other Equity [*]	Movement in Rate	Impact on PAT [*]	Impact on Other Equity [*]
USD	9.00%	(5.02)	-	7.00%	-	-
USD	-9.00%	5.02	-	-7.00%	-	-
EUR	7.00%	(4.30)	-	7.00%	-	-
EUR	-7.00%	4.30	-	-7.00%	-	-

* Holding all other variables constant

d Interest rate risk:

Liabilities:

The Company's policy is to minimise interest rate cash flow risk exposures on long-term financing. As at March 31, 2020, the Company is exposed to changes in market interest rates through bank borrowings at variable interest rates. The Company's investments in Fixed Deposits are at fixed interest rates.

Sensitivity *:

Below is the sensitivity of profit or loss and equity changes in interest rates:

	Movement in Rate	INR - Lakh	
		As at March 31	
		2020	2019
Interest rates	+0.50%	(13)	(30)
Interest rates	-0.50%	13	30

* Holding all other variables constant

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]

Notes to the Financial Statements

Note: 38-Merger:

i Pursuant to the Scheme of Arrangement u/s 230 to 232 of the Companies Act, 2013 between the Company and Zydus Healthcare Ltd. ("ZHL"), the holding company of the Company and their respective creditors and shareholders, which was sanctioned by the Ahmedabad bench of Hon'ble National Company Law Tribunal ("NCLT") vide its order dated December 19, 2019, one of the business divisions of ZHL viz. Generic and Spectrum Business ("Demerged Undertaking") comprising all the businesses, undertakings, activities, properties and liabilities pertaining to the Generic and Spectrum Division was transferred and vested in the Company with effect from the appointed date of April 1, 2019. The certified true copy of the order was filed with Registrar of Companies, Gujarat at Ahmedabad on December 23, 2019, being the effective date.

ii In consideration of the transfer and vesting of the Demerged Undertaking, the Company issued and allotted 8% Optionally Convertible Non-Cumulative Redeemable Preference Shares having face value of Rs. 100/- each ("GRPPL Preference Shares") to Cadila Healthcare Limited ("CHL") (being the sole shareholder of ZHL) as under :

a . 53,35,188 GRPPL Preference Shares, credited as fully paid up, against the entire paid-up equity shares held by CHL in ZHL; and

b. 9,97,609 GRPPL Preference Shares, credited as fully paid up, against the entire paid-up 8% Non-Cumulative Optionally Convertible Redeemable Preference Shares held by CHL in ZHL.

c. Total 63,32,797 GRPPL Preference Shares have been issued by the Company to CHL, at total value of Rs. 6333 Lakhs.

iii The scheme has been accounted for in the books of the Company using Pooling of Interest method as prescribed in Appendix C to Ind AS-103 ("Business combinations of entities under common control"). Accordingly,

a The assets and liabilities pertaining to the Demerged Undertaking of ZHL vested in the Company have been accounted for at their respective carrying values as appearing in the books of ZHL on the close of business on March 31, 2019,being the day immediately preceding the Appointed date.

b The Preference Shares issued by the Company as consideration to CHL [as per (ii) above] have been credited to Preference Share Capital Account at their face value.

c The financial statements of the Company for the previous financial year i.e. 2018-19 have been restated as if this business combination had occurred from the beginning of the financial year 2018-19 as prescribed in the Appendix C to Ind AS-103.

Note: 39-Covid 19 impact:

The World Health Organisation [WHO] declared Covid-19 to be a global pandemic in March 2020. Majority of the countries across the globe were into lockdown situation all throughout April 2020 and major part of May 2020, impacting business operations across various sectors with severe restrictions on movement of people and goods.

The Company has implemented several initiatives across its manufacturing and other business locations including allowing work from homes, social distancing at work places and proper sanitization of work places etc. for ensuring safety of its employees and continuity of its business operations with minimal disruption. The Company operates in manufacturing and selling of pharmaceutical products, which are classified as essential commodities and hence its operations continued to be run with fewer challenges on people movement and supply chain.

As per the current assessment of the situation based on the internal and external information available up to the date of approval of these financial statements by the Board of Directors, the Company believes that the impact of Covid-19 on its business, assets, internal financial controls, profitability and liquidity, both present and future, would be limited and there is no indication of any material impact on the carrying amounts of inventories, goodwill, intangible assets, trade receivables, investments and other financial assets. The eventual outcome of the impact of the global health pandemic may be different from those estimated as on the date of approval of these financial statements and the Company will closely monitor any material changes to the economic environment and their impact on its business in the times to come.

Note: 40:

Figures of previous reporting periods have been regrouped/ reclassified to conform to current period's classification.

Signatures to Significant Accounting Policies and Notes 1 to 40 to the Financial Statements

As per our report of even date			For and on behalf of the Board
For Mukesh M Shah & Co.			
Chartered Accountants			
Firm Registration Number:106625W			Sd/-
			Jyotindra B. Gor
			Director
Sd/-			
	Sd/-	Sd/-	Sd/-
Chandresh Shah	N V Chalapathi Rao	Sanjay D Gupta	Devanand Kumar Singh
Partner	Chief Financial Officer	Company Secretary	Whole Time Director
Membership Number: 042132			
Ahmedabad, Dated: June 12, 2020			

GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED [FORMERLY KNOWN AS ACME PHARMACEUTICALS PRIVATE LIMITED]

Cash Flow Statement for the year ended March 31, 2020

Particulars	INR-Lakh		
	Year ended March 31		
	2020		2019 *
A Cash flows from operating activities:			
Profit before tax		5,541	6,311
Adjustments for:			
Depreciation and Amortisation expense	268		243
Loss on sale of property, plant and equipment [Net]	-		1
Interest income	(76)		(17)
Dividend income	(3)		(1)
Interest expenses [including effect of foreign exchange movement in borrowings]	635		507
Expected credit loss on trade receivables [net]	3		-
Provision for employee benefits	134		50
Total		961	783
Operating profit before working capital changes		6,502	7,094
Adjustments for:			
[Increase] in trade receivables	(121)		(268)
Decrease/ [Increase] in inventories	579		(506)
[Increase] in other assets	(431)		(55)
Increase/ [Decrease] in trade payables	1,762		(465)
Net Assets acquired pursuant to scheme	-		(4,357)
[Decrease]/ Increase in other liabilities	106		58
Total		1,895	(5,593)
Cash generated from operations		8,397	1,501
Direct taxes paid [Net of refunds]		(1,098)	(34)
Net cash from operating activities		7,299	1,467
B Cash flows from investing activities:			
Purchase of property, plant and equipment	(2,660)		(635)
Proceeds from sale of property, plant and equipment	6		12
Purchase of non current investments in others	(1)		-
Proceeds from sale/ redemption of non current investments in others	22		-
Interest received	76		17
Dividend received	3		1
Net cash [used in] investing activities		(2,554)	(605)
C Cash flows from financing activities:			
Proceeds from non current borrowings [Net]	-		(4)
Current Borrowings [Net]	(3,385)		607
Interest paid	(589)		(503)
Net cash [used in]/ from financing activities		(3,974)	100
Net Increase in cash and cash equivalents		771	962
Cash and cash equivalents at the beginning of the year		974	12
Cash and cash equivalents at the end of the year		1,745	974
[*] Refer Note- 38			

Notes to the Cash Flow Statement

1 The above cash flow statement has been prepared under the "Indirect method" as set out in Ind AS-7 "Statement of Cash Flows".

2 All figures in brackets are outflows.

3 Previous year's figures have been regrouped wherever necessary.

4 Cash and cash equivalents at the end [beginning] of the year include INR 630 [INR 440] Lakh not available for immediate use.

5 Cash and cash equivalents comprise of:

	As at March 31		
	2020	2019	2018
a Cash on Hand	-	-	-
b Balances with Banks	1,745	974	12
c Total	1,745	974	12

6 Change in liability arising from financing activities:

Particulars	As at March 31 2018	Cash flow	As at March 31 2019	Cash flow	As at March 31 2020
Borrowing - Current [Refer Note -18]	5322	658	5980	(3435)	2545

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

Sd/-
Chandresh Shah
Partner
Membership Number: 042132
Ahmedabad, Dated: June 12, 2020

For and on behalf of the Board

Sd/-
Jyotindra B. Gor
Director

Sd/-
N V Chalapathi Rao
Chief Financial Officer

Sd/-
Sanjay D Gupta
Company Secretary

Sd/-
Devanand Kumar Singh
Whole Time Director