

Walker Chandiook & Co LLP

Independent Auditor's Report

To the Members of Samay Industries Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of **Samay Industries Limited** ('the Company'), which comprise the Balance Sheet as at 31 March 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.
2. 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 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs (financial position) of the Company as at 31 March 2019, and its loss (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing 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 ('ICAI') 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.

Key Audit Matter

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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



Independent Auditor's Report of even date to the members of Samay Industries Limited on the financial statements for the year ended 31 March 2019 (cont'd)

Information other than the Financial Statements and Auditor's Report thereon

5. The Company's Board of Directors is responsible for the other information. Other information 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 in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. Reporting under this section is not applicable as no other information is obtained at the date of this auditor's report.

Responsibilities of Management for the Financial Statements

6. 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 state of affairs (financial position), profit or loss (financial performance including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS 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 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
7. 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.

Auditor's Responsibilities for the Audit of the Financial Statements

8. 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 Standards on Auditing 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.
9. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- 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,



Independent Auditor's Report of even date to the members of Samay Industries Limited on the financial statements for the year ended 31 March 2019 (cont'd)

as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
10. We communicate with the management 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.

Report on Other Legal and Regulatory Requirements

11. As required by section 197(16) of the Act, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
12. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.
13. Further to our comments in Annexure 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 purpose 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 financial statements dealt with by this report are in agreement with the books of account;
 - d) in our opinion, the aforesaid financial statements comply with Ind AS specified under section 133 of the Act;
 - e) on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2019 from being appointed as a director in terms of section 164(2) of the Act;



Independent Auditor's Report of even date to the members of Samay Industries Limited on the financial statements for the year ended 31 March 2019 (cont'd)

- f) we have also audited the internal financial controls over financial reporting (IFCoFR) of the Company as on 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date and our report dated 17 May 2019 as per Annexure B expressed an unmodified opinion;
- g) with respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
- i. the Company does not have any pending litigation which would impact its financial position as at 31 March 2019;
 - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2019;
 - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2019;
 - iv. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these financial statements. Hence, reporting under this clause is not applicable.

For **Walker Chandiook & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013


Vikram Dhanania
Partner
Membership No.: 060568

Place: Kolkata
Date: 17 May 2019



Annexure A to the Independent Auditor's Report of even date to the members of Samay Industries Limited, on the financial statements for the year ended 31 March 2019

Annexure A

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, and to the best of our knowledge and belief, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) All fixed assets have not been physically verified by the management during the year, however, there is a regular program of verification once in three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) The title deeds of all the immovable properties (which are included under the head 'Property, plant and equipment') are held in the name of the Company.
- (ii) In our opinion, the management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies between physical inventory and book records were noticed on physical verification
- (iii) The Company has not granted any loan, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clauses 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the Order are not applicable.
- (iv) In our opinion, the Company has complied with the provisions of Section 186 in respect of investments. Further, in our opinion, the Company has not entered into any transaction covered under Section 185 and Section 186 of the Act in respect of loans, guarantees and security.
- (v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
- (vii)(a) The Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, to the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.
- (b) There are no dues in respect of income-tax, sales-tax, service tax, duty of customs, duty of excise and value added tax that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) The Company has no loans or borrowings payable to a financial institution or a bank or government and no dues payable to debenture-holders during the year. Accordingly, the provisions of clause 3(viii) of the Order are not applicable.



Annexure A to the Independent Auditor's Report of even date to the members of Samay Industries Limited, on the financial statements for the year ended 31 March 2019 (cont'd)

- (ix) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments) and did not have any term loans outstanding during the year. Accordingly, the provisions of clause 3(ix) of the Order are not applicable.
- (x) No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the period covered by our audit.
- (xi) Managerial remuneration has been paid/provided by the Company in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act read with Schedule V to the Act.
- (xii) In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
- (xiii) In our opinion, all transactions with the related parties are in compliance with Section 188 of the Act, where applicable, and the requisite details have been disclosed in the financial statements, as required by the applicable Ind AS. Further, in our opinion, the Company is not required to constitute audit committee under Section 177 of the Act.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures.
- (xv) In our opinion, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For **Walker Chandiook & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013


Vikram Dhanania
Partner
Membership No.: 060568

Place: Kolkata
Date: 17 May 2019



Annexure B to the Independent Auditor's Report of even date to the members of Samay Industries Limited on the financial statements for the year ended 31 March 2019

Annexure B

Independent Auditor's Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the financial statements of Samay Industries Limited ('the Company') as at and for the year ended 31 March 2019, we have audited the internal financial controls over financial reporting ('IFCoFR') of the Company as at that date.

Management's Responsibility for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the 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.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of IFCoFR, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') 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 IFCoFR were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the IFCoFR and their operating effectiveness. Our audit of IFCoFR includes obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. 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 IFCoFR.



Annexure B to the Independent Auditor's Report of even date to the members of Samay Industries Limited on the financial statements for the year ended 31 March 2019 (cont'd)

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

7. Because of the inherent limitations of IFCoFR, 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 IFCoFR to future periods are subject to the risk that the IFCoFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting and such controls were operating effectively as at 31 March 2019, 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.

For **Walker Chandiook & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013


Vikram Dhanania
Partner
Membership No.: 060568

Place: Kolkata
Date: 17 May 2019



Financial statements and Independent Auditors' report

Samay Industries Limited

31 March 2019

Samay Industries Limited
Balance Sheet as at 31 March 2019

(All amounts in ₹ lacs, unless other wise stated)

Particulars	Notes	As at 31 March 2019	As at 31 March 2018	As at 1 April 2017
ASSETS				
Non-current assets				
(a) Property, plant and equipment	3	63.11	8.37	8.56
(b) Financial assets				
(i) Investments	4(A)	3,282.71	3,495.15	2,986.54
(ii) Loans	5(A)	0.26	0.26	0.26
(c) Deferred tax assets (net)	6	2.08	0.95	7.38
		3,348.16	3,504.73	3,002.74
Current assets				
(a) Inventories	8	9.47	9.48	9.49
(b) Financial assets				
(i) Investments	4(B)	40.23	11.46	403.47
(ii) Trade receivables	9	0.02	1.18	0.32
(iii) Loans	5(B)	-	10.07	-
(iv) Cash and cash equivalents	10	1.63	11.67	3.05
(v) Other financial assets	11	190.22	403.17	259.86
(c) Current tax asset(net)		0.07	0.96	0.96
(d) Other current assets	7	0.66	-	-
		242.30	447.99	677.15
Total Assets		3,590.46	3,952.72	3,679.89
EQUITY AND LIABILITIES				
Equity				
(a) Equity share capital	12	150.33	150.33	150.33
(b) Other equity	13	3,352.58	3,690.65	3,439.80
		3,502.91	3,840.98	3,590.13
Liabilities				
Non-current liabilities				
(a) Provisions	14	1.71	0.97	-
(b) Deferred tax liabilities (net)	15	82.41	106.36	86.31
		84.12	107.33	86.31
Current liabilities				
(a) Financial liabilities				
(i) Trade payables	16			
- total outstanding dues of micro enterprises and small enterprises		-	-	-
- total outstanding dues of creditors other than micro enterprises and small enterprises		0.21	0.18	0.30
(ii) Other financial liabilities	17	2.94	2.94	2.93
(c) Current tax liabilities (net)		-	0.92	-
(b) Other current liabilities	18	0.28	0.37	0.22
		3.43	4.41	3.45
Total Equity and Liabilities		3,590.46	3,952.72	3,679.89

The accompanying notes are integral part of these financial statements.

This is the Balance Sheet referred to in our report of even date

For Walker Chandiook & Co LLP

Chartered Accountants

Firm's Regn No. : 001076N/N500013

Vikram Dhanania

Partner

Membership No. 060568

Place: Kolkata

Date: 17 May 2019



For and on behalf of the Board of Directors of
Samay Industries Limited

Samay Industries Limited

Sheetal Bangur

Director

(DIN: 00003541)

Place: Hyderabad

Date: 17 May 2019

Richa Jalan

Director

Director

(DIN: 00070202)

Samay Industries Limited

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

(All amounts in ₹ lacs, unless other wise stated)

Particulars	Notes	Year ended	Year ended
		31 March 2019	31 March 2018
Income			
Revenue from operations	19	5.13	9.75
Other income	20	33.08	198.89
Total income		38.21	208.64
Expenses			
Purchase of stock-in-trade		3.36	5.45
Changes in inventories of stock-in-trade	21	0.01	0.01
Employee benefits expense	22	34.23	34.45
Depreciation expense	3	0.76	0.19
Other expenses	24	1.71	1.25
Total expenses		40.07	41.35
Profit/(loss) before tax		(1.86)	167.29
Tax expense:			
(a) Current tax	25	-	19.27
(b) Deferred tax	15	1.54	(6.62)
(c) Tax for prior years		-	1.21
Total tax expenses		1.54	13.86
Profit/(loss) after tax		(3.40)	153.43
Other comprehensive income (OCI)			
(i) Items that will not be reclassified to profit or loss			
- Fair valuation of equity instruments through other comprehensive income		(130.50)	147.22
- Share of profit from partnership through other comprehensive income		(29.66)	(23.13)
(ii) Income tax relating to items that will not be reclassified to profit or loss			
		25.49	(26.67)
Total other comprehensive income		(334.67)	97.42
Total comprehensive income for the year		(338.07)	250.85
Earnings per equity share:			
(a) Basic (₹)	26	(1.31)	59.01
(b) Diluted (₹)		(1.31)	10.21

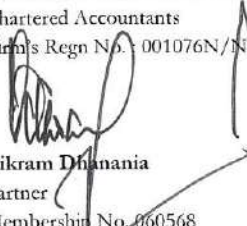
The accompanying notes are integral part of these financial statements.

This is the Statement of Profit and Loss referred to in our report of even date

For Walker Chandiook & Co LLP

Chartered Accountants

Firm's Regn No. : 001076N/N500013


Vikram Dhanania
Partner
Membership No. 060568

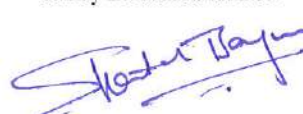
Place: Kolkata

Date: 17 May 2019



For and on behalf of the Board of Directors of

Samay Industries Limited



Sheetal Bangur

Director

(DIN: 00003541)

Place: Hyderabad

Date: 17 May 2019





Richa Jalan

Director

(DIN: 00070202)

Samay Industries Limited

Statement of Changes in Equity for the year ended 31 March 2019

(All amounts in ₹ lacs, unless other wise stated)

	As at		As at		Total
	31 March 2019	31 March 2018	31 March 2019	31 March 2018	
A) Equity share capital					
Balance at the beginning of the reporting year	26.00	26.00			
Changes in equity share capital during the year	-	-			
Balance at the end of the reporting year	26.00	26.00			
B) Other equity					
	Reserves and surplus			Other comprehensive income	
	General reserve	Retained earnings	Securities premium	Fair valuation of equity instruments	
Balance as at 1 April 2017	440.41	413.67	2,175.69	410.03	3,439.80
Profit for the year	-	153.43	-	-	153.43
Items of other comprehensive income:					
- Net fair value gain on investment in equity and preference instruments through OCI	-	-	-	147.22	147.22
- Share of profit from partnership firm through OCI	-	-	-	(23.13)	(23.13)
- Tax impact	-	-	-	(26.67)	(26.67)
Balance as at 31 March 2018	440.41	567.10	2,175.69	507.45	3,690.65
Loss for the year	-	(3.40)	-	-	(3.40)
Items of other comprehensive income:					
- Net fair value gain on investment in equity and preference instruments through OCI	-	-	-	(130.50)	(130.50)
- Share of profit from partnership firm through OCI	-	-	-	(229.66)	(229.66)
- Tax impact	-	-	-	25.49	25.49
Balance as at 31 March 2019	440.41	563.70	2,175.69	172.78	3,352.58

The accompanying notes are integral part of these financial statements.

This is the Statement of Changes in Equity referred to in our report of even date

For Walker Chandiook & Co LLP
Chartered Accountants
Firm's Regn No.: 001076N/N500013

Vikram Dhanania
Partner
Membership No. 060568
Place: Kolkata
Date: 17 May 2019



For and on behalf of the Board of Directors of
Samay Industries Limited


Sheetal Bangur
Director
(DIN: 00003541)
Place: Hyderabad
Date: 17 May 2019




Richa Jalan
Director
(DIN: 00070202)

Samay Industries Limited
Cash Flow Statement for the year ended 31 March 2019
(All amounts in ₹ lacs, unless otherwise stated)

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
A Cash flow from Operating activities		
Profit/(loss) before tax	(1.86)	167.29
Adjustments for:		
Depreciation expense	0.76	0.19
Dividend income	(7.79)	(4.43)
Interest income	(0.21)	-
Interest income on IT Refund	(2.13)	-
Gain on sale of financial assets measured at FVTPL	(6.24)	(28.02)
Share of profit from partnership firm	(16.71)	(166.44)
Operating profit/(loss) before working capital changes	(34.18)	(31.41)
Adjustments for changes in working capital:		
Decrease/(increase) in trade receivables	1.16	(0.86)
(Increase)/decrease in inventories	0.01	0.01
Decrease/increase in non-current financial assets	10.07	(10.07)
(Increase) in other current assets	(0.66)	-
Increase in provisions	0.74	0.97
Increase/(decrease) in trade payables	0.03	(0.12)
Increase in other financial liabilities	-	0.01
Increase in other current liabilities	(0.09)	0.15
Cash generated from/(used in) operating activities	(22.92)	(41.32)
Income tax paid (net of refunds)	0.96	(13.13)
Net cash generated from/(used in) operating activities	(21.96)	(54.45)
B Cash flow from Investing Activities		
Purchase of property, plant and equipment (including capital work-in-progress and capital advances)	(55.50)	-
Proceed from redemption of non current investment(net)	86.92	(349.86)
Proceed from redemption of current investment(net)	(27.50)	408.50
Interest received	0.21	-
Dividend income	7.79	4.43
Net cash (used in)/generated from investing activities	11.92	63.07
C Cash flow from financing activities (*)		
Net cash generated from/(used in) financing activities	-	-
Net decrease in cash and cash equivalents	(10.04)	8.62
Cash and cash equivalents at the beginning of the period	11.67	3.05
Cash and cash equivalents at the end of the period	1.63	11.67

Notes:

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flow'.

(*) No movement under reconciliation of liabilities arising from financing activities

	As at 31 March 2019	As at 31 March 2018
Cash and cash equivalents comprises of		
Cash on hand	0.48	0.47
Balances with banks in current accounts	1.15	11.20
Cash and cash equivalents (refer Note 10)	1.63	11.67

This is the Statement of Cash Flow referred to in our report of even date

For Walker Chandio & Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013

Vikram Dhanania
Partner
Membership No. 060568

Place: Kolkata
Date: 17 May 2019



For and on behalf of the Board of Directors of
Samay Industries Limited

Sheetal Bangur
Director
(DIN: 00003541)

Place: Hyderabad
Date: 17 May 2019

Richa Jalan
Director
(DIN: 00070202)

Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless otherwise stated)

1 (a) Corporate Information

Mahate Greeneries Private Limited ("the Company") is a private limited Company domiciled in India and registered under the provisions of the Companies Act, 1956. The Company is a subsidiary of Kiran Vyapar Limited and is engaged in the business of trading in commodities.

(b) Basis of preparation of financial statements

General information and statement of compliance with Indian Accounting Standards

For all periods up to and including the year ended 31 March 2018, the Company prepared its financial statements in accordance with 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 or previous GAAP). These financial statements for the year ended 31 March 2019 are the first financial statements the Company has prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) ('Ind AS').

These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements.

Current/Non-current classification

The Company presents all its assets and liabilities in the balance sheet based on current or non-current classification. Assets and liabilities are classified as current or non-current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Act. Based on the nature of products and the time between acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities. Deferred tax assets and liabilities are classified as non-current assets and non-current liabilities, as the case may be.

Any asset or liability is classified as current if it satisfies any of the following conditions:

- i. the asset/liability is expected to be realized/settled in the Company's normal operating cycle;
 - ii. the asset is intended for sale or consumption;
 - iii. the asset/liability is held primarily for the purpose of trading;
 - iv. the asset/liability is expected to be realized/settled within twelve months after the reporting period;
 - v. the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
 - vi. in the case of a liability, the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.
- All other assets and liabilities are classified as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents.

(c) Presentation of financial statements

Financial assets and financial liabilities are generally reported gross in the balance sheet. They are only offset and reported net when, in addition to having an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event, the parties also intend to settle on a net basis in all of the following circumstances:

- The normal course of business.
- The event of default.
- The event of insolvency or bankruptcy of the Company and/or its counterparties.

(d) Significant accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities, and the accompanying disclosures, as well as the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Business model assessment

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

Fair value of financial instruments

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates include considerations of liquidity and model inputs related to items such as credit risk (both own and counterparty), funding value adjustments, correlation and volatility.



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless otherwise stated)

(d) Significant accounting judgements, estimates and assumptions (cont'd)

Provisions and other contingent liabilities

The Company operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigation, arbitration and regulatory investigations and proceedings in the ordinary course of the Company's business. When the Company can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows to be probable, the Company records a provision against the case. Where the probability of outflow is considered to be remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed. Given the subjectivity and uncertainty of determining the probability and amount of losses, the Company takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents. Significant judgement is required to conclude on these estimates.

(e) Application of new accounting pronouncements

The company has applied the following Ind AS pronouncements pursuant to issuance of the Companies (Indian Accounting Standards) Amendment Rules, 2018. The effect is described below:

- The Company has adopted Ind AS 115, Revenue from Contract with Customers with effect from 1 April 2018 and it is detailed under note 2.01.
- The Company has elected to recognize cumulative effect of initially applying Ind AS 115 retrospectively as an adjustment to opening balance sheet as at 1 April 2018 on the contracts that are not completed contract as at that date. There was no impact of above on the opening balance sheet as at 1 April 2018 and on the Statement of Profit and Loss for the year ended 31 March 2019.
- The Company has adopted Appendix B to Ind AS 21, Foreign currency transactions and advance consideration with effect from 1 April 2018 prospectively to all assets, expenses and income initially recognized on or after 1 April 2018 and the impact on implementation of the Appendix is nil.

(f) Standard issues but not yet effective

In March 2019, the Ministry of Corporate Affairs (MCA) issued the Companies (Indian Accounting Standards) Amendment Rules, 2019 and the Companies (Indian Accounting Standards) Second Amendment Rules, 2019, notifying new standards and amendments to certain issued standards. These amendments are applicable to the Company from 1 April 2019. The Company will be adopting the below stated new standards and applicable amendments from their respective effective date.

Ind AS 116, Leases:

On 30 March 2019, Ministry of Corporate Affairs ("MCA") has notified the Ind AS 116, Leases. The new standard proposes an overhaul in the accounting for lessees by completely letting go off the previous "dual" finance vs. operating lease model. The guidance in the new standard requires lessees to adopt a single model approach which brings leases on the balance sheet, in the form of a right-of-use asset and a lease liability.

The standard permits two possible methods of transition:

- Retrospective approach - Under this approach the standard will be applied retrospectively as if Ind AS 116 always applied, to each prior reporting period presented in accordance with Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors
- Prospective Approach – Under this approach, measurement of asset is done as if Ind AS 116 had been applied from lease commencement (using incremental borrowing rate at initial application date i.e. April 01, 2019) or measure the assets at an amount equal to the liability. Lease liability will be calculated by doing the present value of remaining lease payments for existing operating lease using incremental borrowing rate at the date of transition.

Further, transitional provisional as per the standard are as follows:

As on initial application date, Company may:

- Apply this standard only to leases identified as per erstwhile Ind AS 17 and
- Not apply Ind AS 116 to contracts which were not identified as leases as per Ind AS 17

The effective date for adoption of Ind AS 116 is financial periods beginning on or after 01 April 2019. The Company will adopt the standard on 01 April 2019 by using the cumulative catch-up transition method and accordingly comparatives for the year ending or ended 31 March 2019 will not be retrospectively adjusted.



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless otherwise stated)

2 Significant accounting policies

2.01 Revenue recognition

Revenue (other than for those items to which Ind AS 109 Financial Instruments are applicable) is measured at fair value of the consideration received or receivable. Ind AS 115 Revenue from contracts with customers outlines a single comprehensive model of accounting for revenue arising from contracts with customers and supersedes current revenue recognition guidance found within Ind ASs. Revenue from contracts with customers is recognized on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods or services.

The Company recognises revenue from contracts with customers based on a five step model as set out in Ind 115:

Step 1: Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the

Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognise revenue when (or as) the Company satisfies a performance obligation.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

Dividend income

Dividend income is recognised when the Company's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably.

Sale of goods

Revenue from sale of products is recognized when the control on the goods have been transferred to the customer. The performance obligation in case of sale of product is satisfied at a point in time i.e., when the material is shipped to the customer or on delivery to the customer, as may be specified in the contract.

Rental income

Rental income is recognised on a straight-line basis over the term of the lease, except for contingent rental income which is recognised when it arises and where scheduled increase in rent compensates the lessor for expected inflationary costs.

2.02 Financial instruments

Point of recognition

Financial assets and liabilities, with the exception of loans, debt securities, deposits and borrowings are initially recognised on the trade date, i.e., the date that the Company becomes a party to the contractual provisions of the instrument. This includes regular way trades: purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place. Loans are recognised when funds are transferred to the customers' account. The Company recognises debt securities, deposits and borrowings when funds reach the Company.

Initial recognition

The classification of financial instruments at initial recognition depends on their contractual terms and the business model for managing the instruments, as per the principles of the Ind AS. Financial instruments are initially measured at their fair value, except in the case of financial assets and financial liabilities recorded at FVTPL, transaction costs are added to, or subtracted from, this amount. Trade receivables are measured at the transaction price. When the fair value of financial instruments at initial recognition differs from the transaction price, the Company accounts mentioned below:

When the transaction price of the instrument differs from the fair value at origination and the fair value is based on a valuation technique using only inputs observable in market transactions, the Company recognises the difference between the transaction price and fair value in net gain on fair value changes. In those cases where fair value is based on models for which some of the inputs are not observable, the difference between the transaction price and the fair value is deferred and is only recognised in profit or loss when the inputs become observable, or when the instrument is derecognised.

Subsequent measurement of financial liabilities

All financial liabilities of the Company are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless otherwise stated)

2 Significant accounting policies (cont'd)

2.02 Financial instruments (cont'd)

Subsequent measurement of financial assets

For subsequent measurement, the Company classifies a financial asset in accordance with the below criteria:

- i. The Company's business model for managing the financial asset; and
- ii. The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the Company classifies its financial assets into the following categories:

- (a) Financial assets measured at amortized cost
- (b) Financial assets measured at fair value through other comprehensive income (FVTOCI)
- (c) Financial assets measured at fair value through profit or loss (FVTPL)

(a) Financial assets measured at amortized cost:

A financial asset is measured at the amortized cost if both the following conditions are met:

- (i) The Company's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows; and
- (ii) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company. Such financial assets are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest income over the relevant period of the financial asset. The same is included under other income in the Statement of Profit and Loss. The amortized cost of a financial asset is also adjusted for loss allowance, if any.

(b) Financial assets measured at FVTOCI:

A financial asset is measured at FVTOCI if both of the following conditions are met:

- (i) The Company's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets;
- (ii) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount

This category applies to certain investments in debt and equity instruments. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of profit and loss under 'Other Comprehensive Income (OCI)'. However, the Company recognizes interest income and impairment losses and its reversals in the Statement of Profit and Loss. On de-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is reclassified from equity to the Statement of Profit and Loss, except for instruments which the Company has irrevocably elected to be classified as equity through OCI at initial recognition, when such instruments meet the definition of definition of Equity under Ind AS 32 Financial Instruments: Presentation and they are not held for trading. The Company has made such election on an instrument by instrument basis.

Gains and losses on these equity instruments are never recycled to profit or loss. Dividends are recognised in the statement of profit or loss as dividend income when the right of the payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in OCI. Equity instruments at FVOCI are not subject to an impairment assessment.

(c) Financial assets measured at FVTPL:

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above. This is a residual category applied to all other investments of the Company excluding investments in subsidiary and associate companies. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

Financial assets or financial liabilities held for trading:

The Company classifies financial assets as held for trading when they have been purchased or issued primarily for short-term profit making through trading activities or form part of a portfolio of financial instruments that are managed together, for which there is evidence of a recent pattern of short-term profit taking. Held-for-trading assets and liabilities are recorded and measured in the balance sheet at fair value. Changes in fair value are recognised in net gain on fair value changes.

Interest and dividend income or expense is recorded in net gain on fair value changes according to the terms of the contract, or when the right to payment has been established. Included in this classification are debt securities, equities, and customer loans that have been acquired principally for the purpose of selling or repurchasing in the near term.



2 Significant accounting policies (cont'd)

2.02 Financial instruments (cont'd)

De-recognition:

(a) Financial asset:

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's balance sheet) when any of the following occurs:

- i. The contractual rights to cash flows from the financial asset expires;
- ii. The Company transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset. A regular way purchase or sale of financial assets has been derecognised, as applicable, using trade date accounting.
- iii. The Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);
- iv. The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the Financial asset, but retains control of the financial asset, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On de-recognition of a financial asset, (except as mentioned in ii above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

(b) Financial liability:

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where 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 a derecognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognised in profit or loss.

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 for financial assets. ECL is the weighted-average of difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Company is required to consider:

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Trade receivables

In respect of trade receivables, the Company applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

Other financial assets:

In respect of its other financial assets, the Company assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Company measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

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.



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless otherwise stated)

2 Significant accounting policies (cont'd)

2.03 Fair Value

The Company measures its financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

- Level 1 (unadjusted) - Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Company has access to at the measurement date. The Company considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balance sheet date.

- Level 2 - Those where the inputs that are used for valuation and are significant, are derived from directly or indirectly observable market data available over the entire period of the instrument's life. Such inputs include quoted prices for similar assets or liabilities in active markets, quoted prices for identical instruments in inactive markets and observable inputs other than quoted prices such as interest rates and yield curves, implied volatilities, and credit spreads. In addition, adjustments may be required for the condition or location of the asset or the extent to which it relates to items that are comparable to the valued instrument. However, if such adjustments are based on unobservable inputs which are significant to the entire measurement, the Company will classify the instruments as Level 3.

- Level 3 - Those that include one or more unobservable input that is significant to the measurement as whole.

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

2.04 Income Taxes

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current tax

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961. Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

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

Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income tax Act, 1961.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized. Also, for temporary differences if any that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

The Company has not recognised a deferred tax liability for all taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint arrangements, except to the extent that both of the following conditions are satisfied:

- the parent, investor, joint venturer or joint operator is able to control the timing of the reversal of the temporary difference; and
- it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless other wise stated)

2 Significant accounting policies (cont'd)

2.04 Income Taxes

Presentation of current and deferred tax:

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

2.05 Provisions and contingencies

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated. If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

2.06 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.

2.07 Lease accounting

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. In respect of assets taken on operating lease, lease rentals are recognized as an expense in the Statement of Profit and Loss on straight line basis over the lease term unless:

- (1) another systematic basis is more representative of the time pattern in which the benefit is derived from the leased asset; or
- (2) the payments to the lessor are structured to increase in the time with expected general inflation to compensate for the lessor's expected inflationary cost

2.08 Inventories

Inventories are stated at the lower of cost and net realisable value. The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business less any applicable selling expenses. Provision for obsolescence and slow moving inventory is made based on management's best estimates of net realisable value of such inventories.

2.09 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company. The Company is in a single business segment (primary segment) of real estate. The entire revenues are billable within India and there is only one geographical segment (secondary segment).

2.10 Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.



2 Significant accounting policies (cont'd)

2.11 Property, plant & equipment

Measurement at recognition

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met. Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Depreciation

Depreciation on each part of an item of property, plant and equipment is provided using the written down value method based on the useful life of the asset as prescribed in Schedule II to the Act. Depreciation is calculated on a pro-rata basis from the date of installation till date the assets are sold or disposed. Leasehold improvements are amortised over the underlying lease term on a straight line basis.

De-recognition

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss when the item is derecognized.

First time adoption of Ind AS

The Company has elected to continue with the carrying value of all its property, plant and equipment recognized as at 01 April 2017 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

2.12 Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

2.13 Earnings per equity share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events that have changed the number of outstanding equity shares, without a corresponding change in the resources. For the purpose of calculating diluted earnings per share, net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares. As on the balance sheet date, the Company has no dilutive potential equity shares.

2.14 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the costs of asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing costs also includes exchange differences to the extent regarded as an adjustment to the borrowing costs



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless otherwise stated)

3 Property, plant and equipment

	Land	Buildings	Plant and equipment	Furniture and fixtures	Computer and data processing units	Total
Gross block						
Balance as at 1 April 2017 (*)	8.00	0.53	0.01	-	0.02	8.56
Additions	-	-	-	-	-	-
Disposals/adjustments	-	-	-	-	-	-
Balance as at 31 March 2018	8.00	0.53	0.01	-	0.02	8.56
Additions	-	55.50	-	-	-	55.50
Disposals/adjustments	-	-	-	-	-	-
Balance as at 31 March 2019	8.00	56.03	0.01	-	0.02	64.06
Accumulated depreciation						
Balance as at 1 April 2017	-	-	-	-	-	-
Depreciation charge for the year	-	0.19	-	-	-	0.19
Disposals/adjustments	-	-	-	-	-	-
Balance as at 31 March 2018	-	0.19	-	-	-	0.19
Depreciation charge for the year	-	0.75	0.01	-	-	0.76
Disposals/adjustments	-	-	-	-	-	-
Balance as at 31 March 2019	-	0.94	0.01	-	-	0.95
Net block						
Balance as at 01 April 2017	8.00	0.53	0.01	-	0.02	8.56
Balance as at 31 March 2018	8.00	0.34	0.01	-	0.02	8.37
Balance as at 31 March 2019	8.00	55.09	-	-	0.02	63.11

Note:

(*) Represents deemed cost as on the date of transition to Ind AS. Gross block and accumulated depreciation/amortisation have been netted off.

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Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless otherwise stated)

Face value	As at 31 March 2019		As at 31 March 2018		As at 1 April 2017	
	Number	Amount	Number	Amount	Number	Amount
4 Investments						
(A) Non-current						
Investment in equity instruments						
Others, quoted						
(Non-trade, measured at FVTOCI)						
Aksh Optifibre Limited	5	50,000	9.43	50,000	15.68	-
Akzo Nobel India Limited	10	2,083	37.25	4,000	71.92	-
Amara Raja Batteries Limited	1	-	-	2,000	15.95	1,000
Ambuja Cements Limited	2	3,000	7.05	5,000	7.00	-
Bajaj Electricals Limited	2	10,000	55.89	10,000	56.18	-
Bharat Forge Limited	2	-	-	-	-	2,000
Bosch Limited	10	200	36.33	200	36.27	50
Britannia Industries Limited	-	-	-	-	-	-
Capital First Limited	10	-	-	-	-	-
Century Plyboards (India) Limited	1	5,000	10.39	5,000	16.33	5,000
Coal India Limited	10	9,000	21.31	9,000	25.52	9,000
Dr. Lal Path Labs Limited	10	-	-	-	-	-
Eicher Motors Limited	10	-	-	-	-	150
Everest Kanto Cylinder Limited	2	30,000	8.12	30,000	12.63	-
Future Lifestyle Limited	2	14,677	71.29	14,677	59.81	-
Godrej Industries Limited	1	7,000	37.52	10,000	54.79	-
Gujarat Narmada Valley Fertilizers & Chemicals Limited	10	12,400	38.06	13,000	36.40	-
Havells India Limited	1	5,000	38.55	5,000	24.39	5,000
Hindustan Zinc Limited	2	-	-	-	-	-
HT Media Limited	2	40,000	17.94	40,000	33.72	-
ICICI Bank Limited	2	-	-	-	-	3,000
Igrarashi Motors India Limited	10	1,123	3.93	1,000	8.08	1,000
Indoco Remedies Limited	2	5,000	10.14	5,000	10.54	5,669
IndusInd Bank Limited	10	-	-	-	-	-
JK Paper Limited	-	-	-	-	-	-
JK Tyre & Industries Limited	2	23,000	21.10	23,000	37.18	-
KSB Pumps Limited	10	1,000	6.88	1,000	7.90	1,000
Lasa Supergeneric Limited	10	5,000	1.15	5,000	4.53	-
LG Balakrishnan & Brothers Limited	10	-	-	-	-	2,000
LIC Housing Finance Limited	2	-	-	-	-	400
Lupin Limited	2	7,000	51.74	7,000	36.82	1,000
Marico Limited	1	-	-	4,000	13.04	4,000
Max India Limited	-	-	-	-	-	1,000
Max Ventures	-	-	-	-	-	200
Motherson Sumi Systems Limited	1	7,500	11.19	5,000	15.59	3,750
NHPC Limited	10	25,000	6.19	25,000	6.91	-
NMDC Limited	1	10,000	10.42	10,000	11.87	-
	10	5,000	0.79	5,000	1.64	5,000
Omkar Speciality Chemicals Limited						
Onmobile Global Limited	10	35,000	14.68	35,000	15.19	-
Orient Refractories Limited	1	3,000	7.12	3,000	4.76	-
Pidilite Industries Limited	1	-	-	-	-	1,500
Piramal Enterprises Limited	2	-	-	-	-	300
Rane Brake Lining Limited	10	1,000	6.01	1,000	9.35	-
Saint-Gobain Sekurit Limited	10	2,692	1.57	2,692	1.45	-
Sintex Industries Limited	1	10,000	0.85	10,000	1.80	10,000
Sintex Plastics Technology Limited	1	10,000	2.00	10,000	5.76	-
	1	2,500	11.98	2,500	12.39	2,500
Sun Pharmaceuticals Industries Limited						
Supreme Industries Limited	2	2,500	27.85	2,500	29.77	2,500
		5,000	13.05	5,000	8.39	5,000
Samay Industries Limited						
Suven Life Sciences Limited						
Thermax Limited	2	-	-	-	-	1,000
UltraTech Cement Limited	10	-	-	-	-	150
Unichem Laboratories Limited	2	5,000	9.73	5,000	14.31	-
	10	1,000	0.01	1,000	0.02	1,000
Universal Office Automation Limited						
VRL Logistics Limited	10	6,000	16.94	6,000	23.06	6,000
	10	2,000	3.74	2,000	9.61	-
Zuari Agro Chemicals Limited						
			628.19		756.55	
						399.05



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless otherwise stated)

	Face value	As at 31 March 2019		As at 31 March 2018		As at 1 April 2017	
		Number	Amount	Number	Amount	Number	Amount
4 Investments (cont'd)							
Investment in equity instruments							
Others, quoted (cont'd)							
(Non-trade, measured at FVTOCI)							
Apurva Export Private Ltd.	10	50,000	524.83	50,000	613.89	50,000	474.30
			<u>524.83</u>		<u>613.89</u>		<u>474.30</u>
Investment in mutual funds (unquoted)							
(Measured at FVTPL)							
IDFC Premier Equity Fund (Growth)	10	138,172	129.69	138,172	124.71	138,172	113.19
			<u>129.69</u>		<u>124.71</u>		<u>113.19</u>
In Partnership firm							
(Measured at Cost)							
Soul Beauty & Wellness Centre LLP			2,000.00		2,000.00		2,000.00
			<u>2,000.00</u>		<u>2,000.00</u>		<u>2,000.00</u>
Total non-current investments			<u>3,282.71</u>		<u>3,495.15</u>		<u>2,986.54</u>
Aggregate amount of quoted investments							
- At cost			630.02		707.46		310.54
- At market value			628.19		756.55		399.05
Aggregate amount of unquoted investments			2,654.52		2,738.60		2,587.49
Aggregate amount of impairment in value of investments			-		-		-
(B) Current							
Investment in mutual funds (unquoted)							
(Measured at FVTPL)							
	10	139,673	40.23	42,404	11.46	1,581,848	403.47
			<u>40.23</u>		<u>11.46</u>		<u>403.47</u>
Total current investments			<u>40.23</u>		<u>11.46</u>		<u>403.47</u>
Aggregate amount of quoted investments							
- At cost			-		-		-
- At market value			-		-		-
Aggregate amount of unquoted investments			40.23		11.46		403.47
Aggregate amount of impairment in value of investments			-		-		-

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Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless other wise stated)

	As at 31 March 2019	As at 31 March 2018	As at 1 April 2017	
5 Loans				
<i>(Unsecured, considered good)</i>				
(A) Non-current				
Security deposits	0.26	0.26	0.26	
	0.26	0.26	0.26	
(B) Current				
Other	-	10.07	-	
	-	10.07	-	
6 Deferred tax assets (net)				
MAT credit entitlement	2.08	0.95	7.38	
	2.08	0.95	7.38	
Movement in deferred tax assets for year ended 31 March 2018:				
Particulars	As at 01 April 2017	Statement of Profit or Loss	Other comprehensive Income	As at 31 March 2018
Deferred tax assets for deductible temporary differences on:				
MAT credit entitlement	7.38	6.43	-	0.95
	7.38	6.43	-	0.95
Movement in deferred tax assets for year ended 31 March 2019:				
Particulars	As at 01 April 2018	Statement of Profit or Loss	Other comprehensive Income	As at 31 March 2019
Deferred tax assets for deductible temporary differences on:				
MAT credit entitlement	0.95	(1.13)	-	2.08
	0.95	(1.13)	-	2.08
7 Other assets				
Current:				
Prepaid expenses		0.66	-	-
		0.66	-	-
8 Inventories				
<i>(valued at lower of cost and net realizable value)</i>				
Stock-in-trade		9.47	9.48	9.49
		9.47	9.48	9.49
9 Trade receivables				
Unsecured and considered good		0.02	1.18	0.32
		0.02	1.18	0.32
10 Cash and cash equivalents				
Balances with banks:				
- in current accounts		1.15	11.20	2.57
Cash on hand		0.48	0.47	0.48
		1.63	11.67	3.05
11 Other financial assets				
Share of profit in partnership firm		190.22	403.17	259.86
		190.22	403.17	259.86



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless other wise stated)

	As at 31 March 2019		As at 31 March 2018		As at 1 April 2017	
	Number	Amount	Number	Amount	Number	Amount
12 Equity share capital						
Authorized share capital						
Equity shares of ₹ 10 each	2,500,000	250.00	2,500,000	250.00	2,500,000	250.00
Preference shares of ₹ 100 each	2,500,000	2,500.00	2,500,000	2,500.00	2,500,000	2,500.00
		<u>2,750.00</u>		<u>2,750.00</u>		<u>2,750.00</u>
Issued, subscribed and fully paid-up						
Equity shares of ₹ 10 each	260,000	26.00	260,000	26.00	260,000	26.00
Preference shares of ₹ 100 each	124,325	124.33	124,325	124.33	124,325	124.33
		<u>150.33</u>		<u>150.33</u>		<u>150.33</u>

(a) Reconciliation of equity share capital

There has been no movement in the equity share capital and preference share capital during the current and comparative periods.

(b) Terms and rights attached to equity shares

Equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share and confer similar right as to dividend and voting. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Preference shares

The Company has only one class of Non-cumulative participating compulsorily convertible preference shares having a face value of ₹ 100 per share. The preference shares carries a preferential right to receive a dividend of 8% in case of payment of dividend to equity shareholders and shall stand increase to the rate of dividend paid to equity share holders subject to a maximum of 12%. The preference shares shall be compulsorily convertible at par after a period of 20 years from the date of allotment being 22 August 2013 or earlier on such date as may be fixed by the Board of Directors. The preference shares shall have, on winding up, a preferential right to the repayment of capital paid up there on in preference to the equity share, but shall not have any such right to participate in the surplus, if remaining, after payment of entire capital.

(c) No additional shares were allotted as fully paid up by way of bonus shares or pursuant to contract without payment being received in cash during the last five years. Further, none of the shares were bought back by the Company during the last five years.

(d) Details of shareholders holding more than 5% shares in the Company:

	As at 31 March 2019		As at 31 March 2018		As at 1 April 2017	
	Number	Percentage	Number	Percentage	Number	Percentage
Equity shares of ₹ 10 each:						
Sheetal Bangur	239,300	92.00%	239,300	92.00%	239,300	92.00%
Anju Poddar	19,800	8.00%	19,800	8.00%	19,800	8.00%
	<u>259,100</u>	<u>100.00%</u>	<u>259,100</u>	<u>100.00%</u>	<u>259,100</u>	<u>100.00%</u>
Preference shares of ₹ 100 each:						
Kiran Vyapar Limited (Holding Company)	124,325	100.00%	124,325	100.00%	124,325	100.00%
	<u>124,325</u>	<u>100.00%</u>	<u>124,325</u>	<u>100.00%</u>	<u>124,325</u>	<u>100.00%</u>



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless otherwise stated)

	As at 31 March 2019	As at 31 March 2018	As at 1 April 2017
13 Other equity			
General reserve	440.41	440.41	440.41
Retained earnings	563.70	567.10	413.67
Securities premium	2,175.69	2,175.69	2,175.69
Other comprehensive income	172.78	507.45	410.03
	3,352.58	3,690.65	3,439.80

(a) Description of nature and purpose of each reserve:

Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfer to general reserves, dividends and other distributions made to the shareholders.

General reserve

General reserve is created from time to time by way of transfer profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

Other comprehensive income

This represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, under an irrevocable option, net of amounts reclassified to retained earnings when such assets are disposed off, if any.

14 Provisions

Non-current

Provision for gratuity	1.71	0.97	-
	1.71	0.97	-

15 Deferred tax liabilities, net

Deferred tax liability:

Fair valuation on investments carried at fair value through OCI	73.96	99.45	72.78
Fair valuation on investments carried at fair value through PL	8.45	6.91	13.53
Deferred tax liabilities (net)	82.41	106.36	86.31

Movement in deferred tax liabilities for year ended 31 March 2018:

Particulars	As at 01 April 2017	Statement of Profit or Loss	Other comprehensive Income	As at 31 March 2018
Deferred tax liabilities for taxable temporary differences on:				
Fair valuation on investments carried at fair value through OCI	72.78	-	26.67	99.45
Fair valuation on investments carried at fair value through PL	13.53	(6.62)	-	6.91
Deferred tax liabilities (net)	86.31	(6.62)	26.67	106.36

Movement in deferred tax liabilities for year ended 31 March 2019:

Particulars	As at 01 April 2018	Statement of Profit or Loss	Other comprehensive Income	As at 31 March 2019
Deferred tax liabilities for taxable temporary differences on:				
Fair valuation on investments carried at fair value through OCI	99.45	-	(25.49)	73.96
Fair valuation on investments carried at fair value through PL	6.91	1.54	-	8.45
Deferred tax liabilities (net)	106.36	1.54	(25.49)	82.41



Samay Industries Limited**Summary of significant accounting policies and other explanatory information**

(All amounts in ₹ lacs, unless other wise stated)

	As at 31 March 2019	As at 31 March 2018	As at 1 April 2017
16 Trade Payables			
Total outstanding dues of micro enterprises and small enterprises (refer	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	0.21	0.18	0.30
	0.21	0.18	0.30
Note:			
Disclosure Under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under for the year 2018-19, to the extent the Company has received intimation from the "Suppliers" regarding their status under the Act.			
(b) Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period	-	-	-
17 Other financial liabilities			
Current liabilities			
Salaries payable	2.59	2.59	2.58
Liabilities for expenses	0.35	0.35	0.35
	2.94	2.94	2.93
18 Other current liabilities			
Advance from customers	0.07	0.04	-
Statutory dues	0.21	0.33	0.22
	0.28	0.37	0.22

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Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless other wise stated)

	Year ended 31 March 2019	Year ended 31 March 2018
19 Revenue from operations		
Sale of products	5.13	9.75
	5.13	9.75
20 Other income		
Interest income		
- On Financial assets carried at amortised cost	0.21	-
- Others	2.13	-
Dividend income		
- On quoted equity investments measured at fair value through OCI	7.79	4.43
Other non-operating income:		
- Net gain arising on financial assets measured at FVTPL	6.24	28.02
- Share of profit from partnership firm	16.71	166.44
	33.08	198.89
21 Changes in inventories of stock-in-trade		
Stock at the beginning of the year	9.48	9.49
Stock at the end of the year	9.47	9.48
	0.01	0.01
22 Employee benefits expense		
Salaries and wages	34.23	34.45
	34.23	34.45

(a) Defined benefits plans - Gratuity (unfunded)

Gratuity plan is a defined benefit plan that provides for lump sum gratuity payment to employees made at the time of their exit by the way of retirement (on superannuation or otherwise), death or disability. The benefits are defined on the basis of their final salary and period of service and such benefits paid under the plan is not subject to the ceiling limit specified in the Payment of Gratuity Act, 1972. Liability as on the Balance Sheet date is provided based on actuarial valuation done by a certified actuary using projected unit credit method.

Aforesaid defined benefit plans typically expose the Company to actuarial risks such as pay as you go risk, salary risk, investment risk and longevity risk:

Pay as you go risk	For unfunded schemes, financial planning could be difficult as the benefits payable will directly affect the revenue and this could be widely fluctuating from year to year. Moreover there may be an opportunity cost of better investment returns affecting adversely the cost of the scheme.
Salary risk	The present value of the defined benefit liability is calculated by reference to the future salaries of plan participants. As such, an increase in salary of the plan participants will increase the plan's liability.
Investment risk	The present value of the defined benefit 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.
Longevity risk	The present value of the defined benefit liability is calculated by reference to the best estimate of the mortality plan of the participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

The following table summarises the components of defined benefit expense recognized in the Statement of profit and loss/Other Comprehensive Income ('OCI') and the funded status and amounts recognised in the Balance Sheet for the respective plans:

	Year ended 31 March 2019	Year ended 31 March 2018
(i) Change in projected benefit obligation		
Projected benefit obligation at the beginning of the year	0.97	-
Current service cost	0.71	0.69
Interest cost	0.07	-
Past service cost	-	0.28
Actuarial (gain)/loss arising from assumption changes	0.03	-
Actuarial (gain)/loss arising from experience adjustments	(0.07)	-
Projected benefit obligation at the end of the year	1.71	0.97



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless other wise stated)

	Year ended 31 March 2019	Year ended 31 March 2018	
23 Employee benefits expense (cont'd)			
(a) Defined benefits plans - Gratuity (unfunded) (cont'd)			
(ii) Components of net cost charged to the Statement of Profit and Loss			
Employee benefits expense:			
- Current service costs	0.71	0.69	
- Defined benefit costs recognized Statement of Profit and Loss	-	-	
- Past service cost	-	0.28	
Finance costs			
- Interest costs	0.07	-	
- Interest income	-	-	
(iii) Components of net cost charged taken to Other comprehensive income			
Actuarial (gain)/loss arising from assumption changes	0.03	-	
Actuarial (gain)/loss arising from experience adjustments	(0.07)	-	
(iv) Key actuarial assumptions			
Discount rate	7.49%	7.68%	
Salary growth rate	8.00%	8.00%	
Average remaining working life (in years)	10.77	11.52	
Retirement age	58 years	58 years	
	As at		
	31 March 2019	31 March 2018	1 April 2017
Mortality rate:			
Less than 30 years	2%	2%	2%
31-44 years	2%	2%	2%
45 years and above	2%	2%	2%

(v) Sensitivity analysis

A quantitative sensitivity analysis for significant assumption is as shown below:

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
DBO with discount rate + 1%	1.55	0.87
DBO with discount rate - 1%	1.90	1.08
DBO with + 1% salary escalation	1.90	1.08
DBO with - 1% salary escalation	1.55	0.87
DBO with + 50% withdrawal rate	1.66	0.93
DBO with - 50% withdrawal rate	1.77	1.01
DBO with + 10% mortality rate	1.71	0.97
DBO with - 10% mortality rate	1.71	0.97

Methods and assumptions used in preparing sensitivity analysis and their limitations:

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the Balance Sheet.

(vi) Maturity analysis of the benefit payments:

Weighted average duration of the gratuity plan is 10.77 years (31 March 2018 - 11.52 years; 1 April 2017 - Nil years). Expected benefits payments for each such plans over the years is given in the table below:

Particulars	As at 31 March 2019	As at 31 March 2018	As at 1 April 2017
Year 1	0.01	-	-
2 to 5 years	0.12	0.05	-
6 to 10 years	2.65	0.20	-
More than 10 years	1.48	2.39	-



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless other wise stated)

	Year ended 31 March 2019	Year ended 31 March 2018
23 Depreciation		
Depreciation on property, plant and equipment (refer note 3)	0.76	0.19
	0.76	0.19
24 Other expenses		
Director's sitting fees	0.21	0.21
Travelling and conveyance expenses	0.27	0.23
Legal and professional expenses [refer note (a) below]	0.72	0.59
Processing charges	-	0.07
Miscellaneous expenses	0.51	0.15
	1.71	1.25
(a) Payment to auditors		
Statutory audit	0.35	0.35
	0.35	0.35
25 Tax expenses		
Current tax	-	19.27
Deferred tax	1.54	(6.62)
Tax for prior years	-	1.21
	1.54	13.86

The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate of 26% (31 March 2018 - 25.75%) and the reported tax expense in profit or loss are as follows:

(a) Reconciliation of income tax provision to the amount computed by applying the statutory tax rate:

Profit/(loss) before tax	(1.86)	167.29
Enacted tax rates in India (%)	26.00%	26.00%
Computed expected tax expense	-	43.50
Effect due to non-deductible expenses	-	25.59
Effect of Income exempted from tax	(7.48)	(46.41)
Others	9.02	(8.82)
Income tax expense	1.54	13.86

(b) Details of income tax assets

	As at 31 March 2019	As at 31 March 2018	As at 1 April 2017
Current tax liabilities:			
Opening balance	0.92	-	-
Provision for taxes	(2.13)	20.48	-
Advance tax paid	-	(13.12)	-
Mat credit utilized	1.14	(6.44)	-
	(0.07)	0.92	-
Current tax assets:			
Opening balance	0.96	0.96	-
Advance tax paid	-	-	7.00
Mat credit utilized	-	-	-
Provision for taxes	-	-	(6.04)
Refund received	(0.96)	-	-
	-	0.96	0.96

26 Earnings per equity share

Net profit/(loss) attributable to equity shareholders (in ₹ lakhs)	(3.40)	153.43
Nominal value of equity share (₹)	10.00	10.00
Weighted average number of equity shares outstanding during the year	260,000	260,000
Weighted average number of potential equity shares on account of Preference Shares	1,243,250	1,243,250
Weighted average number of shares outstanding for diluted EPS	1,503,250	1,503,250
Basic earnings per share	(1.31)	59.01
Diluted earnings per share	(1.31)	10.21

(*) Anti-dilutive for current year since decreasing loss per share from ordinary activities.



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless otherwise stated)

27 Related party disclosures

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2019.

(a) List of related parties

Relationship	Name of the entity
Holding Company	Kiran Vyapar Limited
Subsidiary	Soul Beauty & Wellness Centre LLP
Enterprises over which key managerial personnel ('KMP') / relative of KMP has significant influence or control	Apurva Export Private Limited Janardan Wind Energy Private Limited LNB Renewable Energy Private Limited LNB Realty LLP Maharaja Shree Umaid Mills Limited Manifold Agricrops Private Limited Palimarwar Solar Project Private Limited Rawaye Greepark Private Limited Sidhidata Solar Urja Limited Subhprade Greeneries Private Limited Sidhidata Tradecomm Limited Shree Krishna Agency Limited The General Investment Co Limited The Peria Karmalai Tea & Produce Co Limited The Kishore Trading Co Limited Placid Limited Navjyoti Commodity Management Services Limited
Key managerial personnel	Sheetal Bangur Anju Poddar Richa Jalan Surbhi Bangur Aparna Reddy Gunapati

(b) Transactions with related parties

Particulars	Year ended	Year ended
	31 March 2019	31 March 2018
Sale of goods		
Navjyoti Commodity Management Services Limited	2.49	5.36
Placid Limited	0.73	3.17
The Peria Karmalai Tea & Produce Co Limited	0.17	0.30
Maharaja Shree Umaid Mills Limited	0.61	0.60
Others	1.98	1.54
Director's sitting fees		
Sheetal Bangur	0.06	0.06
Anju Poddar	0.03	0.03
Richa Jalan	0.05	0.05
Surbhi Bangur	0.05	0.05
Aparna Reddy Gunapati	0.03	0.03

(c) Balances of related parties:

Particulars	As at	As at	As at
	31 March 2019	31 March 2018	1 April 2017
Trade receivables			
Apurva Export Private Limited	-	-	0.01
Maharaja Shree Umaid Mills Limited	0.02	0.01	0.02
Navjyoti Commodity Management Services Limited	-	1.08	0.21
Rawaye Greenpark Private Limited	-	-	0.01
Subhprada Greeneries Private Limited	-	-	0.01
The Kishore Trading Co. Limited	-	-	0.01
Placid Limited	-	0.06	-
The Peria Karmalai Tea & Produce Limited	-	0.04	-
Investments			
Soul Beauty & Wellness Centre LLP	2,000.00	2,000.00	2,000.00
Apurva Export Private Limited	524.83	613.89	474.30
Other receivables			
Soul Beauty & Wellness Centre LLP	190.22	403.17	259.86



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless otherwise stated)

28 Fair value measurement

(a) Category wise classification of financial instruments:

Particulars	As at 31 March 2019	As at 31 March 2018	As at 1 April 2017
A. Financial assets:			
(i) Carried at amortised cost			
Investments	2,000.00	2,000.00	2,000.00
Loans	0.26	10.33	0.26
Cash and cash equivalents	1.63	11.67	3.05
Other financial assets	190.22	403.17	259.86
Trade receivables	0.02	1.18	0.32
(ii) Carried at FVOCI			
Investments	1,153.02	1,370.44	873.35
(ii) Carried at FVTPL			
Investments	169.92	136.17	516.66
Total financial assets	3,515.07	3,932.96	3,653.50
B. Financial liabilities			
(i) Measured at amortised cost			
Trade payables	0.21	0.18	0.30
Other financial liabilities	2.94	2.94	2.93
Total financial liabilities	3.15	3.12	3.23

(b) Fair value hierarchy

The fair value of financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly market between market participants at the measurement date. Methods and assumptions used to estimate the fair values are consistent in all the years. Fair value of financial instruments referred to in note (a) above has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets and liabilities and lowest priority to unobservable entity specific

The categories used are as follows:

- Level 1: quoted prices (unadjusted) in active markets for financial instruments.
- Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.
- Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Particulars	As at 31 March 2019	As at 31 March 2018	As at 1 April 2017
Level 1 (Quoted prices in active market)			
Financial assets measured at FVOCI			
Investments in quoted equity instruments	628.19	756.55	399.05
Financial assets measured at FVTPL			
Investments in mutual funds	169.92	136.17	516.66
Level 3 (Significant observable inputs)			
Financial assets measured at FVOCI			
Investments in unquoted equity instruments	524.83	613.89	474.30
	1,322.94	1,506.61	1,390.01

(c) Fair value of assets and liabilities measured at cost/amortised cost

The carrying amount of financial assets and financial liabilities measured at amortised cost are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amount would be significantly different from the values that would be eventually received or settled. Management assessed that fair values of cash and cash equivalents, trade receivables, other financial assets and other financial liabilities approximate their carrying amounts due to the short-term maturities of these items.



Samay Industries Limited

Summary of significant accounting policies and other explanatory information

(All amounts in ₹ lacs, unless otherwise stated)

29 Financial risk management

Company's business activities are exposed to a variety of financial risks like credit risk, market risks and liquidity risk. Company's senior management is responsible for establishing and monitoring the risk management framework within its overall risk management objectives and strategies approved by the Board of Directors. Such risk management strategies and objectives are established to identify and analyze potential risks faced by the Company, set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and assess risk management performance. Any change in Company's risk management objectives and policies need approval of its Board of Directors.

(a) Credit risk

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as other balances with banks, loans and other receivables.

i) Other financial instruments

Credit risks from other financial instruments includes mainly cash and cash equivalents. Such risks is managed by the treasury department of the Company with accordance with Company's overall investment policy approved by its Board of Directors. Investments of funds are made in equity instrument, short term debt/liquid mutual funds of rated fund houses having the highest credit rating and in short term time deposits of reputed banks with a very strong financial position. Investment limits are set for each equity instruments, mutual fund and bank deposits. Risk concentration is minimized by investing in a wide range of mutual funds/bank deposits. These investments are reviewed by the Board of Directors on a regular basis.

ii) Price risk

Price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. It arises from financial assets such as investments in equity instruments, mutual funds etc. The Company is exposed to price risk arising mainly from investments carried at FVOCI which are valued using quoted prices in active markets (level 1 investments). A sensitivity analysis demonstrating the impact of change in market prices of these instruments from the prices existing as at the reporting date is given below:

Particulars	Carrying value as at		
	31 March 2019	31 March 2018	1 April 2017
Investments carried at FVOCI valued using quoted prices in active market	1,153.02	1,370.44	873.35

Particulars	Sensitivity analysis on total comprehensive income upon fluctuation of market prices	
	Increase by 10%	Decrease by 10%
Impact on total comprehensive income for year ended 31 March 2019	115.30	(115.30)
Impact on total comprehensive income for year ended 31 March 2018	137.04	(137.04)

(c) Liquidity risk:

Liquidity risk is the risk that the Company may not be able to meet its contractual obligations associated with its financial liabilities. The treasury department of the Company manages its liquidity risk by preparing and continuously monitoring business plans or rolling cash flow forecasts which ensures that the funds required for carrying on its business operations and meeting its financial liabilities are available in a timely manner and at an optimal cost. The Company plans to meet the contractual obligations from its internal accruals and also maintains sufficient fund based and non-fund based credit limits with banks. Additionally, surplus funds generated from operations are parked in short term debt or liquid mutual funds and bank deposits which can be readily liquidated when required.

The following table shows the remaining contractual maturities of financial liabilities at the reporting date. The amounts reported are on gross and undiscounted basis and includes contractual interest payments.

Contractual maturity of financial liabilities	Upto 1 year	1 year to 3 year	3 year to 5 year	Total
As at 31 March 2019				
Trade payables	0.21	-	-	0.21
Other financial liabilities	2.94	-	-	2.94
As at 31 March 2018				
Trade payables	0.18	-	-	0.18
Other financial liabilities	2.94	-	-	2.94
As at 1 April 2017				
Trade payables	Samay Industries Lin	-	-	-
Other financial liabilities	2.93	-	-	2.93

(d) Capital management

For the purpose of Company's capital management, capital includes issued equity share capital, preference share capital and retained earnings less cash and cash equivalents. The primary objective of capital management is to maintain an efficient capital structure to reduce the cost of capital, support corporate expansion strategies and to maximise shareholder's value. The Company borrows funds from its group Companies at market rates, as and when required for managing its working capital requirements.



Samay Industries Limited**Summary of significant accounting policies and other explanatory information**

(All amounts in ₹ lacs, unless otherwise stated)

30 First time adoption of Ind AS

These financial statements, for the year ended 31 March 2019, are the first financial statements, which the Company has prepared in accordance with the Ind AS. For periods up to and including the year ended 31 March 2018, the Company prepared its standalone financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (as amended) (Indian GAAP or Previous GAAP).

Accordingly, the Company has prepared these financial statements which comply with the Ind AS applicable for periods ending on 31 March 2019, together with the comparative period data as at and for the year ended 31 March 2018, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at 1 April 2017, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at 1 April 2017 and the financial statements as at and for the year ended 31 March 2018.

Ind AS 101 has set out certain mandatory exceptions and optional exemptions to be applied for transition from the Indian GAAP to Ind AS. The Company has adopted the following in preparing its opening Ind AS Balance Sheet.

(a) Optional exemptions

i) Deemed cost - Ind AS 101 allows the first time adopter to measure its property, plant and equipment at its carrying amount per the Indian GAAP as on the date of transition. Accordingly, the Company has opted to measure all its classes of property, plant and equipment at their historical costs as on the transition date, i.e. 1 April 2017.

(b) Mandatory exceptions

i) Classification and measurement of financial assets - Ind AS 101 provides that classification and measurement of financial assets recognized earlier under the Indian GAAP should be based upon facts and circumstances existing as on the transition date. The Company has assessed the same accordingly.

ii) Estimates - An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with Previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. Ind AS estimates as at 1 April 2017 are consistent with the estimates as at the same date made in conformity with Previous GAAP.

(c) Reconciliation between Previous GAAP and Ind AS

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for the prior periods. The following tables represent the reconciliation from previous Indian GAAP to Ind AS.

i) Effect of Ind AS adoption on total equity:

Particulars	As at 31 March 2018	As at 1 April 2017
Total equity as per Previous GAAP	3,361.86	3,103.61
Adjustments:		
Fair valuation of investments in equity instruments	471.38	371.28
Fair valuation of investments in mutual funds	24.86	48.65
Share of profit from partnership firm (upon transition to Ind AS)	99.55	178.13
Other adjustments	0.77	0.45
Tax impact	(117.45)	(111.99)
Total equity as per Ind AS	3,840.97	3,590.13

ii) Reconciliation of total comprehensive income for the year ended 31 March 2018:

Particulars	Year ended 31 March 2018
Profit after tax as per Previous GAAP	258.25
Adjustments:	
Fair valuation of investments in mutual funds	(23.79)
Fair valuation of investments in equity instruments, reclassified to OCI	(47.12)
Share of profit from partnership firm (upon transition to Ind AS)	(40.53)
Tax impact	6.62
Profit after tax as per Ind AS	153.43
Other comprehensive income (net of taxes)	97.42
Total comprehensive income as per Ind AS	250.85

iii) There are no reconciliation items as at 1 April 2017 and 31 March 2018 and for the year ended 31 March 2018, on transition from Previous GAAP to Ind AS. The Previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements, as considered necessary.

iv) Effect of Ind AS adoption on the Statement of Cash flows for the year ended 31 March 2018

There are no material differences between the statements of cash flows prepared under Previous GAAP and Ind AS. The Previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements.

As per our report of even date.

For Walker Chandiook & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Vikram Dhanania
Partner
Membership No. 060568

Place: Kolkata
Date: 17 May 2019



For and on behalf of the Board of Directors
Samay Industries Limited

Sheetal Bangur
Director
(DIN: 00003541)

Richa Jalan
Director
(DIN: 00070202)

Place: Hyderabad
Date: 17 May 2019



Samay Industries Ltd.

To
Walker Chandiook & Co LLP
Chartered Accountants
10C Hungerford Street, 5th Floor,
Kolkata- 700 017, India

Date: 17 May 2019

For the kind attention of: **Mr. Vikram Dhanania**

Dear Sirs,

Subject: Management representation in connection with the statutory audit of the financial statements and the internal financial controls over financial reporting of Samay Industries Limited for the year ended 31 March 2019.

This representation letter is provided in connection with your audits of (1) the Balance Sheet as at 31 March 2019, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement for the year then ended and a Summary of Significant Accounting Policies and Explanatory Notes/ Information (collectively referred to as "financial statements") of **Samay Industries Limited** (*the "Company"*) for the purpose of expressing an opinion as to whether the financial statements give a true and fair view in accordance with the Indian Accounting Standards notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other recognized accounting practices and policies generally accepted in India including the requirements of the Act ("Ind AS") and (2) internal financial controls over financial reporting (IFCoFR) for the purpose of expressing an opinion on the adequacy and operating effectiveness of the Company's IFCoFR as at 31 March 2019 in accordance with Internal Control Framework defined in Appendix 1 to SA 315, "Identifying and Assessing the Risks of Material Misstatement Through Understanding the Entity and its Environment ('the framework').

We acknowledge our responsibility for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements and for establishing and maintaining adequate and effective IFCoFR in accordance with Internal Control Framework defined in Appendix 1 to SA 315, "Identifying and Assessing the Risks of Material Misstatement Through Understanding the Entity and its Environment ('the framework')", which includes policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, the prevention and detection of fraud and errors, the accuracy and completeness of the accounting records, and timely preparation of reliable financial information. The management is responsible for prevention and timely detection of irregularities, including fraud. We understand that the term 'fraud' includes misstatements arising from fraudulent financial reporting and misstatements arising from misappropriation of assets.

In connection with your combined audit of financial statements and internal financial controls over financial reporting, we confirm that:

1. We have fulfilled our responsibilities with respect to preparation and presentation of the financial statements and other responsibilities as set out in the terms of the engagement letter dated **01 October 2018** including the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act").

2. We have fulfilled our responsibility for establishing and maintaining adequate and effective IFCoFR in accordance with Internal Control Framework defined in Appendix 1 to SA 315, "Identifying and Assessing the Risks of Material Misstatement Through Understanding the Entity and its Environment ('the framework')", which includes policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, the prevention and detection of fraud and errors, the accuracy and completeness of the accounting records, and timely preparation of reliable financial information.
3. The financial statements are prepared on accrual basis and are free from material errors and omissions and present fairly the financial position, the results of its operations and cash flows of the Company, in accordance with the Ind AS.
4. The financial statements have been prepared on a going concern basis.
5. With respect to accounting estimates recognized or disclosed in financial statements:
 - a. significant assumptions used by us in making the accounting estimates (including those measured at fair value), are reasonable.
 - b. The measurement process, including related assumptions and models, used by the management in determining the accounting estimates in context of the Indian accounting standards is appropriate and consistent.
 - c. The assumptions used by management in determining the accounting estimates reflect management's ability and intent to carry out specific courses of action on behalf of the entity, where relevant to the accounting estimates and disclosures.
 - d. The disclosures related to accounting estimates are complete and appropriate under the Ind AS.
 - e. No subsequent event requires adjustment to the accounting estimates and disclosures included in the financial statements.
6. The accounting estimates which are not recognized or disclosed in the financial statements do not meet the recognition or disclosure criteria as per Ind AS and basis for such determination is appropriate.
7. We are aware of the fact that your examination includes such tests and procedures as you considered necessary for the purpose of expressing an opinion on the financial statements. We also understand that such tests
8. and procedures would not necessarily detect fraud, irregularities or error, should any exist. We acknowledge that, control over and responsibility of prevention and detection of fraud, irregularities and error remains with us.
9. The financial statements are in agreement with the books of account. There are no transactions that have not been recorded in the accounting records underlying the financial statements.
10. The accounting policies which are material or critical in determining the financial position, results of operations and cash flows for the year and other explanatory information are set out in the financial statements and are consistent with those adopted in the previous year except to the extent of changes required in accordance with the adoption of Ind AS during the current year, the effect of which has been appropriately dealt in the books of accounts and disclosed in Note 26 to financial statements.
11. We have designed and implemented IFCoFR relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

12. We have performed an evaluation and made an assessment of the adequacy and operating effectiveness of the Company's IFCoFR based on Internal Control Framework defined in Appendix 1 to SA 315, "Identifying and Assessing the Risks of Material Misstatement Through Understanding the Entity and its Environment ('the framework').
13. We have not used the procedures performed by you during the audit of IFCoFR or financial statements as part of the basis for our assessment of the effectiveness of IFCoFR.
14. Based on the assessment carried out by us and the evaluation of the results of the assessment, we conclude that the Company has adequate IFCoFR that were operating effectively as at the 31 March 2019. We are not aware of any significant deficiencies or material weaknesses.
15. For the purposes of our assessment of the effectiveness of the Company's IFCoFR, we understand that a:
 - a. Deficiency in IFCoFR exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis.
 - b. Significant deficiency is a deficiency, or a combination of deficiencies, in IFCoFR that is important enough to merit attention of those charged with governance since there is a reasonable possibility that a misstatement of the Company's annual or interim financial statements will not be prevented or detected on a timely basis.
 - c. Material weakness is a deficiency, or combination of deficiencies, in IFCoFR, such that there is a reasonable possibility that a material misstatement of the Company's annual or interim financial statements will not be prevented or detected on a timely basis.
16. We have provided you with:
 - a. All information, such as records and documentation, and other matters that are relevant to your assessment of internal financial controls;
 - b. All minutes of the meetings of shareholders, directors, and committees of directors, or summaries of actions of recent meetings of which minutes have not yet been prepared;
 - c. complete and accurate information, statutory records and documents as applicable, and other matters that are relevant to the preparation and presentation of the financial statements and assessment of internal financial controls;
 - d. complete and accurate additional information that you have requested from us; and
 - e. unrestricted access to those persons within the Company from whom you determined it necessary to obtain audit evidences.
 - f. the report(s) on the accounts of the branch office(s) of the Company audited under Section 143(8) of the Act by the branch auditors.
17. The result of our risk assessment process did not indicate risk of financial statements being materially misstated as a result of fraud or error.
18. There were no instances of fraud resulting in a material misstatement to the Company's financial statements and any other fraud that does not result in a material misstatement to the Company's financial statements but involves senior management or management or other employees who have a significant role in the Company's IFCoFR.
19. We are not aware of any fraud or suspected fraud involving:
 - a. management;
 - b. employees; or
 - c. others.

20. There are no allegations of fraud or suspected fraud, communicated by the employees, former employees, analysts, regulators or others.
21. There were no instances of non-compliance or suspected or possible non-compliance with laws and regulations whose effects are required to be considered when preparing the financial statements.
22. We have disclosed to you the identity of the Company's related parties and all the related party relationships and transactions of which we are aware. We further confirm that such relationships and transactions have been appropriately disclosed in the financial statements in accordance with the requirements of Ind AS.
23. No events/transactions have taken place subsequent to the date of the financial statements, which will require adjustment or disclosure in the financial statements as per Ind AS.
24. There are no changes in IFCoFR or other factors that might significantly affect IFCoFR, including corrective actions taken by the management with regard to significant deficiencies and material weaknesses, that have occurred subsequent to the balance sheet date and through the date of this representation letter.
25. We will inform you about all of the following:
 - facts which become known to the management after the date of the Auditor's Report but before the date the financial statements are issued; and
 - facts which become known to the management after the financial statements have been issued;
 - which, had they been known at the time of approval of financial statements or the audit report date, may have caused the financial statements and/ or the audit report to be amended.
26. All the identified misstatements have been appropriately dealt with in the financial statements and there are no unrecorded misstatements and/or omitted disclosures.
27. There have been no communications from regulatory agencies concerning non-compliance with or deficiencies in financial reporting practices, including deficiencies in the Company's internal financial controls.
28. All transactions entered into by the Company are final and there are no side agreements with the counter parties to the contracts entered into by the Company.
29. Except for those disclosed in the financial statements there are no other material prior period items.
30. For prior period adjustments described in the financial statements, there have been no:
 - a. Instances of fraud involving others that could have a material effect on the adjustments.
 - b. Allegations, either written or oral, of misstatements or other misapplication of accounting principles in the Company's adjustments that have not been disclosed to you in writing.
 - c. Allegations, either written or oral, of deficiencies in internal financial control that have a material effect on the Company's adjustments that have not been disclosed to you in writing.

First time adoption of Ind AS:

31. For all periods up to and including the year ended 31 March 2018, the Company prepared its financial statements in accordance with 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 or previous GAAP). These financial statements for the year ended 31 March 2019 are the first financial statements the Company has prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) ('Ind AS').
32. In accordance with the detailed assessment carried out by the management, no material/significant adjustments on account of first time adoption of Ind AS were observed, except for the following:
- The carrying amount of financial assets and financial liabilities measured at amortised cost are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amount would be significantly different from the values that would be eventually received or settled. Management assessed that fair values of cash and cash equivalents, loans, trade receivables, borrowings and other financial liabilities approximate their carrying amounts due to the short-term maturities of these instruments.
 - There are no investment properties as at the reporting dates, as defined under Ind AS 40 – Investment Property.
 - The investments made in the mutual funds have been classified as fair value through profit and loss, in accordance with the principles of Ind AS 109 – Financial instruments, after an assessment of the business model and contractual cash flows. These investments made by the Company are in nature of short term investments of liquid funds, and are not expected to be held for period of more than 12 months.
 - The transition adjustments have been made correctly as per Ind AS requirements as detailed below:

i) Effect of Ind AS adoption on total equity: (Amount in Lacs)		
Particulars	As at 31 March 2018	As at 1 April 2017
Total equity as per Previous GAAP	3,361.86	3,103.61
Adjustments:		
Fair valuation of investments in equity instruments	471.38	371.28
Fair valuation of investments in mutual funds	24.86	48.65
Share of profit from partnership firm (upon transition to Ind AS)	99.55	178.13
Other adjustments	0.77	0.45
Tax impact	(117.45)	(111.99)
Total equity as per Ind AS	3,840.97	3,590.13

ii) Reconciliation of total comprehensive income for the year ended 31 March 2018:	
Particulars	Year ended 31 March 2018
Profit after tax as per Previous GAAP	258.25
Adjustments:	
Fair valuation of investments in mutual funds	(23.79)
Fair valuation of investments in equity instruments, reclassified to OCI	(47.12)
Share of profit from partnership firm (upon transition to Ind AS)	(40.53)
Tax impact	6.61
Profit after tax as per Ind AS	153.42
Other comprehensive income (net of taxes)	97.42
Total comprehensive income as per Ind AS	250.84

33. Further we confirm the following in respect of which have been considered as adjustments on account of first time adoption of Ind AS by the company:

- Under Indian GAAP, the investments are measured at the cost or market value whichever is lower. But under Indian Accounting Standards, the investments will be measured at the market value. The impact of Ind AS adjustments will be either routed through profit and loss or other comprehensive income.

Liabilities

34. We have recorded all known liabilities, including those liabilities/contingencies which are likely to result in loss and require adjustment of assets or liabilities in the financial statements.
35. There are no micro and small enterprises, as defined under the provisions of the Micro, Small and Medium Enterprises Development Act, 2006 to whom the Company owes dues, as at the reporting date.
36. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
37. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company, in accordance with relevant provisions of the Act

Property, plant and equipment

38. No events or changes in circumstances have occurred that indicate the carrying amounts of property, plant and equipment may not be recoverable.
39. All the assets which were discarded or otherwise disposed-off have been appropriately dealt with in the financial statements
40. The Company has complied with the provisions of Schedule II (as amended) to the Act with respect to the useful lives to compute depreciation of the assets

Legal matters

41. During the year, there have been no major developments in the disputed cases, other than those that were disclosed to you and the Company carries provisions towards such cases, wherever necessary. Further, we have disclosed the impact of all pending litigations on the financial position of the Company in the financial statements.

Commitments

42. At the Balance Sheet date, there were no other commitments except as disclosed in the financial statement.

Contingent liabilities

43. Other than those disclosed in the financial statements, we are not aware of contingent liabilities that might require disclosure in the financial statements. .

Loans and advances:

44. All loans and advances have a value on realization in the ordinary course of business which is at least equal to the amounts at which they are stated in the Balance Sheet.
45. The Company has complied with the provisions of sections 185 and 186 of the Act in respect of loans, investments, guarantees, and security.

Inventories

46. All quantities were determined by actual physical count or weight or measurement that was taken under our supervision and in accordance with written instructions on **31 March 2019**. The discrepancies noticed on physical verification of stocks as compared to book records have been properly dealt with in the books of account and subsequent transactions recorded in the accounts fairly reflect the changes in the inventories up to 31 March 2019
47. Stocks do not include:
 - (a) goods purchased for which liabilities have not been provided;
 - (b) goods returned by customers without credit to their accounts; or
 - (c) goods billed to customers in advance of delivery.

Trade receivable

48. Trade receivables as stated in the financial statements are considered good and fully recoverable with the exception of those specifically shown as "credit impaired" in the Balance Sheet.

Other current/non-current assets

49. Provision, where material, has been made for any diminution in the value of any other current/non-current asset.

Pledged or assigned assets

50. There are no lien or encumbrance on the Company's assets nor have assets been pledged, mortgaged or assigned as security for liabilities, performance of contracts, etc. except as disclosed in the financial statements.

The Companies (Auditor's Report) Order, 2016

51. Physical verification of fixed assets is conducted by the Company during the financial year as per policy of the Company
52. The material discrepancies noted during the physical verification of the fixed assets have been disclosed to you and have been accounted for appropriately in the books of accounts
53. The title deeds of all the immovable properties are held in the name of the Company.
54. The Company has not granted any loans to parties covered under Section 189 of the Act
55. The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of the Company's services/products
56. The Company has accepted any deposits during the year within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended).
57. Undisputed statutory dues including provident funds, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited to the appropriate authorities, though there has been a slight delay in a few cases. Further, no disputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.
58. No managerial remuneration has been paid / provided during the year.
59. The company is not a Nidhi company.
60. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures.
61. The company has not entered into any non-cash transactions with directors or persons connected with them under section 192 of the Act.
62. All transactions with related parties are in compliance with Section 188 and 177 of the Companies Act 2013 where applicable and the details have been disclosed in the financial statements as required by the Accounting Standards and Companies Act 2013. transactions with related parties are in compliance with Section 188 of the Companies Act 2013 where applicable and the details have been disclosed in the financial statements as required by the Accounting Standards and Companies Act 2013.

63. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and such registration has been obtained/ not obtained by the Company.

General

64. No personal expenses have been debited to Statement of Profit and Loss.
65. The management confirms based on the representations received from the directors as on 31 March 2019 and taken on record by the Board of Directors, that none of the directors are disqualified as on 31 March 2019 from being appointed as a director in terms of section 164(2) of the Act.
66. There are no guarantees issued up to the year-end which are yet to be recorded and all obligations in respect of guarantees have been duly recorded in the register of guarantees and disclosed.
67. The Company has complied with all aspects of contractual agreements that could have a material effect on the financial statements in the event of non-compliance and has no knowledge of any violations or default of the covenants in its agreements.
68. The Company has no plans or intentions that may materially affect the carrying value or classification of assets and liabilities reflected in the financial statements.
69. The Board of Directors of the Company has not acted in violation of restriction imposed under Section 180 of the Act.
70. No contributions to political parties, charitable funds and national defense funds were made in contravention to the provisions of the Act.
71. There are no financial transactions or matters which have any adverse effect on the functioning of the Company.
72. Other than specifically mentioned above, the Company has complied with all other provisions of the Act and the Companies Act, 1956 to the extent applicable.
73. No information has come to our attention that would cause us to believe that any of the previous representations provided in connection with your audit of the financial statements should be modified.
74. A list of all the meetings of the board and sub-committees that have been held during the year have been furnished as part of Annexure A.

Yours faithfully,

For and on behalf of **Samay Industries Limited**


Sheetal Bangur
Director



Annexure A: List of all the board and subcommittee meetings that have been held during the year

Date	Nature of meeting
14-May-18	Board Meeting
29-Aug-18	Board Meeting
28-Nov-18	Board Meeting
08-Feb-19	Board Meeting